

December 29, 2021

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,

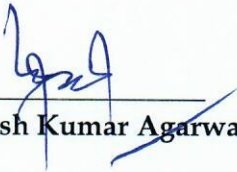
Please find enclosed herewith disclosure as per Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, with regard to inter-se transfer of 4,20,173 equity shares, representing 11.03% of paid-up share capital of the Company, as per Family Re-arrangement Agreement dated 14.03.2019 and 12.02.2020 ("Family Re-arrangement Agreements"), through an off market transaction, for your information and record.

In addition to the above transaction, there was an acquisition of shareholding of certain companies being PACs which are holding the equity shares of target Company (i.e. **Achhar Investments Limited, Jainish Products Limited, Sacred Trading and Investment Company Limited and Sailesh Textile Manufacturing Company Ltd.**) as a part of Family Re-arrangement Agreements, through off market transactions which lead to an indirect acquisition of Equity Shares of the target company (i.e. HP Cotton Textile Mills Limited), (Pursuant to Regulation 5(1) and 5(2) and other applicable regulations of the SEBI Takeover Regulations, the above indirect acquisition shall be regarded as direct acquisition).

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

Thanking you.

Yours faithfully,



Kailash Kumar Agarwal for himself and on behalf of all other Acquirers

Encl.: As above

Copy to:

Mr. Shubham Jain
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

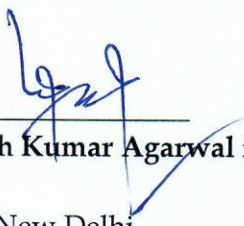
Name of the Target Company (TC)	H P COTTON TEXTILE MILLS LIMITED		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	Kailash Kumar Agarwal, along with other promoters and members of the promoter group of the TC (as detailed in Annexure A and B)		
Whether the acquirer 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 :	As per Annexure A and B		
a) Shares carrying voting rights			
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)			
Details of acquisition/sale	As per Annexure A and B		
a) Shares carrying voting rights acquired/sold			
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)			
After the acquisition/sale, holding of:	As per Annexure A and B		
a) Shares carrying voting rights			

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)	
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	27.12.2021, 28.12.2021 & 29.12.2021 [Refer Annexure A and B]
Equity share capital / total voting capital of the TC before the said acquisition / sale	38,10,000 Equity Shares of Rs. 10/- each
Equity share capital/ total voting capital of the TC after the said acquisition / sale	38,10,000 Equity Shares of Rs. 10/- each
Total diluted share/voting capital of the TC after the said acquisition	38,10,000 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 for himself and on behalf of all other Acquirers

Place: New Delhi

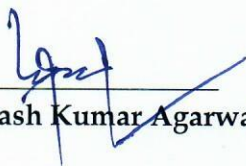
Date: December 29, 2021

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	89,385	2.35	5,09,558	*13.38	27.12.2021, 28.12.2021 & 29.12.2021
b.	PAC's where there is no change in their holding					
1.	Kailash Kumar Agarwal HUF	31,150	0.82	31,150	0.82	-
2.	Mridula Agarwal	7,300	0.19	7,300	0.19	-
3.	Raghav Kumar Agarwal	63,668	1.67	63,668	1.67	-
4.	Ghanshyam Das Agarwal HUF	1,36,736	3.59	1,36,736	3.59	-
5.	Jainarayan Agarwal HUF	85,000	2.23	85,000	2.23	-
6.	Raj Kumar Agarwal HUF	1,27,164	3.34	1,27,164	3.34	-
7.	Vijay Kumar Agarwal	57,800	1.52	57,800	1.52	-
8.	Ashok Kumar Agarwal	75,896	1.99	75,896	1.99	-
9.	Ruchi Agarwal	35,500	0.93	35,500	0.93	-
10.	Raj Kumar Agarwal	46,466	1.22	46,466	1.22	-
11.	Raghubir Prasad Agarwal	93,750	2.46	93,750	2.46	-
12.	Ghanshyam Das Agarwal	45,730	1.20	45,730	1.20	-
13.	Premlata Agarwal	20,000	0.52	20,000	0.52	-
14.	Rachit Agarwal	5,600	0.15	5,600	0.15	-
15.	Ravindra Agarwal HUF	30,500	0.80	30,500	0.80	-
16.	Ravindra Agarwal	1,06,066	2.78	1,06,066	2.78	-
17.	Raghubir Agarwal HUF	39,500	1.04	39,500	1.04	-
18.	Atma Devi Agarwal	10,000	0.26	10,000	0.26	-
19.	**Achhar Investments Ltd.	2,31,900	6.09	2,31,900	6.09	-
20.	**Jainish Products Ltd.	2,42,850	6.37	2,42,850	6.37	-
21.	**Sacred Trading and Investment Company Ltd.	2,24,170	5.88	2,24,170	5.88	-
22.	**Sailesh Textile Manufacturing Company Ltd	2,07,000	5.43	2,07,000	5.43	-
c.	PACs being Seller(s)/Transferor(s):					
1.	Anuradha Agarwal	18,954	0.50	0	0	29.12.2021
2.	Kashmiri Lal Agarwal HUF	1,14,804	3.01	0	0	27.12.2021
3.	ArjunDas Agarwal HUF	1,04,100	2.73	0	0	28.12.2021
4.	Surendra Kumar Agarwal HUF	27,650	0.73	0	0	28.12.2021
5.	Vijay Kumar Agarwal HUF	49,000	1.29	0	0	28.12.2021
6.	Surendra Kumar Agarwal	98,265	2.58	0	0	28.12.2021
7.	Renu Agarwal	7,400	0.19	0	0	28.12.2021
	TOTAL PROMOTER AND PROMOTER GROUP (PAC)	24,33,304	63.87	24,33,304	63.87	

* In addition to the above stated direct acquisition, the Acquirers also acquired indirect acquisition, pursuant to acquisition of some shareholding of the companies being PACs which hold equity shares of the Target Company.

