



August 31, 2020

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Ref: H.P. Cotton Textile Mills Limited (Scrip Code: 502873)

Sub: Results of Postal Ballot (E-Voting) along with Scrutinizer's Report, as per the requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In terms of the Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the results of voting on the resolutions, in the prescribed format, along with the Scrutinizers Report on voting issued by Mr. Mukesh Siroya, Scrutinizer. The resolutions as per the Postal Ballot Notice dated July 29, 2020, were approved by the Members with the requisite majority and is deemed to have been passed on last day of e-voting i.e. August 30, 2020. The copy of the said Results is also available on the Company's website at www.hpthreads.com.

You are requested to kindly take the same on your record.

Yours Faithfully,

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

SHUBH Digitally signed
by SHUBHAM
JAIN
AM JAIN Date: 2020.08.31
18:28:27 +05'30'

Shubham Jain
(Company Secretary & Compliance Officer)

Encl: As above



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

www.hpthreads.com

T: +91 11 26927387, 49073415
+91 11 41540471/72/73
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E: info@hpthreads.com

Regd. Office & Works:

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

CIN NO. L18101HR1981PLC012274



	H.P. Cotton Textile Mills Limited
Date of Postal Ballot Notice	29-07-2020
Total number of shareholders on record date	2284
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
Resolution required: (Ordinary/ Special)	SPECIAL - Waiver of recovery of excess managerial remuneration paid to Mr. Kailash Kumar Agarwal, Managing Director for the financial year ended March 31, 2019								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	23,79,690	23,32,790	98.03	23,32,790	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		23,32,790	98.03	23,32,790	0	100.00	0.00	0
Public- Institutions	E-Voting	650	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public- Non Institutions	E-Voting	14,29,660	2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
Total		38,10,000	25,89,139	67.96	25,86,628	2,511	99.90	0.10	0

Resolution No.	2								
Resolution required: (Ordinary/ Special)	SPECIAL - Waiver of recovery of excess managerial remuneration paid to Mr. Raj Kumar Agarwal, Ex-Whole-Time Director for the financial year ended March 31, 2019								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	23,79,690	23,32,790	98.03	23,32,790	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		23,32,790	98.03	23,32,790	0	100.00	0.00	0
Public- Institutions	E-Voting	650	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public- Non Institutions	E-Voting	14,29,660	2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
Total		38,10,000	25,89,139	67.96	25,86,628	2,511	99.90	0.10	0

Resolution No.	3								
Resolution required: (Ordinary/ Special)	SPECIAL - Waiver of recovery of excess managerial remuneration paid to Mr. Ashok Kumar Agarwal, Ex-Joint Managing Director for the financial year ended March 31, 2019								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	23,79,690	23,32,790	98.03	23,32,790	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		23,32,790	98.03	23,32,790	0	100.00	0.00	0
Public- Institutions	E-Voting	650	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public- Non Institutions	E-Voting	14,29,660	2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
Total		38,10,000	25,89,139	67.96	25,86,628	2,511	99.90	0.10	0

Resolution No.	4								
Resolution required: (Ordinary/ Special)	SPECIAL - Waiver of recovery of excess managerial remuneration paid to Mr. Kailash Kumar Agarwal, Managing Director for the financial year ended March 31, 2020								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	23,79,690	23,32,790	98.03	23,32,790	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		23,32,790	98.03	23,32,790	0	100.00	0.00	0
Public- Institutions	E-Voting	650	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public- Non Institutions	E-Voting	14,29,660	2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		14,29,660	2,56,349	17.93	2,53,838	2,511	99.02	0.98
Total	38,10,000	25,89,139	67.96	25,86,628	2,511	99.90	0.10	0	

Resolution No.	5								
Resolution required: (Ordinary/ Special)	SPECIAL - Waiver of recovery of excess managerial remuneration paid to Mr. RaghavKumar Agarwal, Whole-Time Director designated as Executive Director, CEO & CFO for the financial year ended March 31, 2020								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	23,79,690	23,32,790	98.03	23,32,790	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		23,32,790	98.03	23,32,790	0	100.00	0.00	0
Public- Institutions	E-Voting	650	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public- Non Institutions	E-Voting	14,29,660	2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		14,29,660	2,56,349	17.93	2,53,838	2,511	99.02	0.98
Total	38,10,000	25,89,139	67.96	25,86,628	2,511	99.90	0.10	0	

