

HARISH TEXTILE ENGINEERS LIMITED



CIN No.: L29119MH2010PLC201521

Date: 30th September, 2024

To,
Department of Corporate Services
BSE Limited
1st Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001

Script Code (BSE): 542682

Subject: Proceedings of 14th Annual General Meeting under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 of Harish Textile Engineers Limited.

Dear Sir/Madam,

This is to inform you that Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015 ("Listing Regulations"), the proceedings of 14th Annual General Meeting ("AGM") of the Company held on Monday, 30th September, 2024 at 10:30 am at the Registered Office of the Company at 2nd Floor, 19, Parsi Panchayat Road, Andheri East, Mumbai-400069.

Pursuant to Regulation 30 read with Para A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith proceedings of the 14th Annual General Meeting of the Company.

The voting result of various resolutions will be declared by the chairman upon receipt of Scrutinizer's report and the same will be uploaded on the website of the Company and shall be intimated to BSE in due course.

The 14th Annual General Meeting was commenced at 10:30 a.m. and concluded at 11:15 a.m. at the registered office of the Company.

You are requested to kindly take the same on record.

Thanking You,

Yours faithfully,

For Harish Textile Engineers Limited

Priya Gupta
Company Secretary &
Compliance Officer
Mem. No. A62579
Encl.: Copy as above





PROCEEDINGS OF THE 14TH ANNUAL GENERAL MEETING OF THE COMPANY

The 14th Annual General Meeting ("AGM") of Harish Textile Engineers Limited ("the Company") was held on Monday, 30th September, 2024 at 10.30 a.m. at 2nd Floor, 19, Parsi Panchayat Road, Andheri (East), Mumbai-400069.

Mr. Sandeep Gandhi, Managing Director of the Company, being appointed as Chairman for the meeting, chaired the 14th Annual General Meeting.

The number of shareholders as on record date i.e. 23rd September, 2024 were **9811**.

Total **130** members were personally present at the AGM.

The requisite quorum being present at 10.35 a.m., the Company Secretary called the meeting to order.

Ms. Priya Gupta, Company Secretary, presided over the meeting and declared the following:

- The Company received **2** proxies under Section 105 of the Companies Act, 2013, and **Nil** representations from bodies corporate under Section 113 of the Companies Act, 2013.
- The Notice convening the AGM and the Annual Report containing the Audited Financial Statements for the financial year ended on 31st March, 2024 together with Boards' Report and Auditor's Report thereon along with Notes to the Financial Statements were duly dispatched to the shareholders electronically.
- The relevant Registers and documents under the applicable provisions of the Act and the Rules made thereunder were laid on the table and were open for inspection for the members during the AGM.

She introduced the members, the directors and others sitting on the dais, viz.

- Mr. Sandeep Gandhi, Executive Managing Director
- Mr. Hitendra Desai, Executive Whole-Time Director
- Ms. Sushmita Swarup Lunkad, Non-Executive Independent Director (Member of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee)
- Mrs. Bhavna Brahmbhatt, Non-Executive Independent Director (Member of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee)
- Mr. Pinkesh Upadhyay, Chief Financial Officer
- Mr. Ravi Dasija, Internal Auditor
- Mr. Pravin Pachiwala and Mr. Mayur Swadia, Chartered Accountant, Partners of K. M. Swadia & Company were present via Zoom Meeting facility on behalf of M/s. K. M. Swadia & Co., Statutory Auditors of the Company and





- Ms. Unnati Zala, representative of D N Vora & Associates, scrutinizer for the meeting was present during the meeting.

Mr. Ritesh Patel, Non-executive, Independent Director (Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee) was unable to attend the Meeting due to unavoidable personal reasons.

The Chairman delivered his speech and briefed about the performance and operations of the Company (including current year performance and future plans) and read the Report Submitted by the Statutory Auditors and Secretarial Auditors of the Company which contained certain observations. After providing satisfactory clarification on the aforesaid observations of the Statutory Auditors, the Management of the Company preceded the Meeting and with due permission of the members present the reports were taken as read.

