



September 29, 2020

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 - 39th Annual General Meeting

Dear Sir,

We wish to inform you that the 39th Annual General Meeting ("AGM") of the Company was held on Tuesday, September 29, 2020 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of the General Circular dated May 5, 2020 read with General Circulars dated April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs ("MCA") and in compliance with the provisions of the Companies Act, 2013 ("Act") and Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed venue of the AGM. As per the provisions of the Act and SEBI Listing Regulations read with the aforesaid MCA Circulars, the Company had provided the facility of remote e-voting and e-voting at the AGM to the Shareholders to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 39th AGM. The remote e-voting was open from Saturday, September 26, 2020 (9.00 a.m. IST) to Monday, September 28, 2020 (5.00 p.m. IST).

Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice of the 39th AGM have been duly approved by the Shareholders with requisite majority. In this regard, please find enclosed the proceedings of the 39th AGM of the Company pursuant to Regulation 30 of the SEBI Listing Regulations given as **Annexure A**.



H.P. Cotton Textile Mills Limited
(A Government of India recognised Star Export House)

Corporate Office:

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1 & 2, Old Ishwar Nagar, Mathura Road,
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Regd. Office & Works:

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V.P.O. Mayar, Hisar - 125 044,
Haryana, India

CIN NO. L18101HR1981PLC012274





In compliance with General Circular Nos. 14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs, the transcript of the 39th AGM will be posted on the website of the Company.

Kindly take the same on record.

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

Shubham Jain
Company Secretary and Compliance Officer



Encl: As above



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ANNEXURE-A

PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING PURSUANT TO REGULATION 30 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The 39th Annual General Meeting ("AGM" or "meeting") of the Members of H.P. Cotton Textile Mills Limited ("the Company") was held on Tuesday, September 29, 2020 at 11:30 AM (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 AGM were deemed to be conducted at the Registered Office of the Company which was the deemed venue of the AGM.

Directors Present:

Kailash Kumar Agarwal, Managing Director
Raghav Kumar Agarwal, Whole-Time Director, CEO & CFO
P.D. Agarwal, Independent Director
Ritu Bansal, Additional Director (Non-Executive)

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

Shubham Jain, Company Secretary welcomed all the members attending the AGM in person and other attendees. He then informed the members that Company is convening AGM through video conferencing facility in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities 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 39th Annual General Meeting.

As per the attendance records, 29 Members attended the meeting through VC/ OAVM. Since this AGM was held through VC/OAVM, physical attendance of the Members was dispensed with. Accordingly, the facility for appointment of Proxies by the Members was not available for the AGM.



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He then explained the certain procedural and technical points in regard to participating of meeting through Video Conferencing. As prescribed by the MCA General Circular No. 14/2020 dated 8th April, 2020, the facility for joining the Meeting was opened 15 minutes prior to the time of the Meeting and remained open 15 minutes after the scheduled time.

As per the requirement of the MCA circular Statutory Auditor, Secretarial Auditor, Chairman of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Independent Directors of the Company were present for the meeting.

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

He stated that the statutory registers/records and other applicable documents were available for inspection by the members.

With the consent of the members, the Notice convening the AGM, the Boards' Report and the Auditor's Report for the financial year ended March 31, 2020 were taken as read.

Thereafter, with the permission of Chairman, Mr. RaghavKumar Agarwal, Executive Director, CEO & CFO of the Company read the qualifications in the Auditors' Report and Secretarial Auditors' Report along with Management's Response thereon.

The Chairman briefed the members about the salient operating results and significant developments of the Company during the financial year 2019-20. He also briefed the members about the financial performance of the Company in Quarter ended June, 2020.

Thereafter, he informed the members that process of remote e-voting for the resolutions as specified in the AGM 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.

The following items of the business as set out in the notice calling the 39th Annual General Meeting were put for shareholders' approval:

S.no.	Resolutions	Type of Resolution
Ordinary Business		
1.	To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Mr. RaghavKumar Agarwal (DIN:02836610), who retires by rotation and being eligible, seeks re-appointment.	Ordinary
Special Business		
3.	To appoint Mrs. Ritu Bansal as a Director (Non-Executive) of the Company.	Ordinary



The Chairman then ordered activation of the e-voting window for the Members attending the AGM but did not cast their votes through remote e-voting.

Members were provided a facility to ask questions or express their views on the business to be transacted at the AGM through the VC platform provided by CDSL. The Chairman requested the Moderator of the meeting to facilitate the Question and Answer session and invite the Speaker Members to ask questions or speak/express their views. The Members who had registered as speakers did not attend the meeting, therefore no questions were raised.

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 AGM, 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.

The meeting was concluded at 11:55 AM with a vote of thanks to the Chairman.

Thanking You

For H.P. Cotton Textile Mills Limited

Shubham Jain
Company Secretary and Compliance Officer



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