

FORM 51-102F3

Material Change Report

Item 1 Name and Address of Company

HAMMOND MANUFACTURING COMPANY LIMITED (HMCL)
394 Edinburgh Road North
Guelph, Ontario
N1H 1E5
Canada

Item 2 Date of Material Change
May 23, 2012

Item 3 News Release

The attached Press Release will be issued and filed on SEDAR on May 23, 2012

Item 4 Summary of Material Change

Hammond Manufacturing Company Limited (HMCL) today announced that HMCL's Board of Directors has declared a special cash dividend of \$0.02 per Class A Subordinate Voting Share and \$0.02 per Class B Common share (not listed on the TSX) payable June 20, 2012, to shareholders of record at the close of business on June 6, 2012.

Item 5 Full Description of Material Change

Hammond Manufacturing Company Limited (HMCL) today announced that HMCL's Board of Directors has declared a special cash dividend of \$0.02 per Class A Subordinate Voting Share and \$0.02 per Class B Common share (not listed on the TSX) payable June 20, 2012, to shareholders of record at the close of business on June 6, 2012.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable.

Item 7 Omitted Information

No significant facts remain confidential in, and no information has been omitted from this report on the basis that it is confidential information.

Item 8 Executive Officer

For further information please contact:

R. F. (Rob) Hammond, Chairman & CEO (519) 822.2960
Alex Stirling, Corporate Secretary

394 Edinburgh Road North
Guelph, Ontario
N1H 1E5
Canada

Item 9 Date of Report

May 23, 2012

PRESS RELEASE

TSX:HMM.A

Trade Symbol

HAMMOND MANUFACTURING COMPANY LIMITED announces declaration of special dividend payment:

GUELPH, ONTARIO – May 23, 2012

Hammond Manufacturing Company Limited (HMCL) today announced that HMCL's Board of Directors has declared a special cash dividend of \$0.02 per Class A Subordinate Voting Share and \$0.02 per Class B Common share (not listed on the TSX) payable June 20, 2012, to shareholders of record at the close of business on June 6, 2012.

Important Income Tax Information for Canadian Resident Shareholders

HMCL designates the entire amount of this taxable dividend to be an "eligible dividend" for purposes of the Income Tax Act (Canada), as amended from time to time. This notice meets the requirement of the Income Tax Act (Canada). Please contact your tax advisor if you have any questions with regard to the designation of the eligible dividend.

About Hammond Manufacturing Company Limited

Hammond Manufacturing Company Limited manufactures a broad range of products for the electronic and electrical products industry, including metallic and non-metallic enclosures, racks, small cases, outlet strips, surge suppressors and electronic transformers.

For information, contact:

Hammond Manufacturing Company Limited

Robert F. Hammond, Chairman and CEO

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