

December 30, 2021

To,

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Sub: INTIMATION UNDER REGULATION 10(6) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Dear Sir/Madam,

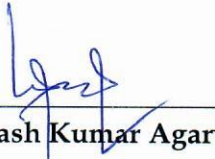
In compliance with the provisions of Regulation 10(1)(a) read with regulation 10(6) of SEBI (Substantial Acquisition of shares and Takeover) Regulation 2011, I, Kailash Kumar Agarwal, Promoter, of H.P. Cotton Textile Mills Limited ("the Company"), hereby submit the disclosure with regard to acquisition of 4,20,173 equity shares, representing 11.03% of paid-up share capital of the Company by me as inter-se transfer of shares, as per Family Re-arrangement Agreement dated 14.03.2019 and 12.02.2020, through an off market transaction, duly signed by me, 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 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	H P COTTON TEXTILE MILLS LIMITED	
2.	Name(s) of the acquirer(s)	Mr. Kailash Kumar Agarwal	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited	
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	<p>Inter-se transfer amongst promoters pursuant to Family Re-arrangement Agreement dated 14.03.2019 and 12.02.2020 ("Family Re-arrangement Agreements")</p> <p>In addition, as a part of Family Re-arrangement Agreements, there is some change in the shareholding of some companies being PACs (as referred to Annexure B) which hold the equity shares in the Target Company.</p>	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	
6.	<p>Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,</p> <ul style="list-style-type: none"> whether disclosure was made and whether it was made within the timeline specified under the regulations. date of filing with the stock exchange. 	<p>Yes</p> <p>December 16, 2021</p>	
6.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	As per Annexure - A read with Annexure - B	Yes
	b. Date of acquisition	27.12.2021, 28.12.2021 & 29.12.2021 [Refer Annexure A and B]	Yes
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	As per Annexure - A read with Annexure - B	Yes

	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	As per Annexure - A read with Annexure - B		Yes	
	e.	Price at which shares are proposed to be acquired / actually acquired	Not Applicable as the Acquisition is by way of gift pursuant to Family Re-arrangements		Yes	
7.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a.	Acquirer(s)	As per Annexure - A read with Annexure - B			
	b.	PAC's where there is no change in their holding				
	c.	Seller (s)				

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.


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

Place: New Delhi

Date: December 30, 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 proposes to acquire 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.



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

Place: New Delhi

Date: December 30, 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



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

Place: New Delhi

Date: December 30, 2021