



March 24, 2025

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip Code: **502873**

Dear Sir,

Sub: Outcome of Board Meeting held on March 24, 2025

Pursuant to provisions of Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Board of Directors of the Company at its meeting held today i.e., Monday, March 24, 2025 has inter alia, approved to subscribe to the equity shares of HP MMF Textiles Limited, a wholly owned subsidiary company, offered by way of rights issue for a total amount aggregating up to INR 10 lakhs.

Details required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are provided in **Annexures - A** to this intimation.

The said meeting commenced at 1 PM and concluded at 1:20 PM.

This is for your information and records.

Thanking You,

Yours Faithfully,

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

Shubham Jain

Company Secretary and Compliance Officer



H.P. Cotton Textile Mills Limited

(A Government of India recognised Star Export House)

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ISO 9001 : 2008

Annexure – A

Sl.no.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Subscribe to the shares offered through right issue in HP MMF Textiles Limited (“HP MMF”), wholly owned subsidiary of the Company.</p> <p>HP MMF engaged in the business of manufacturing of manmade or natural yarns and fibers or any other textiles.</p> <p>The turnover as of 31st March 2024 is Nil, as the company has not yet commenced production.</p>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	<p>HP MMF is a wholly owned subsidiary of the Company and therefore the subscription of shares of HP MMF offered by way of right issue will be considered as a related party transaction.</p> <p>Except for the shares held by the Company in HP MMF and the fact that Mr. Kailash Kumar Agarwal and Mr. Raghavkumar Agarwal, promoters of the Company, also serve as Directors in HP MMF, none of the other promoters, promoter group, or group companies of the Company have any interest in HP MMF.</p> <p>The transaction will be at arm's length basis.</p>
3.	Industry to which the entity being acquired belongs	Textile Industry.
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Proceeds from the further issue of shares shall be utilized by HP MMF to cover its general and operational expenses.

5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable.
6.	Indicative time period for completion of the acquisition	Expected to be completed by 31 st March 2025.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration.
8.	Cost of acquisition and/or the price at which the shares are acquired;	The Company has agreed to subscribe to the equity shares of HP MMF offered by way of rights issue, for a total aggregate amount of approximately up to INR 10 lakhs.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	There will be no change in the shareholding of the Company in HP MMF. HP MMF will continue to remain a wholly owned subsidiary of the Company.
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years' turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>HP MMF, incorporated on 24th June, 2022, is a public limited company engaged in the business of manufacturing of manmade or natural yarns and fibers or any other textiles.</p> <p>History of last 2 years' turnover:</p> <p>FY 2023-24: Nil FY 2022-23: Nil</p> <p>Country of presence: India</p>