



August 07, 2023

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

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

Sub: Results of Postal Ballot (E-Voting) along with Scrutinizer's Report, as per the requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In terms of the Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the results of voting on the resolutions, in the prescribed format, along with the Scrutinizers Report on voting issued by Mr. Mukesh Siroya, Scrutinizer. The resolutions as per the Postal Ballot Notice dated July 01, 2023, were approved by the Members with the requisite majority and is deemed to have been passed on last day of e-voting i.e. August 05, 2023.

The voting results along with the scrutinizer's report will also be made available on the Company's website at <http://www.hpthreads.com/shareholder-meetings.php>.

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



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

	H.P. Cotton Textile Mills Limited
Date of Postal Ballot Notice	01-07-2023
Total number of shareholders on record date	3304
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: July 07, 2023 (9:00 a.m.) to August 05, 2023 (5:00 p.m.)
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mr. Siddharth Agrawal as 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	23,69,238	93.08	23,69,238	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		25,45,304	23,69,238	93.08	23,69,238	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	47,398	3.44	10,844	36,554	22.88	77.12	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	47,398	3.44	10,844	36,554	22.88	77.12
Total		39,22,000	24,16,636	61.62	23,80,082	36,554	98.49	1.51	0

M Siroya and Company
Company Secretaries

A-103, Samved Building (Madhukunj), Near EktaBhoomi, Rajendra Nagar, Borivali (E), Mumbai-400 066
Telefax:+91 22 28706523; Mobile: 93243 10151; E-mail:siroyam@gmail.com; www.msiroya.com

SCRUTINIZER'S REPORT

(Postal Ballot Including E-voting)

[Pursuant to Section 108 & Section 110 of Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Report to Mr. Kailash Kumar Agarwal, Chairman & Managing Director of H.P. Cotton Textile Mills Limited (CIN: L18101HR1981PLC012274), a company incorporated under the Companies Act, 1956 and having its Registered Office at 15th K.M. Stone, Delhi Road, V.P.O. Mayar, Hissar-125044 (hereinafter referred to as 'the Company') on the **POSTAL BALLOT through e-Voting** conducted by the Company to approve the business as mentioned in the Notice of Postal ballot dated July 01, 2023.

1. Pursuant to the provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification/s or re-enactment thereof for the time being in force), approval of the members was sought to re-appoint Mr. Siddharth Agrawal as an Independent Director of the Company;
2. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as Scrutinizer by the Company on July 01, 2023 to conduct the Postal Ballot exercise through e-Voting for passing of the Special Resolution as contained in the Notice dated July 01, 2023. ("Notice").
3. On the basis of the Register of Members and the List of Beneficiary Owners made available by the Depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), as on June 30, 2023, the Company sent emails on July 05, 2023 to 2843 Members who had registered their Email-Ids with the Company. In compliance with the General Circulars issued by the Ministry of Corporate Affairs, Government of India (the 'MCA Circulars'), physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members for this

Postal Ballot and the communication of assent / dissent of the members was taken through the remote e-voting system.

4. In terms of the aforesaid Notice, Members were required to convey their Assent or Dissent, as the case may be, through the remote e-voting on or before 5:00 P.M. on Saturday, August 05, 2023 in respect of the Special Resolution as set out therein.
5. 46 Members cast their votes on the remote e-Voting platform for the Resolution (which includes those who had registered their participation but abstained from E-voting), till 5:00 P.M. on Saturday, August 05, 2023, being the last day for e-Voting service facility arranged by CDSL, as per the said Notice.
6. In case of E-voting, Members' demographic details, their voting rights and voting pattern were provided by Alankit Assignments Limited, Registrar and Share Transfer Agent of the Company.
7. After the scrutiny of e-Voting results, I report that the **Special Resolution**, as contained in the said **Notice**, has been **passed with Requisite Majority**.

I have annexed with this Report, the details of E-voting (**Annexure I**) and the analysis of the Result of the Resolution (**Annexure II**) as contained in the said Notice.

