

March 18, 2024

To,

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Sub: DISCLOSURE UNDER REGULATION 29(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Dear Sir/Madam,

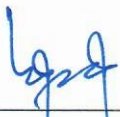
Please find enclosed herewith disclosure as per Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, with regard to inter-se transfer of 1,33,250 equity shares, representing 3.40% of paid-up share capital of the Company, as per Family Re-arrangement Agreement dated 14.03.2019 and 12.02.2020 ("Family Re-arrangement Agreements"), through off market transactions, for your information and record.

This is to further inform you that I, Kailash Kumar Agarwal, the Acquirer, already hold a majority shareholding in Jainish Products Limited ("Entity"), which hold equity shares in the Target Company (**Annexure - B**). However, under the present tranche of the inter-se transfer, I further consolidated my shareholding in this entity by acquiring more shares of this entity from other family members pursuant to the Family Arrangement.

You are requested to take the same on record and acknowledge the receipt.

Thanking you.

Yours faithfully,



Kailash Kumar Agarwal
(Acquirer)

Encl.: As above

Copy to:

Company Secretary
H P Cotton Textile Mills Limited
15 KM Stone, Delhi Road, V.P.O
Mayar, Hisar-125044
E-mail: cs@hpthreads.com

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	H P COTTON TEXTILE MILLS LIMITED		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	Kailash Kumar Agarwal		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total Diluted share/Voting capital of the TC (**)
Before the acquisition/disposal under consideration, holding of :			
a) Shares carrying voting rights	6,80,058	17.34%	17.34%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	6,80,058	17.34%	17.34%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/ sold	1,33,250	3.40%	3.40%
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	1,33,250	3.40%	3.40%

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After the acquisition/sale, holding of:			
a) Shares carrying voting rights	8,13,308	20.74%	20.74%
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	8,13,308	20.74%	20.74%
Mode of acquisition / sale (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-Se-Transfer as per Family Re-arrangement Agreement through an off market transaction		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 18, 2024 [Refer Annexure A and B]		
Equity share capital / total voting capital of the TC before the said acquisition / sale	39,22,000 Equity Shares of Rs. 10/- each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	39,22,000 Equity Shares of Rs. 10/- each		
Total diluted share/voting capital of the TC after the said acquisition	39,22,000 Equity Shares of Rs. 10/- each		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the acquirer / Authorised Signatory

Kailash Kumar Agarwal
(Acquirer)

Place: New Delhi

Date: March 18, 2024

Annexure - A

Sr.no	Promoters/Members of Promoter Group	Pre-Transaction Shareholding		Post-Transaction Shareholding		Date of Acquisition/ Disposal
		Number	Percentage	Number	Percentage	
a.	Acquirer(s) and PAC(s) (other than sellers)					
	Acquirer(s) / Transferee(s):					
1.	*Kailash Kumar Agarwal	6,80,058	17.34	8,13,308	20.74	18.03.2024
b.	PAC's where there is no change in their holding					
1.	Kailash Kumar Agarwal HUF	31,150	0.79	31,150	0.79	-
2.	Mridula Agarwal	7,300	0.19	7,300	0.19	-
3.	Raghav Kumar Agarwal	1,08,468	2.77	1,08,468	2.77	-
4.	Achhar Investments Ltd.	2,31,900	5.91	2,31,900	5.91	-
5.	**Jainish Products Ltd.	2,42,850	6.19	2,42,850	6.19	-
6.	Sacred Trading and Investment Company Ltd.	2,24,170	5.72	2,24,170	5.72	-
7.	Sailesh Textile Manufacturing Company Ltd	2,07,000	5.28	2,07,000	5.28	-
8.	Jainarayan Agarwal HUF	85,000	2.17	85,000	2.17	-
9.	Raj Kumar Agarwal HUF	1,27,164	3.24	1,27,164	3.24	-
10.	Ashok Kumar Agarwal	75,896	1.94	75,896	1.94	-
11.	Raj Kumar Agarwal	46,466	1.18	46,466	1.18	-
12.	Rachit Agarwal	5,600	0.14	5,600	0.14	-
13.	Ravindra Agarwal HUF	30,500	0.78	30,500	0.78	-
14.	Ravindra Agarwal	1,06,066	2.70	1,06,066	2.70	-
15.	Ghanshyam Das Agarwal	45,730	1.17	45,730	1.17	-
16.	Premlata Agarwal	20,000	0.51	20,000	0.51	-
17.	Ghanshyam Das Agarwal HUF	1,36,736	3.49	1,36,736	3.49	-
18.	Anuradha Agarwal	0	0	0	0	-
19.	Kashmiri Lal Agarwal HUF	0	0	0	0	-
20.	ArjunDas Agarwal HUF	0	0	0	0	-
21.	Surendra Kumar Agarwal HUF	0	0	0	0	-
22.	Vijay Kumar Agarwal HUF	0	0	0	0	-
23.	Surendra Kumar Agarwal	0	0	0	0	-
24.	Renu Agarwal	0	0	0	0	-
25.	Vijay Kumar Agarwal	0	0	0	0	-
26.	Ruchi Agarwal	0	0	0	0	-
27.	Atma Devi Agarwal	0	0	0	0	-
c.	PACs being Seller(s)/Transferor(s):					
1.	Raghubir Prasad Agarwal	93,750	2.39	0	0	18.03.2024
2.	Raghubir Agarwal HUF	39,500	1.01	0	0	18.03.2024
	TOTAL PROMOTER AND PROMOTER GROUP (PAC)	25,45,304	64.90	25,45,304	64.90	

* In addition to the above stated direct acquisition, Kailash Kumar Agarwal, the Acquirer, already hold a majority shareholding in Jainish Products Limited ("Entity"), which hold equity shares in the Target Company (Annexure - B). However, under the present tranche of the inter-se transfer, the Acquirer,

propose to further consolidate my shareholding in this Entity by acquiring more shares of this Entity from other family members pursuant to the Family Arrangement.

** Please refer Annexure B for the changes in the shareholding of the company being PACs which hold the equity shares of the Target Company, for details.

Signature of the acquirer / Authorised Signatory



Kailash Kumar Agarwal
(Acquirer)

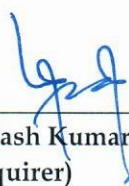
Place: New Delhi

Date: March 18, 2024

1. Jainish Products Limited

Sr.no		Pre-Transaction Shareholding		Post-Transaction Shareholding		Date of Acquisition/ Disposal
		Number	Percentage	Number	Percentage	
a.	Acquirer(s) / Transferee(s):					
1.	Kailash Kumar Agarwal	1,59,285	66.36	2,14,285	89.28	18.03.2024
b.	Seller(s)/Transferor(s):					
1.	Ghanshyam Das Agarwal	55,000	22.92	0	0	18.03.2024

Signature of the acquirer / Authorised Signatory



Kailash Kumar Agarwal
(Acquirer)

Place: New Delhi

Date: March 18, 2024