

**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**CIN** L74899DL1987PLC026607**www.bhartiya.com**

April 6, 2015

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, BSE Limited, Floor 25 Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001 Fax – 022-22722037/39/41/61 Scrip Code: 526666
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Dear Sir,

Sub: Intimation under Clause 35A of the Listing Agreement

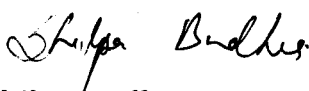
We wish to submit the details of voting results as per Clause 35A of the Listing Agreement for the resolutions passed by the shareholders of the Company through Postal Ballot.

Kindly take the same on your record.

Thanking you,

Yours sincerely,

For Bhartiya International Limited


Shilpa Budhia
(Company Secretary)



Encl: as above

ANNEXURE 'A'

VOTING RESULTS

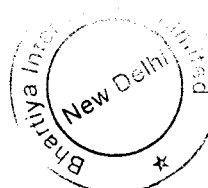
(Pursuant to Clause 35A of the Listing Agreement)

Date of AGM	Voting done through Postal Ballot
Total Number of Shareholders on record date	5745
No. of Shareholders present in the meeting either in person or through proxy:	Voting done through Postal Ballot
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	Voting done through Postal Ballot
Promoters and promoter Group:	
Public:	

(Agenda –wise)

Sl. No.	Detail of Agenda	Resolution required	Mode of Voting	Remarks
i.	Amendment of the Main Objects Clause of the Memorandum of Association of Company;	Special	E-voting and voting through Postal Ballot	Passed
ii.	Amendment of Incidental or Ancillary Objects Clause of the Memorandum of Association;	Special	E-voting and voting through Postal Ballot	Passed
iii.	Deletion of the Other Objects Clause of the Memorandum of Association of Company;	Special	E-voting and voting through Postal Ballot	Passed
iv.	Amendment of the Liability Clause of the Memorandum of Association;	Special	E-voting and voting through Postal Ballot	Passed
v.	Adoption of New Set of Articles of Association of the Company in pursuance to the provisions of Companies Act, 2013.	Special	E-voting and voting through Postal Ballot	Passed

In case of Poll/Postal ballot/E-voting:

E-voting: 5th March 2015 (9.30 am) to 3rd April 2015 (6.00 pm)**Poll:** Through E-voting and Postal Ballot

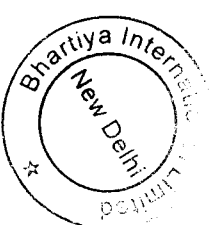
Item no. 1 - Amendment of the Main Objects Clause of the Memorandum of Association of Company

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Mode of Voting (Postal ballot paper)							
Promoter and Promoter Group	1846150	1846150	100%	1846150	-	100%	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	520726	520726	100%	520726	-	100%	-
Total (A)	2366876	2366876	100%	2366876	-	100%	-
Mode of Voting (E-Voting)							
Promoter and Promoter Group	-	-	-	-	-	-	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	6071	6071	100%	6046	25	99.58%	0.41%
Total (B)	6071	6071	100%	6046	25	99.58%	0.41%
RESULT (A+B)	2372947	2372947	100%	2372922	25	99.58%	0.41%

INVALID VOTES OF THE RESOLUTION:

Total No. of Members whose votes were declared invalid	Total Number of votes Cast by them
1	5100

The above resolution was passed with overwhelming majority.



Item no. 2 - Amendment of Incidental or Ancillary Objects Clause of the Memorandum of Association

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Mode of Voting (Postal ballot paper)							
Promoter and Promoter Group	1846150	1846150	100%	1846150	-	100%	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	520726	520726	100%	520726	-	100%	-
Total (A)	2366876	2366876	100%	2366876	-	100%	-
Mode of Voting (E-Voting)							
Promoter and Promoter Group	-	-	-	-	-	-	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	6071	6071	100%	5946	125	97.94	2.06
Total (B)	6071	6071	100%	5946	125	97.94	2.06
RESULT (A+B)	2372947	2372947	100%	2372822	125	99.99	0.01

INVALID VOTES OF THE RESOLUTION:

Total No. of Members whose votes were declared invalid	Total Number of votes Cast by them
1	5100

The above resolution was passed with overwhelming majority through e-voting and poll.



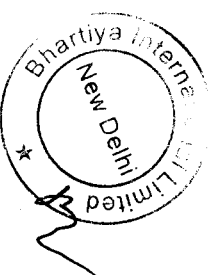
Item no. 3 - Deletion of the Other Objects Clause of the Memorandum of Association of Company

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Mode of Voting (Postal ballot paper)							
Promoter and Promoter Group	1846150	1846150	100%	1846150	-	100%	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	520726	520726	100%	520726	-	100%	-
Total (A)	2366876	2366876	100%	2366876	-	100%	-
Mode of Voting (E-Voting)							
Promoter and Promoter Group	-	-	-	-	-	-	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	6071	6071	100%	5946	125	97.94	2.06
Total (B)	6071	6071	100%	5946	125	97.94	2.06
RESULT (A+B)	2372947	2372947	100%	2372822	125	99.99	0.01

INVALID VOTES OF THE RESOLUTION:

Total No. of Members whose votes were declared invalid	Total Number of votes Cast by them
1	5100

The above resolution was passed with overwhelming majority through e-voting and poll.



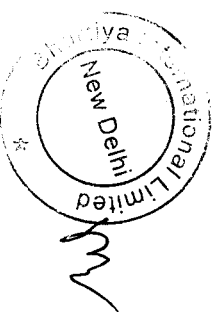
Item no. 4 - Amendment of the Liability Clause of the Memorandum of Association

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Mode of Voting (Postal ballot paper)							
Promoter and Promoter Group	1846150	1846150	100%	1846150	-	100%	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	520726	520726	100%	520726	-	100%	-
Total (A)	2366876	2366876	100%	2366876	-	100%	-
Mode of Voting (E-Voting)							
Promoter and Promoter Group	-	-	-	-	-	-	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	5821	5821	100%	5696	125	97.85	2.15
Total (B)	5821	5821	100%	5696	125	97.85	2.15
RESULT (A+B)	2372697	2372697	100%	2372572	125	99.99	0.01

INVALID VOTES OF THE RESOLUTION:

Total No. of Members whose votes were declared invalid	Total Number of votes Cast by them
1	5100

The above resolution was passed with overwhelming majority through e-voting and poll.



Item no. 5 - Adoption of New Set of Articles of Association of the Company in pursuance to the provisions of Companies Act, 2013

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Mode of Voting (Postal ballot paper)							
Promoter and Promoter Group	1846150	1846150	100%	1846150	-	100%	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	520726	520726	100%	520726	-	100%	-
Total (A)	2366876	2366876	100%	2366876	-	100%	-
Mode of Voting (E-Voting)							
Promoter and Promoter Group	-	-	-	-	-	-	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	6071	6071	100%	5946	125	97.94	2.06
Total (B)	6071	6071	100%	5946	125	97.94	2.06
RESULT (A+B)	2372947	2372947	100%	2372822	125	99.99	0.01

INVALID VOTES OF THE RESOLUTION:

Total No. of Members whose votes were declared invalid	Total Number of votes Cast by them
1	5100

The above resolution was passed with overwhelming majority through e-voting and poll.

