

# ACHAL JATIA

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

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Date: 21<sup>st</sup> November, 2023

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

**Subject: Disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI (SAST) Regulations, 2011”).**

Dear Sirs,

With reference to the captioned subject, I am enclosing herewith a disclosure in a form as prescribed under Regulation 29(1) of SEBI (SAST) Regulations, 2011, in respect of the indirect transaction of equity shares of Hardcastle & Waud Manufacturing Company Limited (“Target Company”).

This is for your information and record.

Thanking you,  
Yours faithfully,

**ACHAL**  
**JATIA**



Digitally signed by Achal Jatia, DN: cn=Achal Jatia, o=SEBI, ou=SEBI, email=achal.jatia@sebi.gov.in, c=IN, postalCode=400001, serialNumber=1, version=1, reason=I am the signer of this document. MD5+SHA256, email=achal.jatia@sebi.gov.in, c=IN, postalCode=400001, serialNumber=1, version=1

**Achal Jatia**  
**Promoter**


**Encl:** as above

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

**Format for disclosures under Regulation 29(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part-A- Details of the Acquisition**

Name of the Target Company (TC)	<b>Hardcastle and Waud Manufacturing Company Limited</b>		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirers	<b>Achal Jatia</b> (list of PAC is annexed in Part B)		
Whether the acquirer belongs to Promoter/Promoter group	<b>Yes, Promoter</b>		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<b>BSE Limited</b>		
<b>Details of the Acquisition as follows</b>	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable(*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights			
<b>(i) Achal Jatia</b>	<b>1,82,567</b>	<b>26.87%</b>	<b>26.87%</b>
(ii) Other members of the promoter and promoter group (Annexed in Part B)	3,17,616	46.74%	46.74%
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
<b>e) Total (a+b+c+d)</b>	<b>5,00,183</b>	<b>73.61%</b>	<b>73.61%</b>
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired			
<b>(i) Achal Jatia #</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
b) VRs acquired otherwise than by equity 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	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
<b>e) Total (a+b+c+/-d)</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights			
<b>(i) Achal Jatia #</b>	<b>1,82,567</b>	<b>26.87%</b>	<b>26.87%</b>
(ii) Other members of the promoter and promoter group (Annexed in Part B)	3,17,616	46.74%	46.74%
b) VRs otherwise than by equity 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) after acquisition	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	NIL	NIL	NIL
<b>e) Total (a+b+c+d)</b>	<b>5,00,183</b>	<b>73.61%</b>	<b>73.61%</b>

Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	<b>Indirect Acquisition</b>
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc	None
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	November 20, 2023
Equity share capital / total voting capital of the TC before the said acquisition	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	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	Rs. 67,94,740/- divided into 6,79,474 Equity Shares of Rs. 10/- each.
<p><b># There is no change in direct shareholding of Achal Jatia in TC. However, Achal Jatia has further acquired 2.39% of equity shares of Shri Ambika Trading Company Limited (SAT) which holds 46.74% in the TC.</b></p> <p><b>Pursuant to the said Acquisition of shares of SAT, Achal Jatia now holds about 91.98% in SAT. Hence, Achal Jatia now indirectly holds about 42.99% (46.74 * 91.98%) of equity shares of TC through SAT.</b></p> <p><b>Note:</b></p> <p>(*) 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.</p> <p>(**) 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.</p> <p>(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.</p>	
 <p><b>Achal Jatia</b> Promoter Date : 21.11.2023</p> <p style="text-align: center;">*****</p>	