Resolution No.	6								
Resolution required: (Ordinary/ Special)	SPECIAL - Re-Appointment of Mr. Kailash Kumar Agarwal as Managing Director designated as Chairman and Managing Director of the Company & Revision in terms of his Remuneration								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	23,79,690	23,32,790	98.03	23,32,790	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		23,32,790	98.03	23,32,790	0	100.00	0.00	0
Public- Institutions	E-Voting	650	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public- Non Institutions	E-Voting	14,29,660	2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		14,29,660	17.93	2,53,838	2,511	99.02	0.98	0
Total		38,10,000	25,89,139	67.96	25,86,628	2,511	99.90	0.10	0

Resolution No.	7								
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of revision in Remuneration of Mr. Raghavkumar Agarwal, Whole-Time Director designated as Executive Director, CEO & CFO								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	23,79,690	23,32,790	98.03	23,32,790	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		23,32,790	98.03	23,32,790	0	100.00	0.00	0
Public- Institutions	E-Voting	650	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public- Non Institutions	E-Voting	14,29,660	2,56,349	17.93	2,53,838	2,511	99.02	0.98	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		14,29,660	17.93	2,53,838	2,511	99.02	0.98	0
Total		38,10,000	25,89,139	67.96	25,86,628	2,511	99.90	0.10	0

KAILASH
AGARWAL

Digitally signed by
KAILASH AGARWAL
Date: 2020.08.31
18:29:46 +05'30'

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near EktaBhoomi, Rajendra Nagar, Borivali (E), Mumbai-400 066
Telefax:+91 22 28706523; Mobile: 93243 10151; E-mail:siroyam@gmail.com; www.msiroya.com

SCRUTINIZER'S REPORT

(Postal Ballot through remote e-Voting)

[Pursuant to Section 108 & Section 110 of Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Report to Mr. Kailash Kumar Agarwal, Chairman and Managing Director of **H.P. Cotton Textile Mills Limited** (CIN: **L18101HR1981PLC012274**), a Company incorporated under the Companies Act, 1956 and having its Registered Office at 15th K.M. Stone, Delhi Road, V.P.O. Mayar, Hisar-125044 (hereinafter referred to as 'the Company') on the **POSTAL BALLOT through e-Voting** conducted by the Company to approve the business as mentioned in the Notice of Postal ballot dated July 29, 2020.

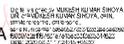
1. Pursuant to the provisions of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification/s or re-enactment thereof for the time being in force), approval of the members was sought for following:
 - (i). Waiver of recovery of excess managerial remuneration paid to Mr. Kailash Kumar Agarwal, Managing Director for the financial year ended March 31, 2019;
 - (ii). Waiver of recovery of excess managerial remuneration paid to Mr. Raj Kumar Agarwal, erstwhile Whole Time Director for the financial year ended March 31, 2019;
 - (iii). Waiver of recovery of excess managerial remuneration paid to Mr. Ashok Kumar Agarwal, erstwhile Joint Managing Director for the financial year ended March 31, 2019;
 - (iv). Waiver of recovery of excess managerial remuneration paid to Mr. Kailash Kumar Agarwal, Managing Director for the financial year ended March 31, 2020;
 - (v). Waiver of recovery of excess managerial remuneration paid to Mr. RaghavKumar Agarwal, Whole-Time Director designated as Executive Director , CEO & CFO for the financial year ended March 31, 2020;
 - (vi). Re-Appointment of Mr. Kailash Kumar Agarwal as Managing Director designated as Chairman and Managing Director of the Company & Revision in terms of his Remuneration; and
 - (vii). Approval of revision in Remuneration of Mr. Raghavkumar Agarwal, Whole-Time Director designated as Executive Director, CEO & CFO.
2. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as Scrutinizer by the Company on July 29 , 2020 to conduct the Postal Ballot exercise through e-Voting for passing of the Special Resolutions as contained in the Notice dated July 29, 2020.

3. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on July 24, 2020, the Company sent emails on July 31, 2020 to 1129 Members who had registered their email-ids with the Company. In compliance with the General Circular No.14/2020 dated April 08, 2020 read with General Circular No.17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020 and General Circular No. 22/2020 dated June 15, 2020 issued by the Ministry of Corporate Affairs, Government of India (the 'MCA Circulars'), hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members for this Postal Ballot and members were provided with only e-Voting option.
4. In terms of the aforesaid Notice, Members were required to convey their Assent or Dissent, as the case may be, on or before 5:00 P.M. on Sunday, August 30, 2020 in respect of the Special Resolutions as set out therein.
5. 52 Members cast their votes on the e-Voting platform on Special Resolutions (which includes those who had registered their participation but abstained from eVoting, if any), till 5:00 P.M. on August 30, 2020, being the last day for e-Voting service facility arranged by Central Depository Services (India) Limited ("CDSL"), as per the said Notice.
6. Members' demographic details, their voting rights and voting pattern were provided by Registrar and Share Transfer Agent i.e. Alankit Assignments Limited.
7. After the scrutiny of e-Voting results as provided by CDSL, I report that all the **Special Resolutions**, as contained in the said **Notice** have been **passed with Requisite Majority**.