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

Signature of the acquirer / Authorised Signatory



Kailash Kumar Agarwal for himself and on behalf of all other Acquirers

Place: New Delhi

Date: December 29, 2021

1. Achhar Investments 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	44,032	18.35	1,86,820	77.84	28.12.2021
2.	Kailash Kumar Agarwal HUF	0	0	10	0.004	28.12.2021
3.	Kailash Kumar Agarwal & Mridula Agarwal (Jointly)	0	0	10	0.004	28.12.2021
4.	Sailesh Textile Manufacturing Company Ltd	0	0	10	0.004	28.12.2021
b.	Seller(s)/Transferor(s):					28.12.2021
1.	Ravindra Agarwal	71,610	29.83	0	0	28.12.2021
2.	Renu Agarwal	16,675	6.95	0	0	28.12.2021
3.	Surendra Kumar Agarwal	54,533	22.72	0	0	28.12.2021

2. 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	0	0	1,59,285	66.37	27.12.2021 & 28.12.2021
2.	Kailash Kumar Agarwal HUF	0	0	10	0.004	28.12.2021
3.	Mridula Agarwal	0	0	10	0.004	28.12.2021
4.	Kailash Kumar Agarwal & Mridula Agarwal (Jointly)	0	0	10	0.004	28.12.2021
5.	Sailesh Textile Manufacturing Company Ltd	0	0	10	0.004	28.12.2021
b.	Seller(s)/Transferor(s):					
1.	Raj Kumar Agarwal	73,000	30.41	0	0	27.12.2021
2.	Sunita Agarwal	33,000	13.76	0	0	27.12.2021
3.	Premlata Agarwal	50,000	20.83	0	0	27.12.2021
4.	Ravindra Agarwal	1,675	0.70	0	0	28.12.2021
5.	Keshav Agarwal	1,650	0.69	0	0	28.12.2021

3. Sacred Trading and Investment Company 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	802	0.33	1,87,242	78.01	27.12.2021, 28.12.2021 & 29.12.2021
2.	Kailash Kumar Agarwal HUF	0	0	10	0.004	28.12.2021
3.	Mridula Agarwal	0	0	10	0.004	28.12.2021
4.	Raghavkumar Agarwal	0	0	10	0.004	28.12.2021
5.	Achhar Investments Limited	0	0	10	0.004	28.12.2021
6.	Jainish Products Limited	0	0	10	0.004	28.12.2021
7.	Sailesh Textile Manufacturing Company Ltd	0	0	10	0.004	28.12.2021
b.	Seller(s)/Transferor(s):					
1.	Ashok Kumar Agarwal	27,300	11.37	0	0	27.12.2021

2.	Anuradha Agarwal	18,000	7.5	0	0	27.12.2021
3.	Vijay Kumar Agarwal HUF	10,000	4.16	0	0	27.12.2021
4.	Vijay Kumar Agarwal	16,800	7	0	0	28.12.2021
5.	Ruchi Agarwal	19,500	8.12	0	0	27.12.2021
6.	Raghubir Agarwal HUF	47,200	19.66	0	0	27.12.2021
7.	Raghubir Prasad Agarwal	46,000	19.16	0	0	29.12.2021
8.	Surendra Kumar Agarwal	850	0.35	0	0	28.12.2021
9.	Ravindra Agarwal	850	0.35	0	0	28.12.2021

4. Sailesh Textile Manufacturing Company Ltd

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	0	0	1,73,835	69.53	27.12.2021, 28.12.2021 & 29.12.2021
2.	Mridula Agarwal	0	0	10	0.004	28.12.2021
3.	Kailash Kumar Agarwal & Raghavkumar Agarwal (Jointly)	0	0	10	0.004	28.12.2021
4.	Kailash Kumar Agarwal & Mridula Agarwal (Jointly)	0	0	10	0.004	28.12.2021
5.	Raghavkumar Agarwal & Mridula Agarwal (Jointly)	0	0	10	0.004	28.12.2021
b.	Seller(s)/Transferor(s):					
1.	Raj Kumar Agarwal HUF	6,400	2.56	0	0	27.12.2021
2.	Raj Kumar Agarwal	27,350	10.94	0	0	27.12.2021
3.	Ghanshyam Das Agarwal	12,825	5.13	0	0	27.12.2021
4.	Ghanshyam Das Agarwal HUF	23,975	9.60	0	0	27.12.2021
5.	Anuradha Agarwal	3,500	1.4	0	0	27.12.2021
6.	Vijay Kumar Agarwal HUF	11,000	4.4	0	0	27.12.2021
7.	Vijay Kumar Agarwal	7,000	2.8	0	0	28.12.2021
8.	Raghubir Agarwal HUF	7,800	3.12	0	0	27.12.2021
9.	Raghubir Prasad Agarwal	14,200	5.68	0	0	29.12.2021
10.	Surendra Kumar Agarwal	8,550	3.42	0	0	28.12.2021
11.	Surendra Kumar Agarwal HUF	20,000	8	0	0	28.12.2021
12.	Ravindra Agarwal	14,600	5.84	0	0	28.12.2021
13.	Ravindra Agarwal HUF	6,975	2.79	0	0	28.12.2021
14.	Arjun Das Agarwal HUF	9,700	3.88	0	0	28.12.2021

Signature of the acquirer / Authorised Signatory



Kailash Kumar Agarwal for himself and on behalf of all other Acquirers

Place: New Delhi

Date: December 29, 2021