For M Siroya and Company
Company Secretaries

**MUKESH
KUMAR
SIROYA**

Digitally signed by MUKESH KUMAR SIROYA
DN: c=IN, postalCode=400666, st=MAHARASHTRA,
street=Mu.MBQL, OU=MBQL, o=79999999,
serialNumber=15649575, serialNumber.2=699789997
c=IN, email=siroya@siroya.com, email.2=siroya@siroya.com,
2.5.4.2=cc=540740F8B78B95611C5B1B04F66436e
8B319B8E67B231504C5A
email=SIROYA@SIROYA.COM, cn=MUKESH KUMAR
SIROYA
Date: 2023.08.07 11:21:46 +05'30'

Mukesh Siroya
Proprietor
Membership No.: F5682; CP No.: 4157
UDIN: F005682E000751262

Date: August 07, 2023
Place: Mumbai

Annexure I

A	Postal Ballot	
1	Number of Forms received from Members	NA
2	Number of Forms rejected/ not considered for reasons as stated below:-	NA
	a. Incomplete Form	NA
	b. Signature Mismatch	NA
	Total Invalid Forms	NA
	Number of Valid Forms (A)	NA
B		
E-Voting		
1	Number of members who participated in e-voting	46
2	Number of members whose remote e-Votes not considered/who abstained from voting	0
	Number of members with Valid Votes (B)	46
C		
	Total (A+B)	46

Analysis of Results of the Special Resolution as set out in the Notice

1. Re-appointment of Mr. Siddharth Agrawal as an Independent Director of the Company

Particulars	Number of members who have voted through			Number of corresponding votes			Percentage
	Remote e-votes	Postal Ballot Forms	Total	Remote e-votes	Postal Ballot Forms	Total	
Assent	42	NA	42	2380082	NA	2380082	98.49
Dissent	4	NA	4	36554	NA	36554	1.51
Total	46	NA	46	2416636	NA	2416636	100

Details of Invalid/Abstained Votes:

Mode of Voting	Invalid votes		Abstained Votes	
	No. of Members who have voted through Postal ballot & e-voting	No. of Votes	No. of Members who have abstained on voting through Postal ballot & e-voting	No. of Votes
Postal Ballot	NA	NA	NA	NA
Remote E-Voting	0	0	0	0
Total	0	0	0	0

Accordingly, out of the **2416636** valid votes polled through ~~Postal Ballot Forms~~ and E-Votes, **2380082** votes were cast **ASSENTING** to the Special Resolution constituting **98.49%** (Approx.) of the valid votes polled and **36554** votes were cast **DISSENTING** to the Special Resolution constituting **1.51%** (Approx.) of the valid votes polled.

Based on the above result, I report that the Special Resolution as set out in Item No. 1 of the Notice is passed with **Requisite Majority**.

The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the results of the postal ballot are declared.

**For M Siroya and Company
Company Secretaries**

**MUKESH
KUMAR
SIROYA**

Digitally signed by MUKESH KUMAR
SIROYA
DN: c=IN, postalCode=400066,
st=MAHARASHTRA, street=MUMBAI
MUMBAI, o=Personal,
serialNumber=e15e6e05278c342cc2eebea
8691f69397c2aff67681e7e45ac33fa8534
4623,
pseudonym=6a7655236a9e4f7b48c54ce8
9db0e75,
2.5.4.20=ccc8e074ff9867689f611c5cb18
04f4f643e089914df1f6b7a3318bec54,
email=SIROYAM@GMAIL.COM,
cn=MUKESH KUMAR SIROYA
Date: 2023.08.07 11:23:07 +05'30'

**Mukesh Siroya
Company Secretary
Membership No. FCS 5682;
CP No. 4157
UDIN: F005682E000751262**

**Place: Mumbai
Date: August 07, 2023**

**Countersigned
For H P COTTON TEXTILE MILLS LIMITED**

**Kailash
Agarwal** Digitally signed by
Kailash Agarwal
Date: 2023.08.07
11:43:28 +05'30'

**Kailash Kumar Agarwal
Chairman & Managing Director**

**Place: New Delhi
Date: August 07, 2023**