

BHARTIYA INTERNATIONAL  
LIMITED  
38, Sector 44  
Gurgaon 122 002  
New Delhi Capital Region  
India  
T +91 124 488 8555  
F +91 124 488 8500  
E bhartiya@bhartiya.com

7<sup>th</sup> June, 2014

The Vice-President, Listing Department, National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No. - C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051 Fax - 022-26598237/38  NSE Symbol : BIL/BE	The Manager, Listing Department, Bombay Stock Exchange Limited, Floor 25 Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001 Fax - 022-22722037/39/41/61  Scrip Code: 526666
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CIN L74899DL1987PLC026607  
www.bhartiya.com

Dear Sir/Madam,

## SUB: DECLARATION OF RESULT BY CHAIRMAN OF EGM AND SCRUTIZER REPORT

This is to inform you that an Extraordinary General Meeting (EGM) of the members of the Company was held on 5<sup>th</sup> June, 2014 at Sri Sathya Sai International Center, Pragati Vihar, Lodhi Road, Institutional Area, New Delhi-110 030. The Chairman of the meeting ordered a poll on resolutions at item no. 1 of the Notice of the said EGM to provide voting facility to all the shareholders (who had not voted electronically) and proxy holders who attended the EGM, in proportion to their shareholding.

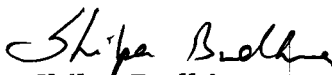
The Chairman of the EGM has declared the Voting results based on the report submitted by the Scrutinizer, Mr. Ravi Sharma, Practicing Company Secretary, partner of RSM & Co., Company Secretaries.

Please find enclosed herewith a copy of the Results declared by the Chairman and the Scrutinizer's Report.

Kindly take the same on your record.

Thanking you,

**Yours sincerely,  
For Bhartiya International Limited**

  
**Shilpa Budhia  
(Company Secretary)**



Encl: As above

Date: 7<sup>th</sup> June, 2014

**BHARTIYA  
FASHION**

**DECLARATION OF EGM RESULTS**

Pursuant to the provisions of Section 100 of the Companies Act 2013, an Extraordinary General Meeting (EGM) of the Company was convened on Thursday, the 5<sup>th</sup> June, 2014 at Sri Sathya Sai International Center, Pragati Vihar, Lodhi Road, Institutional Area, New Delhi-110 030, to seek the approval of the Members of the Company on the Special Resolution contained in the Notice dated 6<sup>th</sup> May, 2014. The Chairman of the meeting ordered a poll on the Special Resolution of the Notice of EGM to provide voting facility to all the shareholders and proxy holders who attended the EGM, in proportion to their shareholding.

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Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, the Company had provided a facility to the Members to vote electronically ("e-voting") on the aforementioned Special Resolution. The e-voting period commenced on 30<sup>th</sup> May, 2014 (9.30 am) to 1<sup>st</sup> June, 2014 (6.00 pm).

The Company had appointed Mr. Ravi Sharma, Partner of RSM & Co., Practicing Company Secretary, as a Scrutinizer to conduct the e-voting process in a fair and a transparent manner and also to conduct the process of Poll at the EGM.

The Scrutinizer submitted his Report on the e-voting and Poll at the EGM and the following results were announced on Friday, 6<sup>th</sup> June, 2014 by the Chairman of the Meeting:

Particulars	In favour of resolution			Against the resolution			Invalid votes
	No. of shareholders	No. of shares/votes	% of shares	No. of shareholders	No. of shares/votes	% of shares	
Item no. 1 - Preferential issue of warrants having rights attached thereto the right to subscribe for equal number of Equity Shares	Through E-voting						
	1	10,00,000	100%	-	-	-	-
	Through Poll						
	116	5484417	99.999%	1	1	0.001%	14

Accordingly, the resolution has been passed with overwhelming majority.

