



22<sup>nd</sup> September, 2018



BSE Limited  
PhirozeJeejeebhoy Towers,  
Dalal Street,  
Mumbai-400 001  
Fax No: 022-22721919, 3121  
BSE Scrip Code: 502873

**Sub: Proceedings of 37<sup>th</sup> Annual General Meeting of the Company.**

**Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

In respect of 37<sup>th</sup> Annual General Meeting (AGM) of the Company held on 22<sup>nd</sup> September, 2018 at 11.30 a.m. at the Registered Office at 15th K.M. Stone, Delhi Road, V.P.O. Mayar, Hisar-125044 (Haryana), please find enclosed herewith proceedings of the meeting in **Annexure 1**.

Kindly note and display the notice on your Notice Board for the information of the members of your exchange and general public.

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**For H.P. Cotton Textile Mills Limited**

**(Shashi Ranjan Kumar)  
COMPANY SECRETARY**



Encl: Annexure 1 – Proceedings of 37<sup>th</sup> Annual General Meeting.



**H.P. Cotton Textile Mills Limited**

(A Government of India recognised Star Export House)

**Corporate Office:**

F-0, The Mira Corporate Suites,  
1 & 2, Old Ishwar Nagar, Mathura Road,  
New Delhi - 110065, India

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**Regd. Office & Works:**

15 K.M. Stone, Delhi Road,  
V.P.O Mayar, Hisar - 125 044,  
Haryana, India

CIN NO. L18101HR19012013



**PROCEEDINGS OF 37<sup>TH</sup> ANNUAL GENERAL MEETING OF  
H.P. Cotton Textile Mills Limited**

Day and Date of Meeting	Saturday, 22nd September, 2018
Time of commencement of meeting	11.30 A.M.
Venue	Registered Office:15th K.M. Stone, Delhi Road, V.P.O. Mayar, Hisar-125044 (Haryana)
Time of conclusion	12:25P.M.

**1. BRIEF DETAILS OF ITEMS DELIBERATED AT THE MEETING:**

- Mr. Kailash Kumar Agarwal, Managing Director, appointed as Chairman to chair the proceedings of the meeting.
- All Directors were present except Mr. B.C. Talukdar, Independent Director and Chairman of Nomination & Remuneration Committee, who is on the complete bed rest due to surgery. Further, Mr. M.L. Jain has been authorized to attend the AGM on his behalf and answer the related queries if raised by the shareholders.
- Mr. Vijay Agarwal, Auditing Partner of M/s Bhargava Associates, Chartered Accountants, Statutory Auditors of the Company who has submitted the request for grant of leave of absence due to his ill health.
- The requisite quorum being present, the Chairman declared the meeting as commenced.
- The Chairman then delivered his speech and answered the queries of shareholders.
- The Company Secretary, Mr. Shashi Ranjan Kumar, then started with the formal proceedings of the meeting. He informed the shareholders that, remote e-voting facility being provided by the Company through CDSL which commenced at 09:00 A.M. on 19<sup>th</sup> September, 2018 and ended at 05:00 P.M. on 21<sup>st</sup> September, 2018 and Mr. Neelesh Jain, Practicing Company Secretary, Delhi, has been appointed as the scrutinizer for the purpose of scrutinizing both the e-voting process as well as polling process.

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The following items of the business as set out in the notice calling the 37<sup>th</sup> Annual General Meeting were put for shareholders' approval:

**ORDINARY BUSINESS:**

1. Consideration and adoption of Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2018 and the Reports of the Board of Directors and the Auditors thereon.
2. Declaration of dividend @ Rs.1 per share on fully paid up share Capital of the Company for the financial year ended 2017-18.
3. Appointment of a Director in place of Mr. Ashok Kumar Agarwal (**DIN: 00046627**), who retires by rotation and being eligible offers himself for re-appointment.
4. Appointment of M/s. Walker Chandio& Co. LLP, Chartered Accountants, Delhi, as Statutory Auditors of the Company for the one term of 5 years commencing from conclusion of this (37<sup>th</sup>) AGM till the conclusion of 42<sup>nd</sup> AGM of the Company.

**SPECIAL BUSINESS:**

5. Continuance of appointment of Mr. B.C. Talukdar (**DIN: 00024015**) as non-executive Independent Director as per the newly inserted Regulation 17A of SEBI (LODR) (Amendment) Regulations, 2018.

**2. MANNER OF APPROVAL:**

- Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended up to date along with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to its members in respect of all resolutions to be passed at this Annual General Meeting. Further, the facility for voting through poll was made available to the members who were present at the meeting and had not cast their votes by remote e-voting.
- The Chairman announced that the results of voting shall be announced within 48 hours of the conclusion of the meeting. The results shall be informed to the Stock Exchange viz. The BSE Ltd. and shall also be uploaded on the Company's website [www.hpthreads.com](http://www.hpthreads.com) and CDSL website [www.evotingindia.com](http://www.evotingindia.com).

The meeting was concluded with vote of thanks by the Company Secretary of the Company.

