

BANWARI LAL JATIA

Brabourne Stadium, Gate No. 10, 1st Floor, 87 Veer Nariman Road, Mumbai – 400 020

Date: 18.06.2020

To,

BSE Limited
Corporate Relation Department
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001.

Subject: Disclosures under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations").

Dear Sirs,

With reference to the above subject, I am enclosing herewith the disclosure under regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, on behalf of the following members of the promoter group, namely

- (i) Smt Lalita Devi Jatia;
- (ii) Achal Exim Private Limited;
- (iii) Amit BL Properties Private Limited;
- (iv) Houghton Hardcastle (India) Private Limited; and
- (v) Vishwas Investment and Trading Company Private Limited

(hereinafter referred to as "Sellers") in respect of disposal of equity shares of Hardcastle And Waud Manufacturing Company Limited to Shri Achal Jatia and Shri Ambika Trading Company Private Limited.

Kindly take the above on record.

**Thanking you,
Yours faithfully,
For and on behalf of Sellers**



**Banwari Lal Jatia
Authorised Signatory**

Encl.: as above

CC: The Compliance Officer and Company Secretary,
Hardcastle And Waud Manufacturing Company Limited
Mall Office, 2nd Floor, Metro Junction Mall of West Pioneer Properties (I) Pvt Ltd,
Netivali, Kalyan (E), Thane – 421306.

Format for disclosures under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Hardcastle and Waud Manufacturing Company Limited		
Name(s) of the acquirers and Persons Acting in Concert (PAC) with the acquirers	Name of the acquirers: (i) Achal Jatia (ii) Shri Ambika Trading Company Private Limited and (list of PAC is annexed)		
Whether the acquirers belongs to Promoter/Promoter group	Yes, Member of Promoter Group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited		
Details of the Acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the disposal under consideration, holding of:			
a) Shares carrying voting rights			
(i) Achal Jatia	31,703	4.67%	4.67%
(ii) Shri Ambika Trading Company Private Limited	78,705	11.58%	11.58%
(iii) Smt Lalita Devi Jatia	5,543	0.82%	0.82%
(iv) Achal Exim Private Limited	18,606	2.74%	2.74%
(v) Amit BL Properties Private Limited	1	0.00%	0.00%
(vi) Vishwas Investment & Trading Company Private Limited	9,420	1.39%	1.39%
(vii) Houghton Hardcastle (India) Private Limited	1	0.00%	0.00%
(viii) Other members of the promoter and promoter group (please refer to Annexure 1)	3,55,204	52.28%	52.28%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	4,99,183	73.47%	73.47%
Details of acquisitions/ sale			
a) Shares carrying voting rights acquired/sold			
(i) Smt Lalita Devi Jatia	5,000	0.74%	0.74%
(ii) Achal Exim Private Limited	18,605	2.74%	2.74%
(iii) Amit BL Properties Private Limited	1	0.00%	0.00%
(iv) Houghton Hardcastle (India) Private Limited	1	0.00%	0.00%
(vi) Vishwas Investment & Trading Company Private Limited	9,420	1.39%	1.39%
b) VRs acquired/sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/ convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)	33,027	4.86%	4.86%

After the Acquisition / sale, holding of:			
a) Shares carrying voting rights			
(i) Achal Jatia	51,880	7.64%	7.64%
(ii) Shri Ambika Trading Company Private Limited	91,555	13.47%	13.47%
(iii) Smt Lalita Devi Jatia	543	0.08%	0.08%
(iv) Achal Exim Private Limited	1	0.00%	0.00%
(v) Amit BL Properties Private Limited	0	0.00%	0.00%
(vi) Vishwas Investment & Trading Company Private Limited	0	0.00%	0.00%
(vii) Houghton Hardcastle (India) Private Limited	0	0.00%	0.00%
(viii) Other members of the promoter and promoter group (please refer to Annexure 1)	3,55,204	52.28%	52.28%
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
(e) Total (a+b+c+d)	4,99,183	73.47%	73.47%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer i) Through Open Market - 33,025 shares ii) Through Off Market - 2 shares		
Date of Acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	18 June 2020		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs 67,94,740/- divided into 6,79,474 Equity Shares of Rs. 10/- each.		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs 67,94,740/- divided into 6,79,474 Equity Shares of Rs. 10/- each.		
Total diluted share/voting capital of the TC after the said acquisition / sale	Rs 67,94,740/- divided into 6,79,474 Equity Shares of Rs. 10/- each.		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For and on behalf of Sellers



Banwari Lal Jatia
 Authorised Signatory
 Place: Mumbai
 Date: 18.06.2020

Annexure 1**Name of the Target Company:****Hardcastle and Waud Manufacturing Company Limited**

Name(s) of the acquirers and Persons Acting in Concert (PAC) with the acquirers	Whether the acquirers belongs to Promoter/ Promoter group	PAN of the acquirers and/ or PACs
Achal Jatia (Acquirer)	Member of Promoter Group	AABPJ7516K
Banwari Lal Jatia	Promoter	AAFPJ0367A
Akshay Jatia	Member of Promoter Group	AHHPJ8662M
Ayush Jatia	Member of Promoter Group	AHIPJ3087D
Lalita Devi Jatia (Seller)	Member of Promoter Group	AAJPJ6660J
Usha Devi Jatia	Member of Promoter Group	ACIPJ6863G
Achal Exim Pvt Ltd (Seller)	Member of Promoter Group	AAACA4837G
Saubhagya Impex Pvt Ltd	Member of Promoter Group	AAACS6984N
Shri Ambika Trading Co Pvt Ltd (Acquirer)	Member of Promoter Group	AAACS5970Q
Winmore Leasing And Holdings Ltd	Member of Promoter Group	AAACW0021C
Acacia Impex Private Limited	Member of Promoter Group	AAACA4838K
Akshay Ayush Impex Pvt Ltd	Member of Promoter Group	AAACA4885E
Amit BL Properties Private Limited (Seller)	Member of Promoter Group	AAMCA5524G
Concept Highland Business Pvt Ltd	Member of Promoter Group	AAACC2121K
Hardcastle Petrofer Private Limited	Member of Promoter Group	AABCH5032R
Hawco Petrofer LLP	Member of Promoter Group	AAGFH9957D
Hawcoplast Investments And Trading Limited	Member of Promoter Group	AAACH7035H
Houghton Hardcastle (India) Pvt Limited (Seller)	Member of Promoter Group	AAACH0403P
Vandeep Tradelinks Private Limited	Member of Promoter Group	AAACV1858Q
Vishwas Investment & Trading Company Pvt Ltd (Seller)	Member of Promoter Group	AAACV1612L

For and on behalf of Sellers

Banwari Lal Jatia
Authorised Signatory
Place: Mumbai
Date: 18.06.2020