



Date: 04th September, 2024

To,
Department of Corporate Services
BSE Limited
Pheroze Jeejeebhoy Tower,
Dalal Street,
Mumbai-400001

Sub: Outcome of Board Meeting held on Wednesday, 04th September, 2024 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref.: Scrip Code: BSE 542682

Dear Sir(s),

With reference to above captioned subject, In continuation to our submission on 30th August, 2024, regarding holding of the Board meeting of **Harish Textile Engineers Limited** ("Company") and in Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulation"), we wish to inform that the Board of Directors of the Company in its meeting held today i.e. on Wednesday, 04th September, 2024 at the registered office of the Company at 02nd Floor, 19, Parsi Panchayat Road, Andheri East, Mumbai-400069, have inter alia, considered, recommended, and approved the following matters:-

1. The 14th Annual General Meeting ("AGM") of the Company will be held on Monday, the 30th day of September, 2024 at 10.30 A.M. IST at the Registered Office of the Company situated at 02nd Floor, 19, Parsi Panchayat Road, Andheri (East), Mumbai-400069.
2. 14th Annual Report (including Notice of 14th Annual General Meeting along with Explanatory Statements thereof) for the Financial Year 2023-2024.
3. Re-appointment of Mr. Hitendra Chimanlal Desai (DIN: 00452481), who retires from the office of Whole-Time Director of the Company by rotation and being eligible, offers himself for Re-appointment, subject to the approval of Shareholders at the ensuing Annual General Meeting of the Company.
4. Re-appointment of Statutory Auditor of the Company for a period of five year and fix their remuneration, subject to the approval of Shareholders at the ensuing Annual General Meeting of the Company.

Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed in **Annexure-I**.

5. Ratification of remuneration payable to Cost Auditor for the financial year 2023-2024 and 2024-2025, subject to the approval of Shareholders at the ensuing Annual General Meeting of the Company.
6. The Material Related Party Transaction for the financial year 2024-2025, subject to the approval of Shareholders at the ensuing Annual General Meeting of the Company.
7. Appointment of Mrs. Bhavna Brahmbhatt (DIN: 10736860) as an Additional, Non-Executive, Independent Director of the Company with effect from 04th September, 2024, for the term of five years, subject to the approval of Shareholders at the ensuing Annual General Meeting of the Company and also as a member





of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee of the Company.

Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed in **Annexure-II**.

8. Resignation of Mr. Nainesh Trivedi (DIN:08816850) from the position of Non-Executive Independent Director of the Company with effect from 04th September, 2024 and also from the membership of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee of the Company.

The re-constituted committees of the Company are as follows:

Sr. No.	Name of Committees	Re-constituted Committees
1	Audit Committee	Mr. Ritesh Patel-Chairman Mr. Hitendra Desai Ms. Sushmita Lunkad Mrs. Bhavna Brahmbhatt
2	Nomination and Remuneration Committee	Mr. Ritesh Patel-Chairman Ms. Sushmita Lunkad Mrs. Bhavna Brahmbhatt
3	Stakeholders Relationship & Grievance Committee	Mr. Ritesh Patel-Chairman Mr. Hitendra Desai Ms. Sushmita Lunkad Mrs. Bhavna Brahmbhatt

9. Increase the Authorised Share Capital of the Company from Rs. 10,00,00,000 to Rs. 25,00,00,000, subject to the approval of Shareholders at the ensuing Annual General Meeting of the Company..
10. Alteration of Capital Clause of the Memorandum of Association on account of Increase in Authorised Share Capital of the Company subject to the approval of Shareholders at the ensuing Annual General Meeting of the Company.
11. Adoption of new set of Articles of Association (AOA) of the Company pursuant to the Companies Act, 2013, subject to the approval of Shareholders at the ensuing Annual General Meeting of the Company.

Brief details with respect to adoption of new set of Article of Association of the Company is enclosed in **Annexure-III**.

12. Adoption of policy on grant of loans & advances to Employees including Key Managerial Personnel (KMPs).
13. The proposal to make investment, loan/guarantee & advances below the limits specified under section 186 of companies Act, 2013.
14. Pursuant to Section 91 of the Companies Act, 2013 and Pursuant to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Registers of members and share transfer book of the Company will remain close from Tuesday, the 24th day of September, 2024 to Monday, the 30th day of September, 2024. (Both days inclusive) for the purpose of 14th Annual General Meeting.



HARISH TEXTILE ENGINEERS LIMITED



CIN No.: L29119MH2010PLC201521

15. Fixed the period of E-voting which commences on Friday, 27th September, 2024 (9.00 A.M.) and ends on Sunday, 29th September, 2024 (5.00 P.M.). Members can cast their vote online from 27th September, 2024 (9.00 A.M.) till 29th September, 2024 (5.00 P.M.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically.
16. Fixed Cut-off date i.e. Monday, 23rd September, 2024 for the purpose of ascertaining members entitled for remote e-voting and eligible to participate ensuing 14th Annual General Meeting.
17. Appointment of M/s. D N Vora & Associates, Practicing Company Secretary as a Scrutinizer for conducting the e-Voting process at 14th AGM in fair and transparent manner for the Annual General Meeting.
18. Appointment of National Securities Depository Limited ("NSDL") to conduct 14th Annual General Meeting remote e-voting process.

