

March 10, 2022

To,

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai – 400001

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

Dear Sir/Madam,

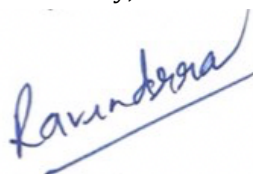
With reference to your email dated March 02, 2022 regarding discrepancy in disclosure submitted on December 29, 2021 pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, please find enclosed herewith revised disclosure as per Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, with regard to disposal 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 Agreement, through off market transactions which lead to an indirect disposal 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).

Kindly note that we have inserted details of Disposal in the specific column “*Details of the acquisition / disposal as follows*” in the Table of Part A of the 29(1) disclosures.

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

Thanking you.

Yours faithfully,



Ravindra Agarwal for Himself and on behalf of all other Transferor(s)

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	Ravindra Agarwaal along with other members of the promoter group of the TC (as detailed in Annexure A)		
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			
i. Ravindra Agarwaal	1,06,066	2.78%	2.78%
ii. Ravindra Agarwaal HUF	30,500	0.80%	0.80%
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)	1,36,566	3.58%	3.58%
Details of acquisition/sale@			
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:				
a) Shares carrying voting rights				
i.	Ravindra Agarwaal	1,06,066	2.78%	2.78%
ii.	Ravindra Agarwaal HUF	30,500	0.80%	0.80%
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)		1,36,566	3.58%	3.58%
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		28.12.2021 [Refer Annexure A]		
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		

@ There was no change in the direct holding of the Sellers and hence it is given as NIL. However, there was change in the indirect holding of the Sellers, pursuant to sale of shareholding of the companies, being PACs, which hold equity shares of the Target Company. Please refer Annexure A for the changes in the shareholding of the companies, being PACs, which hold the equity shares of the Target Company, for details.

(*) 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 Seller / Authorised Signatory

Ravindra Agarwaal for Himself and on behalf of all other Transferor(s)

Place: New Delhi

Date: March 10, 2022

1. Achhar Investments Limited

Sr.no		Pre-Transaction Shareholding		Post-Transaction Shareholding		Date of Disposal
		Number	Percentage	Number	Percentage	
a.	Seller(s)/Transferor(s):					28.12.2021
1.	Ravindrra Agarwaal	71,610	29.83	0	0	28.12.2021

2. Jainish Products Limited

Sr.no		Pre-Transaction Shareholding		Post-Transaction Shareholding		Date of Disposal
		Number	Percentage	Number	Percentage	
a.	Seller(s)/Transferor(s):					
1.	Ravindrra Agarwaal	1,675	0.70	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.	Seller(s)/Transferor(s):					
1.	Ravindrra Agarwaal	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.	Seller(s)/Transferor(s):					
1.	Ravindrra Agarwaal	14,600	5.84	0	0	28.12.2021
2.	Ravindrra Agarwaal HUF	6,975	2.79	0	0	28.12.2021