

# **HARDCASTLE & WAUD MANUFACTURING COMPANY LIMITED**

Registered Office: Mall Office, 2nd Floor, Metro Junction Mall of West Pioneer Properties (India)  
Pvt. Ltd, Netivali, Kalyan (E) 421306 Tel No. 022-22837658-62  
E-Mail Id: ho@hawcoindia.com Website: [www.hawcoindia.in](http://www.hawcoindia.in)  
CIN: L99999MH1945PLC004581

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30<sup>th</sup> September, 2022

To,

BSE Ltd  
Phiroz Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

Sub: Summary of proceedings of 76<sup>th</sup> Annual General Meeting

Dear Sirs,

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations), we enclose herewith a Summary of proceedings of the 76<sup>th</sup> Annual General Meeting of the Company held today, as required under Regulation 30, Part-A of Schedule - III of the Regulations.

Thanking you,

Yours faithfully,  
For **Hardcastle & Waud Manufacturing Company Limited**

**Smita Achrekar**  
**Company Secretary & Compliance Officer**

Encl: a/a

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### Summary of Proceedings of the 76th Annual General Meeting

The 76th Annual General meeting (AGM) of members of Hardcastle & Waud Manufacturing Company Limited ('the Company') was held on Friday, the 30<sup>th</sup> September, 2022 at 10.30 a.m. at Club House, Residency Gate, Next to Tower-A, Near Metro Junction Mall of West Pioneer Properties (India) Pvt. Ltd, Netivali, Kalyan (E) - 421306. Mr Banwari Lal Jatia, Managing Director of the Company was elected to chair the meeting.

The following were present.

#### Directors

Mr Banwari Lal Jatia	Managing Director & Member of Audit Committee (AC) and Stakeholders' Relationship Committee (SRC)
Mr V C Kothari	Director & Chairman of AC and SRC
Mr S K Trivedi	Director & Chairman of Nomination and Remuneration Committee (NRC) and Member of AC & SRC
Mr Piyushkumar Mehta	Director & Member of NRC

#### In Attendance

Mr Pravedkumar Dubey	Chief Financial Officer
Mrs Smita Achrekar	Company Secretary
Mr Shailesh Kachalia	Scrutinizer, Practicing Company Secretary
Mr Ronak Saraf	Representative of GMJ & Co., Statutory Auditor

#### Members Present

In Person	9
Through Authorised Representative	10
By Proxy	NIL

The Chairman informed that Ms Pranjali Bhandari, director was unable to attend the meeting because of her other commitments. He stated that the prescribed registers were placed before the meeting and are available for inspection of members.

The requisite quorum being present the Chairman called the meeting to order. The Chairman then addressed the shareholders and spoke about current economic scenario and financial performance of the Company.

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The Chairman took, with permission of members present, Notice of AGM, Directors' Report and Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March 2022 as read.

The Chairman informed members that there were no qualifications, observations or comments on financial transactions or matters, which may have any adverse effect on functioning of the Company, mentioned in the auditor's report within the meaning of Section 145 of the Companies Act, 2013, and as a consequence thereof, nothing in the auditor's report needs to be read out in this meeting.

He then requested members, who may have any queries, to speak up in an orderly manner. No queries were raised.

Thereafter he proceeded with the formal business as set out in the Notice of AGM and requested the Company Secretary to read out all the items of Agenda appearing in the said notice.

The following items of business, as per the said Notice were transacted:

1. Adoption of the audited Financial Statements of the Company for the financial year ended March 31, 2022 together with reports of the Directors and the Auditors thereon;
2. Re-appointment of Mr Piyushkumar Mehta (DIN: 08772311), as a Non-Executive Director of the Company, liable to retire by rotation;
3. Re-appointment of Mr Banwari Lal Jatia (DIN: 00016823) as Managing Director of the Company for a term of 3 years with effect from 01.04.2023;
4. Appointment of Ms Pranjali Bhandari (DIN: 09703528) as an Independent Director of the Company for a period of 5 years w.e.f. 23.8.2022;
5. Approval/ Ratification of Material Related Party Transactions entered into by the Company with related parties during the Financial Year 2021-2022; and
6. Approval of Material Related Party Transactions by the Company during the Financial Years 2022-2023 and 2023-2024 i.e. until the date of the Annual General Meeting of the Company to be held during the calendar year 2023.

He stated that those members who have not yet cast their votes electronically or those persons who have acquired shares of the Company and have become members of the Company after dispatch of the notice convening this Annual General Meeting and holding shares as of the cut-off date viz 24.9.2022 may do so by means of ballot papers by casting the same in the ballot box available at the hall.

He further stated that Mr Shailesh Kachalia, Practicing Company Secretary, Scrutinizer is present, who shall supervise the ballot voting process and report on the combined voting results of e-voting and the ballot voting for each of the items as per the said Notice of the AGM.

No member voted through ballot paper.

Thereafter he announced that results of the voting will be declared and placed on the Company's website [www.hawcoindia.in](http://www.hawcoindia.in) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and the same

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shall also be communicated to the BSE Ltd, where shares of the Company are listed, in accordance with applicable provisions of law.

Vote of thanks was given to the Chair, which he acknowledged.

The Chairman then thanked everyone for attending the meeting and announced conclusion of the meeting.

**For Hardcastle & Waud Manufacturing Company Limited**

**Smita Achrekar**  
**Company Secretary & Compliance Officer**

**Date: 30<sup>th</sup> September, 2022**