



September 23, 2024

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001

**Ref: H.P. Cotton Textile Mills Limited (Scrip Code: 502873)**

**Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), 2015 – 43<sup>rd</sup> Annual General Meeting (“AGM”)**

Dear Sir,

This is to inform you that 43<sup>rd</sup> Annual General Meeting of the Company was held on Monday, September 23, 2024 at 12:30 PM (IST) through Video Conferencing / Other Audio-Visual Means. The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company at 15th K.M. Stone, Delhi Road, V.P.O. Mayar, Hisar - 125044 which was the deemed venue of the AGM.

As per the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with the Circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the Company had provided the facility of remote e-voting and e-voting at the AGM to the Shareholders holding shares as on the cut-off date i.e. September 16, 2024, to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 43<sup>rd</sup> AGM. The e-voting was open from September 20, 2024 (9.00 a.m. IST) to September 22, 2024 (5.00 p.m. IST) and e-voting conducted at the AGM.

Pursuant to provisions of Section 107 of the Act, there was no voting on the Resolutions by Show of Hands at the AGM and voting at the AGM was therefore conducted through e-voting.

The Board of Directors had appointed Mr. Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretaries, as the Scrutinizer for the remote e-voting and e-voting at the AGM. Mr. Mukesh Siroya is carrying out the scrutiny of all the electronic votes received upto 5.00 p.m. (IST) on September 22, 2024 and e-voting during the AGM and he will submit his Report within 2 working days from the conclusion of AGM.

In this regard, please find enclosed the proceedings of the 43<sup>rd</sup> Annual General Meeting of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), 2015.



**H.P. Cotton Textile Mills Limited**

(A Government of India recognised Star Export House)

**Corporate Office:**

F-0, The Mira Corporate Suites,  
1 & 2, Old Ishwar Nagar, Mathura Road,  
New Delhi - 110065, India

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**Regd. Office & Works:**

15 K.M. Stone, Delhi Road,  
V.P.O Mayar, Hisar - 125 044,  
Haryana, India

CIN NO. L18101HR1981PLC012274



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The meeting commenced at 12:30 PM (IST) and concluded at 01:15 PM (IST) (including time allowed for e-voting at AGM).

You are requested to kindly take the same on your record.

Yours Faithfully,

For **H.P. Cotton Textile Mills Limited**

**Shubham Jain**  
Company Secretary and Compliance Officer

**Encl: As above**



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**PROCEEDINGS OF THE 43<sup>RD</sup> ANNUAL GENERAL MEETING PURSUANT TO REGULATION 30 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

The 43<sup>rd</sup> Annual General Meeting (“AGM”) of the Members of H.P. Cotton Textile Mills Limited (the “Company”) was held on Monday, September 23, 2024 at 12:30 PM (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) in compliance with the Circulars issued by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”). The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company situated at 15th K.M. Stone, Delhi Road, V.P.O. Mayar, Hisar - 125044 which was the deemed venue of the AGM.

**Directors Present:**

Kailash Kumar Agarwal, Chairman & Managing Director  
Raghavkumar Agarwal, Whole-Time Director, CEO & CFO  
Parshotam Dass Agarwal, Independent Director, Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee  
Ritu Bansal, Non-Executive Director  
Vikram Sumatilal Sheth, Independent Director  
Siddharth Agrawal, Independent Director  
Vikram Jhunjunwala, Independent Director

**Company Secretary:**

Shubham Jain, Company Secretary

**In Attendance:**

Deepak Narsaria, M/s D. Kothary & Co., Chartered Accountants, Statutory Auditor  
Tarun Jain, M/s Tarun Jain & Associates, Company Secretaries, Secretarial Auditor  
Mukesh Siroya, M/s. M. Siroya & Co., Company Secretaries, Scrutinizer

**Members present:**

30 Members attended the meeting through VC/OAVM

Mr. Kailash Kumar Agarwal, Chairman, chaired the meeting and warmly welcomed all the members who are attending the AGM. He then informed the members that Company is convening AGM through video conferencing facility in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. He declared that the requisite quorum is present, and thereafter called the meeting to order. Thereafter, he introduced his fellow Board Members, Statutory Auditors, Secretarial Auditor and Scrutinizer.

He then requested Mr. Shubham Jain, Company Secretary to read the arrangements made for the Members at the 43<sup>rd</sup> AGM.



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Mr. Shubham Jain, Company Secretary welcomed all the members attending the AGM through video conferencing.

He then explained the certain procedural and technical points in regard to participating of meeting through Video Conferencing.

With the consent of the members, the Notice convening the AGM, the Boards' Report and the Auditor's Report for the financial year ended March 31, 2024 were taken as read.

He further informed the Members that the Company, in accordance with the Companies Act, 2013 & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, had provided facility to all the Members as on September 16, 2024 ("the Cut-off Date") to exercise their votes on the items of business given in the Notice through remote e-voting system provided by the Central Depository Services (India) Limited. The remote e-voting period commenced on Friday, September 20, 2024 at 9.00 A.M. (IST) and concluded on Sunday, September 22, 2024 at 5.00 P.M. (IST). He apprised the Members about the availability of e-voting system during the AGM for those present in the AGM and who have not cast their votes through remote e-voting.

He stated that the statutory registers and other relevant documents as referred in the notice and the explanatory statement were available for inspection by the members.

Thereafter, the Chairman briefed the members about the salient operating results and significant developments of the Company during the financial year 2023-24. He also briefed the members about the financial performance of the Company in Quarter ended June, 2024.

Thereafter, with the permission of Chairman, Company Secretary informed that the Statutory Auditors, M/s D. Kothary & Co., and Secretarial Auditor, Mr. Tarun Jain have expressed unqualified opinion in the respective audit reports for the financial year 2023-24.

The following items of the business as set out in the notice calling the 43<sup>rd</sup> Annual General Meeting were put for shareholders' approval:

S.no.	Resolutions	Type of Resolution
<b>Ordinary Business</b>		
1.	To consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024 and the report of the Board of Directors and Auditors thereon	Ordinary
2.	To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of Auditors thereon	Ordinary



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3.	To appoint a director in place of Mr. Raghavkumar Agarwal (DIN: 02836610), who retires by rotation and being eligible, seeks re-appointment	Ordinary
<b>Special Business</b>		
4.	To appoint Mr. Vikram Jhunjunwala (DIN: 00474691) as a Director and an Independent Director of the Company	Special
5.	To re-appoint Mr. Kailash Kumar Agarwal (DIN: 00063470) as Managing Director designated as Chairman and Managing Director of the Company	Special

The Company Secretary then invited queries/clarifications from members, which were duly answered by the management and the members expressed satisfaction on the performance of the Company.

Thereafter, the Chairman informed the members that process of e-voting for the resolutions as specified in the AGM notice has already been circulated. He further informed the members that E-Voting facility will remain open for the next 15 minutes to enable the members to cast their vote.

Mr. Mukesh Siroya of M/s. M. Siroya & Co., Company Secretaries, who was appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM, was requested to submit Consolidated Scrutinizer's Report within the time as prescribed by the applicable law. The Chairman shall declare the results upon receipt of the report of the Scrutinizers.

The meeting commenced at 12:30 PM (IST) and concluded at 01:15 PM (IST) (including time allowed for e-voting at AGM) with a vote of thanks.

Thanking You

For **H.P. Cotton Textile Mills Limited**

**Shubham Jain**

Company Secretary and Compliance Officer