



February 07, 2022

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 Extra-Ordinary General Meeting ('EGM') of the Company held on 07th February, 2022, as per the requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Dear Sir,

We wish to inform you that the Extra-Ordinary General Meeting ("EGM" or "Meeting") of the Members of H P Cotton Textile Mills Limited ("the Company") was held on Monday, February 07, 2022, at 01:30 PM 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 EGM. The Remote E-voting was open from February 04, 2022 at 9.00 a.m. (IST) to February 06, 2022 at 5.00 p.m. (IST).

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, 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 EGM; Mr. Mukesh Siroya has carried out the scrutiny of all the votes cast through remote e-voting and e-voting conducted at the EGM and has submitted his Report on February 07, 2022.



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





Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice of EGM 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 EGM, 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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CIN NO. L18101HR1981PLC012274



	H.P. Cotton Textile Mills Limited
Date of EGM	07-02-2022
Total number of shareholders on record date	3225
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: February 04, 2022 (9:00 a.m.) to February 06, 2022 (5:00 p.m.) E-voting at the EGM: February 07, 2022 01:30 p.m. to 02:00 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)	SPECIAL - Issuance of Warrants convertible into Equity Shares to Promoters of the Company on a Preferential Basis.								
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	22,57,238	92.76	22,57,238	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	22,57,238	92.76	22,57,238	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	2,00,260	14.55	2,00,260	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		13,76,696	2,00,260	14.55	2,00,260	0	100.00	0.00
Total		38,10,000	24,57,498	64.50	24,57,498	0	100.00	0.00	0



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 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The Chairman

H.P. Cotton Textile Mills Limited

15th K.M. Stone, Delhi Road, V.P.O. Mayar, Hisar – 125044,

Dear Sir,

Sub: Consolidated Scrutinizer's report on remote e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and e-voting conducted at Extra-Ordinary General Meeting ("EGM") of the Equity Shareholders of H.P. Cotton Textile Mills Limited held on Monday, February 07, 2022 at 1.30 P.M. IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

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 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolution contained in the notice dated January 12, 2022 convening the EGM ("EGM Notice"); and

M Siroya and Company
Company Secretaries

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- b. Scrutinizing the e-voting facility provided to the shareholders during the EGM 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 Act and Rules relating to remote e-voting and e-voting during the EGM. My responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the EGM 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 EGM 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 EGM.
3. I submit herewith my Consolidated Report on the results of remote e-voting conducted before and during the EGM as under:
- (i). The remote e-voting period remained open from 09:00 A.M. IST on Friday, February 04, 2022 to 05:00 P.M. IST on Sunday, February 6, 2022.
 - (ii). The EGM Notice inter-alia indicating the process and manner of e-voting 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 pursuant to Circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).
 - (iii). The voting rights were reckoned as on Monday, January 31, 2022, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting during the EGM.
 - (iv). The Company had also provided e-voting facility to the members attending the EGM through VC/OAVM and who had not cast their e-votes earlier through the remote e-voting.

M Siroya and Company Company Secretaries

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- (v). After the conclusion of the EGM, the votes cast through remote e-voting and e-voting during the EGM were unblocked on Monday, February 07, 2022 at 2.04 P.M. in the presence of two witnesses, namely Ms. Darshita Waghela and Ms. Kavita Thakur, who were not in employment of the Company.
- (vi). Thereafter, we have scrutinized and reviewed the votes cast through remote e-voting conducted before the EGM and e-voting conducted during the EGM as downloaded from the e-voting system CDSL.
- (vii). The consolidated result of remote e-voting and e-voting during EGM is enclosed as an Annexure to this Report.

For M Siroya and Company Company Secretaries

**MUKESH
KUMAR
SIROYA**

Digitally signed by MUKESH
KUMAR SIROYA
DN: cn=MUKESH KUMAR
SIROYA, o=IN, st=Maharashtra,
q=Personal,
serialNumber=156605278c342c,
c=2ba6eb895f1b53957c2a1b76b161e7
e45ec393a85344623
Date: 2022.02.07 17:48:23 +05'30'

**Mukesh Siroya
Proprietor
M.No. FCS 5682; CP No. 4157
UDIN: F005682C002453710**

**Place: Mumbai
Date: February 07, 2022**

Enclosed: Annexure

Countersigned For H.P. Cotton Textile Mills Limited

**KAILASH
KUMAR
AGARWAL**

Digitally signed by
KAILASH KUMAR
AGARWAL
Date: 2022.02.07
18:01:42 +05'30'

**Kailash Kumar Agarwal
Chairman**

**Place: New Delhi
Date: February 07, 2022**

**M Siroya and Company
Company Secretaries**

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Annexure to the Report

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

Special Business:

Item No: 1: Special Resolution

Issuance of Warrants convertible into Equity Shares to Promoters of the Company on a Preferential Basis

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

	Remote e-voting before the EGM		E-voting at the EGM		Total		Percentage (%)
	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	No. of members voted	No. of Shares for which votes cast	
Votes in favour of the resolution	33	2457488	1	10	34	2457498	100
Votes against the resolution	-	-	-	-	-	-	-
Total	33	2457488	1	10	34	2457498	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 cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
E-voting at the EGM	-	-	-	-
Total	-	-	-	-

Based on the above result, I report that the Special Resolution as set out in Item No. 1 of the EGM 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 before and during the EGM 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 EGM.

Thanking you,

Yours faithfully,

**For M Siroya and Company
Company Secretaries**

**MUKESH
KUMAR
SIROYA**

Digitally signed by MUKESH KUMAR
SIROYA
DN: cn=MUKESH KUMAR SIROYA, c=IN,
st=Maharashtra, o=Personal,
serialNumber=156645273c342c2eebaa
869185997c2a7f67681e7445ac338a8534
4623
Date: 2022.02.07 17:49:01 +05'30'

**Mukesh Siroya
Proprietor
M. No. FCS 5682; CP No. 4157
UDIN: F005682C002453710**

**Place: Mumbai
Date: February 07, 2022**

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

**KAILASH
KUMAR
AGARWAL** Digitally signed by
KAILASH KUMAR
AGARWAL
Date: 2022.02.07
18:02:44 +05'30'

**Kailash Kumar Agarwal
Chairman**

**Place: New Delhi
Date: February 07, 2022**