

# SHRI AMBIKA TRADING COMPANY PRIVATE LIMITED

Regd. Off.: Mall Office, 2<sup>nd</sup> Floor, Metro Junction Mall of West Pioneer Properties (India) Pvt.

Limited, Netivali, Kalyan (E), Thane – 421306

Tel. No. 0251-2352387

E-mail Id: [ho@hawcoindia.com](mailto:ho@hawcoindia.com)

CIN: U51500MH1976PTC019014

Date: 7<sup>th</sup> July, 2023

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

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

Dear Sirs,

We are enclosing herewith the disclosure under regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, being Acquirer, member of the promoter group in respect of the acquisition of 2,26,053 (Two Lakhs Twenty Six Thousand and Fifty Three) equity shares of Hardcastle & Waud Manufacturing Company Limited ("Target Company") from Hawcoplast Investments & Trading Limited, Saubhagya Impex Private Limited and Concept Highland Business Private Limited, members of the promoter group.

The aforesaid acquisition of shares is pursuant to the Scheme of Amalgamation of Hawcoplast Investments & Trading Limited, Saubhagya Impex Private Limited and Concept Highland Business Private Limited into/with Shri Ambika Trading Company Private Limited 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,

For **Shri Ambika Trading Company Private Limited**



**Chandra Kant Khaitan**  
Director (DIN: 02423698)

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(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 acquirer and Persons Acting in Concert (PAC) with the acquirer	Shri Ambika Trading Company Private Limited (list of PAC is annexed in Annexure 1)		
Whether the acquirer 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 (**)
<b>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights			
(i) Hawcoplast Investments & Trading Limited	1,23,001	18.10%	18.10%
(ii) Saubhagya Impex Private Limited	1,03,051	15.17%	15.17%
(iii) Concept Highland Business Private Limited	1	0.00%	0.00%
(iv) Shri Ambika Trading Company Private Limited	91,555	13.47%	13.47%
(v) Other members of the promoter and promoter group (Please refer to Annexure 1)	1,82,575	26.87%	26.87%
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 acquisitions / disposal</b>			
a) Shares carrying voting rights acquired/ <del>held</del>			
(i) Shri Ambika Trading Company Private Limited	2,26,053	33.27%	33.27%
b) VRs acquired/ <del>held</del> 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/ <del>held</del>	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
<b>(e) Total (a+b+c+/-d)</b>	<b>2,26,053</b>	<b>33.27%</b>	<b>33.27%</b>

*Chandra*

After the acquisition/ <del>disposal</del> , holding of:			
a) Shares carrying voting rights			
(i) Hawcoplast Investments & Trading Limited	0	0.00%	0.00%
(ii) Saubhagya Impex Private Limited	0	0.00%	0.00%
(iii) Concept Highland Business Private Limited	0	0.00%	0.00%
(iv) Shri Ambika Trading Company Private Limited	3,17,608	46.74%	46.74%
(v) Other members of the promoter and promoter group (Please refer to Annexure 1)	1,82,575	26.87%	26.87%
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
<b>(e) Total (a+b+c+d)</b>	<b>5,00,183</b>	<b>73.61%</b>	<b>73.61%</b>
Mode of acquisition / <del>Sold</del> (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer, etc).	Inter-se Off Market Transaction, pursuant to Order dated 6.6.2023 of Hon'ble National Company Law Tribunal, Mumbai Bench approving the Scheme of Amalgamation of Hawcoplast Investments & Trading Limited, Saubhagya Impex Private Limited and Concept Highland Business Private Limited into/with Shri Ambika Trading Company Private Limited		
Date of acquisition of/ <del>sale of shares</del> / VR or date of receipt of intimation of allotment of shares whichever is applicable	5.7.2023 and 7.7.2023		
Equity share capital / total voting capital of the TC before the said acquisition / <del>sale</del>	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 / <del>sale</del>	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 / <del>sale</del>	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 Shri Ambika Trading Company Private Limited



Chandra Kant Khaitan  
Director (DIN: 02423698)

Acquirer

Member of Promoter Group

Date : 7.7.2023

Place : Mumbai

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