

HARISH TEXTILE ENGINEERS LIMITED



CIN No.: L29119MH2010PLC201521

Date: 29th September, 2023

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

Security Code: 542682

Subject: Proceedings of 13th 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 13th Annual General Meeting ("AGM") of the Company held on Friday, 29th September, 2023 at 11:30 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 13th 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 13th Annual General Meeting was commenced at 11:30 a.m. and concluded at 12:05 p.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

Hitendra Desai
Whole-Time Director
DIN: 00452481



Encl.: Copy as above



PROCEEDINGS OF THE 13TH ANNUAL GENERAL MEETING OF THE COMPANY

The 13th Annual General Meeting ("AGM") of Harish Textile Engineers Limited ("the Company") was held on Friday, 29th September, 2023 at 11.30 a.m. at 2nd Floor, 19 Parsi Panchayat Road, Andheri (East), Mumbai – 400069.

Mr. Hitendra Desai, Whole-Time Director of the Company, being appointed as Chairman for the meeting, chaired the 13th Annual General Meeting.

The number of shareholders as on record date i.e. 22nd September, 2023 were 9751.

Total 111 members were personally present at the AGM.

The requisite quorum being present at 11.35 a.m., the meeting was called to order by the Company Secretary.

The meeting was presided by Ms. Priya Gupta, Company Secretary of the Company. She declared the following:-

- The Company had received Nil Proxies u/ s 105 of the Companies Act, 2013 and Nil representations from bodies corporate u/ s 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, 2023 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. Hitendra Desai, Executive Whole-Time Director, Mr. Nainesh Trivedi, Non-executive, Independent Director (Member of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee), Ms. Sushmita Swarup Lunkad, Non-executive, Independent Director (Member of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee), Mr. Pinkesh Upadhyay, Chief Financial Officer, Mr. Ravl Dasija, Internal Auditor, Mr. Pravin Pachiwala, Chartered Accountant, Partner of K. M. Swadla & Company was present through/via Zoom Meeting facility on behalf of M/s. K. M. Swadla & Co., Statutory Auditors of the Company and Mr. Keyur Shah, representative of D N Vora & Associates, scrutinizer for the meeting was present during the meeting. The Company Secretary informed the member that Mr. Sandeep Gandhi, Managing Director of the Company was unable to attend the Meeting due to sad demise of his father and the co-founder of "Harish Group" Mr. Kirtikumar Shantilal Gandhi.

Mrs. Meena Mistry, Non-executive, Independent Director (Member of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee) and Mr.



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Ritesh Patel, Non-executive, Independent Director (Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee) were not able to attend the Meeting due to unavoidable circumstances.

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 informed 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 Tuesday, 26th September, 2023 (9.00 a.m. IST) and ended on Thursday, 28th September, 2023 (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. Friday, 22nd September, 2023 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.

Ms. Dipali Vora, Practicing Company Secretary (ACS No. 46989, COP No. 21254) was appointed as the Scrutinizer for providing facility to the members of the Company 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, 2023 were taken as read. Since there was one qualification in the Audit Report, Mr. Pravin Pachiwala Chartered Accountant mentioned the same to the members.

The Company Secretary handed over the proceeding to Mr. Pinkesh Upadhyay, CFO 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 29th September, 2023 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 31st March, 2023, and the reports of the Board of Directors and Auditors.	Ordinary
2	Appointment of Director in place of Mr. Sandeep Gandhi (DIN: 00941665), 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 Mr. Sandeep Gandhi (DIN: 00941665) as Managing Director of the Company.	Ordinary
4	Approval of Payment of Remuneration to Mr. Sandeep Gandhi (DIN: 00941665) as Managing Director of the Company.	Special
5	Re-appointment of Mr. Hitendra Desai (DIN: 00452481) as Whole-Time Director of the Company.	Ordinary
6	Approval of Payment of Remuneration to Mr. Hitendra Desai (DIN: 00452481) as Whole-Time Director of the Company.	Special
7	Approval of Material Related Party Transaction.	Ordinary
8	Ratification of remuneration payable to Cost Auditor for the financial year 2022-2023.	Ordinary
9	Appointment of Ms. Sushmita Swarup Lunkad (DIN: 09044848) as an Independent Director of the Company for a period of five years.	Ordinary

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



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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 13th Annual General Meeting of the Company at 12.05 P.M.

Kindly take the same on your records.

For Harish Textile Engineers Limited

Hitendra Desai
Whole-Time Director
DIN: 00452481



Place: Mumbai