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BHILWARA TEX-FIN LIMITED

129, Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi - 110035

Telephone No - 011-28315036; Fax No - 011-28315044

Ref. BTFL/BSE - 2012-13-95

ST - 12/01/2013

To
The Manager (Listing)
Bombay Stock Exchange Limited,
Floor 25, P.J. Towers
Dalal Street,
Mumbai-400001

Sub: Submission of Compliance Report on Corporate Governance for quarter ended on December 31st, 2012

Ref: Bhilwara Tex-Fin Limited

Dear Sir,

Please find enclosed Compliance Report on Corporate Governance of Bhilwara Tex-Fin Limited for the quarter ended on December 31st, 2012 in accordance with clause 49 of the Listing Agreement.

You are requested to take the same on your record for the Company.

Thanking You,

Yours Sincerely,

For **BHILWARA TEX-FIN LIMITED**

(Authorised Signatory)



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE
NAME OF THE COMPANY: BHILWARA TEX-FIN LIMITED
QUARTER ENDING ON : 31st December, 2012

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation and disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	N.A.	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	This clause is not applicable to the Company because there is no change in the Accounting Treatment.
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	
(E) Remuneration of Directors	49 (IV E)	Yes	Disclosure in this regard will form part of Annual Report of the Company
(F) Management	49 (IV F)	Yes	Management Discussion and Analysis Report will form part of the Annual Report of the Company
(G) Shareholders	49 (IV G)	Yes	Disclosure as per clause 49 shall form part of the Annual report of the Company.
V. CEO/CFO Certification	49 (V)	Yes	It will form part of the Annual Report of the Company.
VI. Report on Corporate Governance	49 (VI)	Yes	It will form part of the Annual report of the Company.
VII. Compliance	49 (VII)	Yes	It will form part of the Annual report of the Company.

For BHILWARA TEX-FIN LIMITED


Authorized Signatory/Compliance Officer