The aforesaid Outcome of the Board meeting held today is also being made available on the Company's website at <https://www.harishtextile.com>.

The meeting of Board of Directors commenced at 16.00 P.M. hours (IST) & concluded at 18.15 P.M. hours (IST).

We request you to take the same on your record and acknowledge the same.

Thanking you,

Yours faithfully,

For Harish Textile Engineers Limited

Priya Gupta
Company Secretary &
Compliance Officer
Mem. No.- 62579



Place: Mumbai

Encl: As above



Annexure-I

(Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023)

Sr. No.	Particulars	Details
1	Name of Statutory Auditor	M/s. K M Swadia & Company Chartered Accountants Firm Registration No. 110740W
2	Reason for change viz. appointment; Re-appointment, Resignation, removal; death or otherwise	Re-Appointment as Statutory Auditors of the Company: The term of the existing Statutory Auditors, M/s. K M Swadia & Company, Chartered Accountants (Firm Registration No. 110740W), Vadodara, Gujarat is expiring at the upcoming the 14 th Annual General Meeting of the Company. Based on the recommendation of the Audit Committee, the appointment of M/s. K M Swadia & Company, Chartered Accountants (Firm Registration No. 110740W), Vadodara, Gujarat as the Statutory Auditors of the Company for a second term of five years from the conclusion of the 14 th Annual General Meeting till the conclusion of 19 th Annual General Meeting of the Company, subject to approval of the Members at the forthcoming Annual General Meeting of the Company.
3	Date of Re- Appointment & Terms of Appointment	Date: 30 th September, 2024 (i.e. Date of ensuing Annual General Meeting of the Company) For a second term of five years from the conclusion of 14 th Annual General Meeting till the conclusion of 19 th Annual General Meeting. Term of Appointment: Five Years
4	Brief Profile	Name of Statutory Auditor: M/s. K M Swadia & Company Chartered Accountants ICAI Firm registration No.: 110740W Address: 314, Shriram Chambers, R. C. Dutt Road, Alkapuri, Vadodara-390005 Gujarat. Auditor's Brief Profile: M/s. K M Swadia & Company (FRN 110740W), ("the Audit Firm"), is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. M/s. K M Swadia & Company, Chartered Accountants, Vadodara, Gujarat is a dynamic accounting firm founded in 1975,



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		offering a wide range of services including audit, taxation, and compliance consulting. With office in Vadodara, the firm's team of experienced professionals provides expert advice to individuals, businesses, and organizations. M/s. K M Swadia & Company has a valid peer review certificate issued by the ICAI.
5	Disclosure of relationship between directors (In case of appointment of a director)	Not Applicable

For Harish Textile Engineers Limited

Priya Gupta
Company Secretary &
Compliance Officer
Mem. No.- 62579



Place: Mumbai

**Annexure-II**

(Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023)

Sr. No.	Particulars	Details
1	Name of Director	Mrs. Bhavna Brahmhatt (DIN: 10736860)
2	Reason for change viz. appointment, Resignation, removal, death or otherwise	Appointment of Mrs. Bhavna Brahmhatt as Additional, Independent Director of the Company for a period of 5 years with effect from 04 th September, 2024 subject to approval of members at the ensuing Annual General Meeting.
3	Designation	Additional, Non-Executive, Independent Director
4	Date of Appointment on the Board	04 th September, 2024
5	Term of Appointment	5 years
6	Brief Profile	<p>Mrs. Bhavna Brahmhatt is holding degree of Bachelor of Arts. She is a seasoned professional and has more than 5 years of experience in the textile industries. Her extensive background includes a deep understanding of market dynamics, supply chain management, and sustainable practices within the textile sector.</p> <p>She is recognized for her strong analytical skills, her ability to drive growth through innovative solutions, and her commitment to ethical leadership.</p>
7	Disclosure of relationship between directors (In case of appointment of a director) and Pecuniary relationship directly or indirectly with the company	<p>There are no inter-se relationships between the Director mentioned above, and Manager and other Key Managerial Personnel of the Company.</p> <p>Except sitting fees she has no other pecuniary relationship directly or indirectly with the Company or any of its directors.</p>
8	Information of of as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018- 19	Mrs. Bhavna Brahmhatt is not debarred from holding the office of director pursuant to any SEBI order or any other authority.

For Harish Textile Engineers Limited

Priya Gupta
Company Secretary &
Compliance Officer
Mem. No.- 62579



Place: Mumbai

**ANNEXURE III**

Details with respect to Regulation 30 read with Para A (14) of Part A of Schedule III of the Listing Regulations, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particular	Details
1	Adoption of new set of Articles of Association ("AOA") of the Company as per Companies Act, 2013	<p>The Articles of Association of the Company needs to be re-aligned as per the provisions of the Act. Hence it is recommended and approved by the Board of Directors of the Company at its meeting held today i.e. 04th September, 2024 to adopt a new set of Articles of Association ("AOA") in line with the Companies Act, 2013, in place of existing Articles of Association of the Company.</p> <p>In order to bring the existing AOA of the Company in line with the provisions of the Act, the Company will have to make changes in the existing AOA. It is therefore considered desirable to adopt a comprehensive new set of Articles of Association of the Company in substitution of and to the exclusion of the existing AOA.</p>

For Harish Textile Engineers Limited

Priya Gupta
Company Secretary &
Compliance Officer
Mem. No.- 62579



Place: Mumbai