

# ACHAL JATIA

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

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

Date: 10<sup>th</sup> November, 2023

**Subject: Report under Regulation 10(6) of 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 the report in a form as prescribed under Regulation 10(6) of SEBI (SAST) Regulations, 2011, in respect of the indirect transaction taken place of equity shares of Hardcastle & Waud Manufacturing Company Limited (“Target Company”) pursuant to the Scheme of Amalgamation between Promoter Group Entities being approved and allowed by Hon’ble National Company Law Tribunal, Mumbai Bench vide its Order dated 6.6.2023.

This is for your information and record.

Thanking you,  
Yours faithfully,

**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

**Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for  
in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1. Name of the Target Company (TC)	<b>Hardcastle and Waud Manufacturing Company Limited</b>	
2. Name of the acquirer(s)	<b>Achal Jatia</b> (list of PACs is attached as "Annexure A")	
3 Name of the stock exchange where shares of the TC are listed	<b>BSE Limited</b>	
4. Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	There is no change in direct shareholding of Achal Jatia in TC. In accordance of Scheme of Amalgamation between the Promoter Group Entities, Shri Ambika Trading Company Limited (SAT) holds 46.74% shareholding in TC. Pursuant to allotment of shares by SAT in terms of the said Scheme - Achal Jatia holds about 41.88% (46.74 * 89.59%) of equity shares of TC through SAT by way of having shareholding of 89.59% in SAT.	
5. Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10 (1)(d)(iii)	
6. Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	No, Not Applicable	
7. Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
a) Name of the transferor / seller	Not Applicable	Not Applicable
b) Date of acquisition	9-11-2023 and 10-11-2023	

c) Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a)	Not Applicable		Not Applicable	
d) Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not Applicable		Not Applicable	
e) Price at which shares are proposed to be acquired/actually acquired	Not Applicable		Not Applicable	
8. Shareholding details	<b>Pre-Transaction</b>		<b>Post-Transaction</b>	
	No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
<b>a) Each Acquirer / Transferee(*)</b>				
<b>(i) Achal Jatia #</b>	1,82,567	26.87%	1,82,567	26.87%
<b>Total holding of the Acquirers</b>	<b>1,82,567</b>	<b>26.87%</b>	<b>1,82,567</b>	<b>26.87%</b>
<b>b) Each Seller / Transferor</b>	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Total holding of Sellers</b>	<b>Not Applicable</b>	<b>Not Applicable</b>	<b>Not Applicable</b>	<b>Not Applicable</b>

Note:

**# There is no change in direct shareholding of Achal Jatia in TC. However, as mentioned above, Shri Achal Jatia now indirectly through Shri Ambika Trading Company Limited holds 41.88% of equity shares of TC.**

(\*) Shareholding of each entity shall be shown separately and then collectively in a group.

The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

**Achal Jatia**  
**Promoter**  
**Date : 10.11.2023**

**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	Promoter	AABPJ7516K
Banwari Lal Jatia	Member of Promoter Group	AAFPJ0367A
Usha Devi Jatia	Member of Promoter Group	ACIPJ6863G
Shri Ambika Trading Company Limited	Member of Promoter Group	AAACS5970Q
Acacia Impex Private Limited	Member of Promoter Group	AAACA4838K
Achal Exim Pvt Ltd	Member of Promoter Group	AAACA4837G
Akshay Ayush Impex Pvt Ltd	Member of Promoter Group	AAACA4885E
Hardcastle Petrofer Private Limited	Member of Promoter Group	AABCH5032R
Vandeep Trade Links Private Limited	Member of Promoter Group	AAACV1858Q
Hawco Petrofer LLP	Member of Promoter Group	AAGFH9957D

**Achal Jatia**

**Promoter**

**Date : 10.11.2023**