



September 24, 2021

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

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

Sub: Disclosure of Voting Results of the Remote e-voting and e-voting at the 40th Annual General Meeting ('AGM') of the Company held on 24th September, 2021, as per the requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

We wish to inform you that the 40th Annual General Meeting ("AGM" or "Meeting") of the Members of H P Cotton Textile Mills Limited ("the Company") was held on Friday, September 24, 2021, at 12 Noon through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on account of outbreak of Covid-19 (Coronavirus) Pandemic, deemed venue was Registered Office of the Company at 15th K.M. Stone, Delhi Road, V.P.O. Mayar, Hisar - 125044. The meeting was held in compliance with Circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI Listing Regulations and other social distancing norms in view of the challenges and risk faced due to the ongoing Covid-19 pandemic.

As per the provisions of the Companies Act, 2013 ("the Act") and the SEBI Listing Regulations read with the Circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the Company had provided facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 40th AGM. The Remote E-voting was open from September 21, 2021 at 9.00 a.m. (IST) to September 23, 2021 at 5.00 p.m. (IST).

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

The Board of Directors had appointed Mr. Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretaries, having office at A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400066, as Scrutinizer for E-Voting and e-voting process at the AGM; Mr. Mukesh Siroya has carried out the scrutiny of all the votes cast through remote e-voting and e-voting conducted at the AGM and has submitted his Report on September 24, 2021.



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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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



ISO 9001 : 2008



Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice of 40th AGM have been duly approved by the Shareholders with requisite majority.

In this regard, please find enclosed the following:

1. Disclosure pertaining to the voting results of the remote e-voting and e-voting conducted at the 40th AGM, pursuant to provisions of Regulation 44(3) of SEBI Listing Regulations (**Annexure - A**)
2. Consolidated Scrutiniser's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014. (**Annexure - B**)

The above are also being uploaded on the Company's website www.hpthreads.com and in Notice Board at the Registered Office of the Company. The results will also be uploaded on CDSL website at www.evotingindia.com.

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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	H.P. Cotton Textile Mills Limited
Date of AGM	24-09-2021
Total number of shareholders on record date	2732
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
E-Voting period	Remote e-voting: September 21, 2021 (9:00 a.m.) to September 23, 2021 (5:00 p.m.) E-voting at the AGM: September 24, 2021 12 p.m. to 01:37 p.m.
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	18
Public:	13

Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditor's thereon.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
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	24,33,304	19,65,573	80.78	19,65,573	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		24,33,304	19,65,573	80.78	19,65,573	0	100.00	0.00
Public- Institutions	E-Voting	0	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	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	13,76,696	1,233	0.09	1,206	27	97.81	2.19	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		13,76,696	1,233	0.09	1,206	27	97.81	2.19
Total		38,10,000	19,66,806	51.62	19,66,779	27	100.00	0.00	0

Shikha Jain



Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mrs. Ritu Bansal (DIN: 03619069), who retires by rotation and being eligible, seeks re-appointment.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
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	24,33,304	19,65,573	80.78	19,65,573	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		24,33,304	19,65,573	80.78	19,65,573	0	100.00	0.00
Public- Institutions	E-Voting	0	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	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	13,76,696	1,233	0.09	705	528	57.18	42.82	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		13,76,696	1,233	0.09	705	528	57.18	42.82
Total		38,10,000	19,66,806	51.62	19,66,278	528	99.97	0.03	0

Shikha Jain



M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
Tel.: +91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and applicable Rules and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The Chairman of Fortieth (40th) Annual General Meeting ("AGM") of the Members of H.P. Cotton Textile Mills Limited held on Friday, September 24, 2021 at 12.00 P.M. IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of H.P. Cotton Textile Mills Limited (the "Company") for the purpose of:
 - a. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") read with Circulars issued by Ministry of Corporate Affairs (MCA) and Exchange Board of India (SEBI) in respect of all the resolutions contained in the notice of the AGM ("AGM Notice"); and
 - b. Scrutinizing the e-voting facility provided to the shareholders during the AGM through VC/OAVM and who had not cast their vote earlier.
2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting at the AGM. My responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the AGM Notice based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), appointed by the Company to provide remote e-voting and e-voting conducted during the AGM.



M Siroya and Company
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3. I submit herewith my Consolidated report on the results of remote e-voting conducted before the AGM and e-voting conducted during the AGM as under:
- (i) The remote e-voting period remained open from 09:00 A.M. IST on Tuesday, September 21, 2021 to 05:00 P.M. IST on Thursday, September 23, 2021.
 - (ii) The Annual Report and, the AGM Notice (including the e-voting instructions) was sent by electronic mode to those Members whose e-mail addresses were registered with the Company or CDSL / NSDL ("Depositories") or Registrar and Transfer Agent – Alankit Assignments Limited.
 - (iii) The voting rights were reckoned as on Friday, September 17, 2021, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting at the AGM.
 - (iv) The Company had also provided e-voting facility to the members present at the AGM through VC/OAVM and who had not cast their e-votes earlier through the remote e-voting.
 - (v) After the conclusion of the AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked on September 24, 2021 at 1.42 PM in the presence of two witnesses, namely Ms. Kavita Thakur and Ms. Darshita Waghela, who were not in employment of the Company.
 - (vi) Thereafter, we have scrutinized the votes cast through remote e-voting and e-voting conducted during the AGM and reconciled the same with the records maintained by the Company/ NSDL/CDSL/ Registrar and Transfer Agents of the Company.
 - (vii) The consolidated result of remote e-voting and e-voting during AGM are as under.



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Results of Remote E-Voting and E-Voting during the AGM of H.P. Cotton Textile Mills Limited

Ordinary Business:

Item No: 1: Ordinary Resolution

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditor's thereon.

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of shares for which votes casted	No. of members voted	No. of shares for which votes casted	No. of members	No. of shares for which votes casted	
Votes in favour of the resolution	44	1966779	-	-	44	1966779	99.9986
Votes against the resolution	3	27	-	-	3	27	0.0013
Total	47	1966806	-	-	47	1966806	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes casted	No. of members	No. of votes
Remote e-voting	Nil	NA	Nil	NA
E-voting at the AGM	Nil	NA	Nil	NA
Total	Nil	NA	Nil	NA

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 1 of the AGM Notice has been passed with requisite majority.



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Item No: 2: Ordinary Resolution

To appoint a Director in place of Mrs. Ritu Bansal (DIN: 03619069), who retires by rotation and being eligible, seeks re-appointment.

i) Details of Votes in favour and against the resolution:

	Remote e-voting before the AGM		E-voting at the AGM		Total		Percentage (%)
	No. of members voted	No. of shares for which votes casted	No. of members voted	No. of shares for which votes casted	No. of members	No. of shares for which votes casted	
Votes in favour of the resolution	42	1966278	-	-	42	1966278	99.9734
Votes against the resolution	5	528	-	-	5	528	0.0268
Total	47	1966806	-	-	47	1966806	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes casted	No. of members	No. of votes
Remote e-voting	Nil	NA	Nil	NA
E-voting at the AGM	Nil	NA	Nil	NA
Total	Nil	NA	Nil	NA

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 2 of the AGM Notice has been passed with requisite majority.



**M Siroya and Company
Company Secretaries**

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The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

For M Siroya and Company
Company Secretaries



Mukesh Siroya
Company Secretary
Membership No. FCS 5682
CP No. 4157
UDIN: F005682C001002700

Countersigned
For H.P. Cotton Textile Mills Limited



Kailash Kumar Agarwal
Chairman

Place: New Delhi
Date: September 24, 2021



Place: Mumbai
Date: September 24, 2021