



February 07, 2022

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

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

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), 2015 - Proceedings of Extra-Ordinary General Meeting ("EGM")

Dear Sir,

This is to inform you that Extra-Ordinary General Meeting of the Company was held on Monday, February 07, 2022 at 01:30 PM (IST) through Video Conferencing / Other Audio Visual Means. The proceedings of the EGM were deemed to be conducted at the Registered Office of the Company at 15th K.M. Stone, Delhi Road, V.P.O. Mayar, Hisar - 125044 which was the deemed venue of the EGM.

As per the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with the Circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the Company had provided the facility of remote e-voting and e-voting at the EGM to the Shareholders holding shares as on the cut-off date i.e. January 31, 2022, to enable them to cast their vote electronically on the Resolution proposed in the Notice of the EGM. The e-voting was open from February 04, 2022 (9.00 a.m. IST) to February 06, 2022 (5.00 p.m. IST) and e-voting conducted at the EGM.

Pursuant to provisions of Section 107 of the Act, there was no voting on the Resolution by Show of Hands at the EGM and voting at the EGM was therefore conducted through e-voting.

The Board of Directors had appointed Mr. Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretaries, as the Scrutinizer for the remote e-voting and e-voting at the EGM. Mr. Mukesh Siroya is carrying out the scrutiny of all the electronic votes received upto 5.00 p.m. (IST) on February 06, 2022 and e-voting at the EGM till the conclusion of the EGM and he will submit his Report within 48 hours of the conclusion of EGM.

In this regard, please find enclosed the proceeding of the Extra-Ordinary General Meeting of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), 2015.



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

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Regd. Office & Works:

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

CIN NO. L18101HR1981PLC012274



ISO 9001 : 2008



The meeting commenced at 01:30 PM (IST) and concluded at 02:00 PM (IST) (including time allowed for e-voting at EGM).

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

Yours Faithfully,
For H.P. Cotton Textile Mills Limited




Shubham Jain
Company Secretary and Compliance Officer

Encl: As above



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PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING PURSUANT TO REGULATION 30 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Extra-Ordinary General Meeting ('EGM') of the Members of H.P. Cotton Textile Mills Limited (the 'Company') was held on Monday, February 07, 2022 at 01:30 PM (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with the Circulars issued by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI") and other social distancing norms in view of the challenges and risk faced due to the ongoing Coronavirus (Covid-19) pandemic. The proceedings of the EGM were deemed to be conducted at the Registered Office of the Company which was the deemed venue of the EGM.

Directors Present:

Kailash Kumar Agarwal, Chairman & Managing Director
Raghav Kumar Agarwal, Whole-Time Director, CEO & CFO
P.D. Agarwal, Independent Director, Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee
Ritu Bansal, Non-Executive Director

Company Secretary:

Shubham Jain, Company Secretary

In Attendance:

Rohit Arora, Walker Chandiok & Co. LLP, Chartered Accountants, Statutory Auditor
Tarun Jain, M/s Tarun Jain & Associates, Company Secretaries, Secretarial Auditor
Mukesh Siroya, M/s. M. Siroya & Co., Company Secretaries, Scrutinizer

Members present:

31 Members attended the meeting through VC/OAVM

Shubham Jain, Company Secretary welcomed all the members attending the EGM in person and other attendees. He then informed the members that Company is convening EGM through video conferencing facility in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Thereafter, he informed that in accordance with the Article No. 74 of Article of Association of the Company, Mr. Kailash Kumar Agarwal, the Chairman of the Board shall conduct the proceedings of the Extra-Ordinary General Meeting.

He then explained the certain procedural and technical points in regard to participating of meeting through Video Conferencing.



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He stated that the relevant documents as referred in the notice and the explanatory statement were available for inspection by the members.

Thereafter, Mr. Kailash Kumar Agarwal, Chairman, declared that the requisite quorum is present, and thereafter called the meeting to order

He informed the members that as the EGM is being held through video conferencing, the facility for appointment of proxies by the members is not applicable and the proxy register for inspection is not available.

He further informed the Members that the Company, in accordance with the Companies Act, 2013 & SEBI Listing Regulations, had provided facility to all the Members as on January 31, 2022 ("the Cut-off Date") to exercise their votes on the items of business given in the Notice through remote electronic voting system provided by the Central Depository Services (India) Limited. The remote e-voting period commenced on Friday, February 04, 2022 at 9.00 A.M. (IST) and concluded on Sunday, February 06, 2022 at 5.00 P.M. (IST). The Chairman apprised the Members about the availability of e-voting system during the EGM for those present in the EGM and who have not cast their votes through remote e-voting.

With the consent of the members, the Notice convening the EGM was taken as read.

The following items of the business as set out in the notice calling the Extra-Ordinary General Meeting were put for shareholders' approval:

S.no.	Resolutions	Type of Resolution
Special Business		
1.	Issuance of Warrants convertible into Equity Shares to Promoters of the Company on a Preferential Basis	Special

The Chairman then invited queries/clarifications from members, which were duly answered and the members expressed satisfaction on the performance of the Company.

Thereafter, he informed the members that process of e-voting for the resolutions as specified in the EGM notice has already been circulated. He further informed the members that E-Voting facility will remain open for the next 15 minutes to enable the members to cast their vote.

Mr. Mukesh Siroya of M/s. M. Siroya & Co., Company Secretaries, who was appointed as the Scrutinizer for remote e-voting as well as e-voting at the EGM, was requested to submit Consolidated Scrutinizer's Report within the time as prescribed by the applicable law. The Chairman shall declare the results upon receipt of the report of the Scrutinizers.



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The meeting commenced at 01:30 PM (IST) and concluded at 02:00 PM (IST) (including time allowed for e-voting at EGM) with a vote of thanks.

Thanking You

For H.P. Cotton Textile Mills Limited

Shubham Jain
Company Secretary and Compliance Officer



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