



September 23, 2024

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 43rd Annual General Meeting ('AGM') of the Company held on 23rd September, 2024, 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 43rd Annual General Meeting ("AGM" or "Meeting") of the Members of H.P. Cotton Textile Mills Limited ("the Company") was held on Monday, September 23, 2024, at 12:30 PM through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), The proceedings of the AGM 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. 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.

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 43rd AGM. The Remote E-voting was open from September 20, 2024 at 9.00 a.m. (IST) to September 22, 2024 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 remote E-Voting and e-voting process during the AGM. Mr. Mukesh Siroya has carried out the scrutiny of all the votes cast through remote e-voting and e-voting conducted during the AGM and has submitted his Report on September 23, 2024.

Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice of 43rd 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 43rd AGM, pursuant to provisions of Regulation 44(3) of SEBI Listing Regulations.



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
F: +91 11 49073410

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



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.

The above are also being uploaded on the Company's website at <https://www.hpthreads.com/shareholder-meetings.php> 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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Haryana, India

CIN NO. L18101HR1981PLC012274



ISO 9001 : 2008

	H.P. Cotton Textile Mills Limited
Date of AGM	23-09-2024
Total number of shareholders on record date	2907
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 20, 2024 (9:00 a.m.) to September 22, 2024 (5:00 p.m.) E-voting at the AGM: September 23, 2024 (12:30 p.m. to 01:15 p.m.)
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	8
Public:	22

Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024 and the report of the Board of Directors and Auditors 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	25,45,304	23,73,508	93.25	23,73,508	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		25,45,304	23,73,508	93.25	23,73,508	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	5,772	0.42	571	5,201	9.89	90.11	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	5,772	0.42	571	5,201	9.89	90.11
Total		39,22,000	23,79,280	60.66	23,74,079	5,201	99.78	0.22	0

Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of Auditors 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	25,45,304	23,73,508	93.25	23,73,508	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		25,45,304	23,73,508	93.25	23,73,508	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	5,772	0.42	571	5,201	9.89	90.11	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	5,772	0.42	571	5,201	9.89	90.11
Total		39,22,000	23,79,280	60.66	23,74,079	5,201	99.78	0.22	0

Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Raghavkumar Agarwal (DIN: 02836610), 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	25,45,304	23,73,508	93.25	23,73,508	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		25,45,304	23,73,508	93.25	23,73,508	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	5,772	0.42	571	5,201	9.89	90.11	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	5,772	0.42	571	5,201	9.89	90.11
Total		39,22,000	23,79,280	60.66	23,74,079	5,201	99.78	0.22	0

Resolution No.	4								
Resolution required: (Ordinary/ Special)	SPECIAL - To appoint Mr. Vikram Jhunjunwala (DIN: 00474691) as a Director and an Independent Director of the Company								
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	25,45,304	23,73,508	93.25	23,73,508	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		25,45,304	23,73,508	93.25	23,73,508	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	5,772	0.42	388	5,384	6.72	93.28	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	5,772	0.42	388	5,384	6.72	93.28
Total		39,22,000	23,79,280	60.66	23,73,896	5,384	99.77	0.23	0

Resolution No.	5								
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mr. Kailash Kumar Agarwal (DIN: 00063470) as Managing Director designated as Chairman and Managing Director of the Company								
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	25,45,304	23,73,508	93.25	23,73,508	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		25,45,304	23,73,508	93.25	23,73,508	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	5,772	0.42	571	5,201	9.89	90.11	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	5,772	0.42	571	5,201	9.89	90.11
Total		39,22,000	23,79,280	60.66	23,74,079	5,201	99.78	0.22	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; 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,
43rd Annual General Meeting
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 for the 43rd Annual General Meeting of H.P. Cotton Textile Mills Limited ("AGM") held on Monday, September 23, 2024 at 12:30 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 ("the 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") in respect of all the resolutions contained in the notice of the AGM ("AGM Notice") dated August 07, 2024 ; and
 - b. Scrutinizing the remote e-voting facility provided to the shareholders during the AGM through VC/OAVM and who had not cast their vote earlier.

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; Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

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 before and during the AGM. My responsibility as a Scrutinizer is restricted to scrutinize remote e-voting before and 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 before and during the AGM.

3. I submit herewith a Consolidated report on the results of remote e-voting conducted before and during the AGM as under:
 - (i). The remote e-voting period remained open from 09:00 a.m. IST Friday, September 20, 2024 to 05:00 p.m. IST Sunday, September 22, 2024.

 - (ii). The Annual Report and the AGM 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 Depositories Participants or Registrar and Transfer Agent - Alankit Assignments Limited pursuant to the circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI").

 - (iii). The voting rights were reckoned as on Monday, September 16, 2024, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting during 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.

**M Siroya and Company
Company Secretaries**

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- (v). After the conclusion of the AGM, the votes cast through remote e-voting before and during the AGM were unblocked on September 23, 2024 at 01:15 P.M in the presence of two witnesses, namely Mr. Jash Oza and Mrs. Kavita Thakur, who were not in employment of the Company.
- (vi). Thereafter, we have scrutinized the votes cast through remote e-voting conducted before 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 before and during AGM is enclosed as an Annexure to this Report.