The Company Secretary provided the general instructions to the members regarding participation in the meeting and informed that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had provided the facility to the members to cast their vote through remote e-voting which commenced on Friday, 27th September, 2024 (9.00 a.m. IST) and ended on Sunday, 29th September, 2024 (5.00 p.m. IST). During this period, all the members of the Company, holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Monday, 23rd September, 2024 had the opportunity to cast their votes electronically. The members were informed that the facility for voting during the AGM was made available through poll (Postal Ballot) for members who had not cast their vote prior to the AGM through remote e-voting facility.

M/s. D N Vora & Associates, Practicing Company Secretary (ACS No. 46989, COP No. 21254) was appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

With the consent of the Members present at the meeting, the Notice convening the Annual General Meeting, the Report of Board of Directors and the Accounts for the financial year ended 31st March, 2024 were taken as read. Since there were two qualifications in the Audit Report, Mr. Pravin Pachiwala, Chartered Accountant mentioned the same to the members.

The Company Secretary handed over the proceedings to Mr. Pinkesh Upadhyay, Chief Financial Officer of the Company to brief about the Resolutions as well as procedure for vote through Ballot Paper.

The Company provided poll facility at the venue of the AGM to the members who attended the AGM but did not cast their vote through remote e-voting. Some members cast their votes by filling up the Polling Paper. Thereafter, the AGM stood closed.

The following items of business, as per the Notice of the AGM dated 30th September, 2024 was transacted at the meeting:





Sr. No.	Particulars	Type of Resolution
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2024, and the reports of the Board of Directors and Auditors.	Ordinary
2	Appointment of Director in place of Mr. Hitendra Chimanlal Desai (DIN: 00452481), who retires from the office of director by rotation at this meeting, and being eligible offers himself for re-appointment as a Director of the Company.	Ordinary
3	Re-appointment of Statutory Auditors of the Company for a period of five years and to fix their remuneration.	Ordinary
4	Ratification of remuneration payable to Cost Auditor for the financial year 2023-2024 and 2024-2025.	Ordinary
5	Approval of Material Related Party Transaction for the financial year 2024-2025.	Ordinary
6	Appointment of Mrs. Bhavna Brahmhatt (DIN: 10736860) as an Independent Director of the Company for a period of five years.	Special
7	Increase the Authorised Share Capital of the Company.	Ordinary
8	Alteration of Capital Clause of the Memorandum of Association on account of increase in Authorised Share Capital of the Company.	Special
9	Adoption of new set of Articles of Association (AOA) of the Company pursuant to the Companies Act, 2013.	Special
10	Adoption of policy on grant of Loans & Advances to Employees including Key Managerial Personnel (KMPs).	Special

There were no queries raised by the members.

The Scrutinizer locked and sealed the empty Ballot box in presence of the members. The members/ proxy shareholders after casting their votes deposited duly filled up Ballot Forms in the Ballot Box. The Ballot box with the Ballot Forms was handed over to the Scrutinizer.

The Company Secretary further informed the members present that the consolidated results of the voting will be declared within 48 hours of the conclusion of the AGM and will be displayed at



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the Registered Office of the Company at 2nd Floor, 19 Parsi Panchayat Road, Andheri (East), Mumbai-400069.

The same will be available on the Company's website www.harishtextile.com and the website of NSDL viz. www.evoting.nsdl.com and communicated to the Stock Exchange where the shares of the Company are listed.

The Company Secretary thanked the members present for their continuous support and confidence in the Company and announced the formal closure of the 14th Annual General Meeting of the Company at 11.15 A.M.

Kindly take the same on your records.

For Harish Textile Engineers Limited

Sandeep Gandhi
Managing Directors
DIN: 00941665



Date: 30-09-2024
Place: Mumbai