I have annexed with this Report, the details of e-voting (**Annexure I**) and the analysis of the Results of the Special Resolutions (**Annexure II**) as contained in the said Notice.

For M Siroya and Company
Company Secretaries

MUKESH
KUMAR SIROYA



Mukesh Siroya

Proprietor

Membership No.: F5682; CP No.: 4157

UDIN : F005682B000636785

Date: August 31, 2020

Place: Mumbai

Annexure I

A	*Postal Ballot		
1	Number of Forms received from Members		NA
2	Number of Forms rejected/not considered for reasons as stated below:-		
	a. Incomplete Form	0	NA
	b. Signature Mismatch	0	NA
	Total Invalid Forms		NA
	Number of Valid Forms (A)		NA
B	E-Voting		
1	Number of members who participated in e-voting		52
2	Number of Remote e-Votes not considered/Abstained		0
3	Number of Valid Votes (B)		52
C	Total (A+B)		52

*** In compliance with the 'MCA Circulars', hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members for this Postal Ballot and members were provided with only e-Voting option. Accordingly, we the details w.r.t. postal ballot voting have not been provided in this report.**

Analysis of Results of the Special Resolutions as set out in the Notice

1. Waiver of recovery of excess managerial remuneration paid to Mr. Kailash Kumar Agarwal, Managing Director for the financial year ended March 31, 2019

Particulars	Number of Remote e-votes	Number of votes contained in Remote e-votes	Percentage
Assent	46	2586628	99.90
Dissent	6	2511	0.10
Total	52	2589139	100

Details of Abstained Votes:

Mode of Voting	No. of e-voting	No. of Shares
Remote E- Voting	0	0
Total	0	0

Accordingly, out of 2589139 valid votes through E-Votes, 2586628 votes were cast **ASSENTING** to the Special Resolution constituting 99.90% (Approx.) of the valid votes and 2511 votes were cast **DISSENTING** to the Special Resolution constituting 0.10% (Approx.) of the valid votes.

Based on the above result, I report that the Special Resolution as set out in Item No. 1 of the Notice of Postal Ballot dated July 29, 2020 is passed with **Requisite Majority**.

2. Waiver of recovery of excess managerial remuneration paid to Mr. Raj Kumar Agarwal, erstwhile Whole Time Director for the financial year ended March 31, 2019

Particulars	Number of Remote e-votes	Number of votes contained in Remote e-votes	Percentage
Assent	46	2586628	99.90
Dissent	6	2511	0.10
Total	52	2589139	100

Details of Abstained Votes:

Mode of Voting	No. of e-voting	No. of Shares
Remote E- Voting	0	0
Total	0	0

Accordingly, out of 2589139 valid votes through E-Votes, 2586628 votes were cast **ASSENTING** to the Special Resolution constituting 99.90% (Approx.) of the valid votes and 2511 votes were cast **DISSENTING** to the Special Resolution constituting 0.10% (Approx.) of the valid votes.

Based on the above result, I report that the Special Resolution as set out in Item No. 2 of the Notice of Postal Ballot dated July 29, 2020 is passed with **Requisite Majority**.

3. Waiver of recovery of excess managerial remuneration paid to Mr. Ashok Kumar Agarwal, erstwhile Joint Managing Director for the financial year ended March 31, 2019

Particulars	Number of Remote e-votes	Number of votes contained in Remote e-votes	Percentage
Assent	46	2586628	99.90
Dissent	6	2511	0.10
Total	52	2589139	100

Details of Abstained Votes:

Mode of Voting	No. of e-voting	No. of Shares
Remote E- Voting	0	0
Total	0	0

Accordingly, out of 2589139 valid votes through E-Votes, 2586628 votes were cast **ASSENTING** to the Special Resolution constituting 99.90% (Approx.) of the valid votes and 2511 votes were cast **DISSENTING** to the Special Resolution constituting 0.10% (Approx.) of the valid votes.

Based on the above result, I report that the Special Resolution as set out in Item No. 3 of the Notice of Postal Ballot dated July 29, 2020 is passed with **Requisite Majority**.