Yours faithfully,

**For M Siroya and Company
Company Secretaries**

**MUKESH
KUMAR
SIROYA**

Digitally signed by MUKESH KUMAR SIROYA
DN: c=IN, o=Personal, pseudonym=wkjelt4hfsy8ctqj69a1zomx
p927bdr,
2.5.4.20=cc5e4074ff5857685f611c5cb1
804faf6436e86914dfbfefb7a316becc54,
postalCode=400066, st=Maharashtra,
serialNumber=1546605278c342cc2eebe
a8691f69397c2aff6768107e45ac33f3a85
344623, cn=MUKESH KUMAR SIROYA
Date: 2024.09.23 16:25:02 +05'30'

**Mukesh Siroya
Company Secretary
Membership No. FCS 5682;
CP No. 4157
PR No: 1075/2021
UDIN: F005682F001288073**

**Place: Mumbai
Date: September 23, 2024**

Enclosed: Annexure

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

**Kailash
Kumar
Agarwal**

Digitally signed by
Kailash Kumar
Agarwal
Date: 2024.09.23
16:37:10 +05'30'

**Kailash Kumar Agarwal
Chairman**

**Place: New Delhi
Date: September 23, 2024**

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; Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

Annexure to the Report

Results of Remote E-Voting and E-Voting during the AGM of H.P. COTTON TEXTILE MILLS LIMITED

Ordinary Businesses:

Item No.: 1: Ordinary Resolution

To consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024 and the report of the Board of Directors and Auditors thereon.

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

	Remote e-voting		E-voting at the AGM		Total		Percent- age (%)
	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 voted	No. of shares for which votes casted	
Votes in favour of the resolution	30	2374079	0	0	30	2374079	99.78
Votes against the resolution	7	5201	0	0	7	5201	0.22
Total	37	2379280	0	0	37	2379280	100.00

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	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

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.

M Siroya and Company
Company Secretaries

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Tel.:+91 22 28706523; Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

Item No.: 2: Ordinary Resolution

To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of Auditors thereon.

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

	Remote e-voting		E-voting at the AGM		Total		Percent- age (%)
	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 voted	No. of shares for which votes casted	
Votes in favour of the resolution	30	2374079	0	0	30	2374079	99.78
Votes against the resolution	7	5201	0	0	7	5201	0.22
Total	37	2379280	0	0	37	2379280	100.00

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	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

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

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

Item No.: 3: Ordinary Resolution

To appoint a director in place of Mr. Raghav Kumar Agarwal (DIN: 02836610), who retires by rotation and being eligible, seeks re-appointment.

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

	Remote e-voting		E-voting at the AGM		Total		Percent- age (%)
	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 voted	No. of shares for which votes casted	
Votes in favour of the resolution	30	2374079	0	0	30	2374079	99.78
Votes against the resolution	7	5201	0	0	7	5201	0.22
Total	37	2379280	0	0	37	2379280	100.00

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	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Ordinary Resolution as set out in Item No. 3 of the AGM Notice has been passed with requisite majority.

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
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Special Businesses:

Item No.: 4 Special Resolution:

To appoint Mr. Vikram Jhunjhunwala (DIN: 00474691) as a Director and an Independent Director of the Company.

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

	Remote e-voting		E-voting at the AGM		Total		Percent- age (%)
	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 voted	No. of shares for which votes casted	
Votes in favour of the resolution	29	2373896	0	0	29	2373896	99.77
Votes against the resolution	8	5384	0	0	8	5384	0.23
Total	37	2379280	0	0	37	2379280	100.00

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	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Special Resolution as set out in Item No. 4 of the AGM Notice has been passed with requisite majority.

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; Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

Item No.: 5 Special Resolution:

To re-appoint Mr. Kailash Kumar Agarwal (DIN:00063470) as Managing Director designated as Chairman and Managing Director of the Company

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

	Remote e-voting		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 voted	No. of shares for which votes casted	
Votes in favour of the resolution	30	2374079	0	0	30	2374079	99.78
Votes against the resolution	7	5201	0	0	7	5201	0.22
Total	37	2379280	0	0	37	2379280	100.00

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	0	0	0	0
E-voting at the AGM	0	0	0	0
Total	0	0	0	0

Based on the above result, I report that the Special Resolution as set out in Item No. 5 of the AGM Notice has been passed with requisite majority.

**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; Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

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 Chairperson considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

**For M Siroya and Company
Company Secretaries**

**MUKESH
KUMAR SIROYA**

Digitally signed by MUKESH KUMAR
SIROYA
DN: c=IN, o=Personal,
pseudonym=wkjelt4hfy8c0q569a1
zomxpn27bdr,
2.5.4.20=ccc5e4074ff5857685fc611c
5cb18044f6c433e86914dfbfefb7a31
6baecc54, postalCode=400066,
st=Maharashtra,
serialNumber=e15e6e05278c342cc2
eebea8691f69397c2aff67681e7e45a
c33f3a85344623, cn=MUKESH
KUMAR SIROYA
Date: 2024.09.23 16:26:05 +05'30'

**Mukesh Siroya
Company Secretary
Membership No. FCS 5682;
CP No.: 4157
PR No.: 1075/2021
UDIN: F005682F001288073**

**Place: Mumbai
Date: September 23, 2024**

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

**Kailash
Kumar
Agarwal**

Digitally signed
by Kailash Kumar
Agarwal
Date: 2024.09.23
16:36:44 +05'30'

**Kailash Kumar Agarwal
Chairman**

**Place: New Delhi
Date: September 23, 2024**