For Bhartiya International Limited

  
A. K. Gadhok

Whole -Time Director (Chairman for the EGM)



Encl: Scrutinizer's Report

R S M & CO.  
COMPANY SECRETARIES

D-63, JFF COMPLEX,  
JHANDEWALAN, NEW DELHI 110 055  
PHONE 011 236 238 13, 9911919008  
Email: Info@csrsm.com, ravi@csrsm.com

**FORM No. MGT-13: Report of Scrutinizer(s)**  
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2)  
of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman  
Bhartiya International Limited  
E-52, New Manglauri,  
Mandi Road, Mehrauli,  
**New Delhi-110 030**

**Polling Result : Extra-ordinary General Meeting of the Equity Shareholders  
of BHARTIYA INTERNATIONAL LIMITED held on 5<sup>th</sup> June 2014.**

Dear Sir,

I Ravi Sharma, PCS, partner of RSM & Co. Company Secretaries, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Extra-ordinary General Meeting of the Equity Shareholders of **BHARTIYA INTERNATIONAL LIMITED**, held on 5<sup>th</sup> June 2014 at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road Institutional Area, New Delhi 110 003, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, Two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

**(A) PREFERENTIAL ISSUE OF WARRANTS HAVING ATTACHED THERETO THE  
RIGHT TO SUBSCRIBE FOR EQUAL NO OF EQUITY SHARES**



**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
116	5484417	99.9999%

**(II) VOTED AGAINST THE RESOLUTION:**


No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
1	1	0.0001%

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
14	3107	0.056%

The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you,



**(CS RAVI SHARMA)**  
**SCRUTINIZER**  
**PARTNER**  
**RSM & CO.**  
**COMPANY SECRETARIES**



**FCS NO. 4468, C. P. No. 3666**

Place : New Delhi  
Dated : 06.06.2014



**SCRUTINIZER'S REPORT**

To

The Chairman  
Bhartiya International Limited  
E-52, New Manglapuri,  
Mandi Road, Mehrauli,  
**New Delhi-110 030**

**Subject : Report on the e-Voting Process for the Extra-Ordinary General Meeting of Bhartiya International Limited for getting the approval of the shareholders for the Special Resolution as mentioned in the Notice dated 6<sup>th</sup> May, 2014.**

Dear Sir,

The Board of Directors of the Company at its meeting held on 6<sup>th</sup> May, 2014 has appointed me as a Scrutinizer for conducting the e-voting process for the Extra - Ordinary General Meeting in a fair and transparent manner.

I submit my report as under:

1. The Company has completed on 12<sup>th</sup> May 2014 the despatch of notice of the Extra-ordinary general meeting to its Members whose name(s) appeared on the Register of Members/ List of Beneficiaries as on 02.05.2014.
2. The notice as required under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014 was also published on May 22, 2014.
3. The e-voting facility was available from 9.30 a. m. on 30.05.2014 to 6.00 p.m. on 01.06.2014 to the members of the Company.
4. I have received complete record of votes cast by electronic mode from National Securities Depository Limited ("NSDL"), the agency for providing e-voting facilities to the members in a secured manner on 03.06.2014.

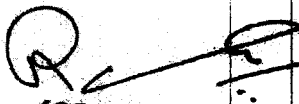


5. The complete details of the votes cast through electronic mode, as received from National Securities Depository Limited ("NSDL") are entered in a register separately maintained for the purpose and is attached as annexure - 1 to this report.
6. The details of the voting cast through Electronic Mode, as received from the Agency is as under :-

Particulars	Number of Members who cast electronically	Number of Equity Shares of the Nominal Value of Rs.10/- each (Votes)
Total Votes received through Electronic Mode	1	1000000
Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	1	1000000

You may accordingly declare the result of the e-voting.

Thanking you,



**(CS RAVI SHARMA)**  
**SCRUTINIZER**  
**PARTNER**  
**RSM & CO.**  
**COMPANY SECRETARIES**



FCS NO. 4468, C. P. No. 3666

Place : New Delhi  
 Dated : 04.06.2014