4. Waiver of recovery of excess managerial remuneration paid to Mr. Kailash Kumar Agarwal, Managing Director for the financial year ended March 31, 2020

Particulars	Number of Remote e-votes	Number of votes contained in Remote e-votes	Percentage
Assent	46	2586628	99.90
Dissent	6	2511	0.10
Total	52	2589139	100

Details of Abstained Votes:

Mode of Voting	No. of e-voting	No. of Shares
Remote E- Voting	0	0
Total	0	0

Accordingly, out of 2589139 valid votes through E-Votes, 2586628 votes were cast **ASSENTING** to the Special Resolution constituting 99.90% (Approx.) of the valid votes and 2511 votes were cast **DISSENTING** to the Special Resolution constituting 0.10% (Approx.) of the valid votes.

Based on the above result, I report that the Special Resolution as set out in Item No. 4 of the Notice of Postal Ballot dated July 29, 2020 is passed with **Requisite Majority**.

5. Waiver of recovery of excess managerial remuneration paid to Mr. RaghavKumar Agarwal, Whole-Time Director designated as Executive Director , CEO & CFO for the financial year ended March 31, 2020

Particulars	Number of Remote e-votes	Number of votes contained in Remote e-votes	Percentage
Assent	46	2586628	99.90
Dissent	6	2511	0.10
Total	52	2589139	100

Details of Abstained Votes:

Mode of Voting	No. of e-voting	No. of Shares
Remote E- Voting	0	0
Total	0	0

Accordingly, out of 2589139 valid votes through E-Votes, 2586628 votes were cast **ASSENTING** to the Special Resolution constituting 99.90% (Approx.) of the valid votes and 2511 votes were cast **DISSENTING** to the Special Resolution constituting 0.10% (Approx.) of the valid votes.

Based on the above result, I report that the Special Resolution as set out in Item No. 5 of the Notice of Postal Ballot dated July 29, 2020 is passed with **Requisite Majority**.

6. Re-Appointment of Mr. Kailash Kumar Agarwal as Managing Director designated as Chairman and Managing Director of the Company & Revision in terms of his Remuneration

Particulars	Number of Remote e-votes	Number of votes contained in Remote e-votes	Percentage
Assent	46	2586628	99.90
Dissent	6	2511	0.10
Total	52	2589139	100

Details of Abstained Votes:

Mode of Voting	No. of e-voting	No. of Shares
Remote E- Voting	0	0
Total	0	0

Accordingly, out of 2589139 valid votes through E-Votes, 2586628 votes were cast **ASSENTING** to the Special Resolution constituting 99.90% (Approx.) of the valid votes and 2511 votes were cast **DISSENTING** to the Special Resolution constituting 0.10% (Approx.) of the valid votes.

Based on the above result, I report that the Special Resolution as set out in Item No. 6 of the Notice of Postal Ballot dated July 29, 2020 is passed with **Requisite Majority**.

7. Approval of revision in Remuneration of Mr. Raghavkumar Agarwal, Whole-Time Director designated as Executive Director, CEO & CFO

Particulars	Number of Remote e-votes	Number of votes contained in Remote e-votes	Percentage
Assent	46	2586628	99.90
Dissent	6	2511	0.10
Total	52	2589139	100

Details of Abstained Votes:

Mode of Voting	No. of e-voting	No. of Shares
Remote E- Voting	0	0
Total	0	0

Accordingly, out of 2589139 valid votes through E-Votes, 2586628 votes were cast **ASSENTING** to the Special Resolution constituting 99.90% (Approx.) of the valid votes and 2511 votes were cast **DISSENTING** to the Special Resolution constituting 0.10% (Approx.) of the valid votes.

Based on the above result, I report that the Special Resolution as set out in Item No. 7 of the Notice of Postal Ballot dated July 29, 2020 is passed with **Requisite Majority**.

The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to the Company Secretary/Authorized Person for preserving safely after the results of the postal ballot are declared.

**For M Siroya and Company
Company Secretaries**

MUKESH
KUMAR
SIROYA



Digitally signed by MUKESH
KUMAR SIROYA
DN: cn=MUKESH KUMAR SIROYA,
o=PK, ou=Manufacture, ou=Personal,
serialNumber=15e6e05278342cc,
2.5.4.6.2=00116033712a11b7681e7e4
5e6333a85344623
Date: 2020.08.31 17:26:00 +05'30'

**Mukesh Siroya
Proprietor
Membership No. FCS 5682;
CP No. 4157
UDIN : F005682B000636785**

**Place: Mumbai
Date: August 31, 2020**

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

KAILASH
AGARWAL



Digitally signed by
KAILASH
AGARWAL
Date: 2020.08.31
17:50:29 +05'30'

**Chairman & Managing Director
Kailash Kumar Agarwal**

**Place: New Delhi
Date: August 31, 2020**