

# HARDCASTLE AND 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. 022-22837658-63 Fax No. 022-22873176

CIN No.: L99999MH1945PLC004581 E-Mail Id: ho@hawcoindia.com Website: www.hawcoindia.in

## Declaration of Results of voting in relation to the 75<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2021

(Consolidated Results of remote e-voting and ballot papers)

In terms of applicable provisions of the Companies Act, 2013, Rules made thereunder, Secretarial Standard-2 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company extended remote e-voting facility and voting through ballot papers to its members to vote on all the resolutions which were proposed at the 75<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, the 30<sup>th</sup> September, 2021 at 10.30 am 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 Shailesh Kachalia, Practicing Company Secretary acted as Scrutinizer for the purpose of scrutinizing the remote e-voting and voting by ballot papers.

The Scrutinizer has submitted his Report after scrutiny of the aforesaid remote e-voting and voting through ballot papers.

On the basis of the above Report, it is hereby declared that all the resolutions as stated in the Notice of the 75<sup>th</sup> AGM have been duly approved as per the following details:

Sr. No.	Resolution	Number of Votes (Shares)			Passed as Ordinary/Special Resolution
		In favour	Against	Invalid	
1.	Adoption of the audited Financial Statements of the Company for the financial year ended March 31, 2021 together with reports of the Directors and the Auditors thereon.	4,99,359	30	0	Ordinary
	Percentage	99.9940	0.0060	0	-
2.	Re-appointment of Mr Piyushkumar Mehta (DIN: 08772311), as a Director of the Company, liable to retire by rotation.	4,99,359	30	0	Ordinary
	Percentage	99.9940	0.0060	0	-

The voting rights of holders of 10,104 unclaimed equity shares held in demat suspense account were frozen.

The Scrutinizer's Report is annexed herewith.

For **Hardcastle & Waud Mfg Co. Ltd**



**Smita Achrekar**  
Company Secretary & Compliance Officer

Place: Mumbai

Date: 30<sup>th</sup> September, 2021

SHAILESH KACHALIA  
B.Com. (Hons.), L.L.B, F.C.S  
Practising Company Secretary

Om Sri Co-op Hsg. Society Ltd  
'A' Wing, Flat No.7, 1st floor  
Near Shanti Ashram, Borivali (W)  
Mumbai - 400 103  
Tel: 9892534153  
[skachaliascrutinizer@gmail.com](mailto:skachaliascrutinizer@gmail.com)

30<sup>th</sup> September, 2021

THE CHAIRMAN OF THE MEETING  
HARDCASTLE AND WAUD MFG CO. LIMITED  
Mall Office, 2nd Floor, Metro Junction Mall of  
West Pioneer Properties (I) Pvt Ltd, Netivali,  
Kalyan (E) - 421306

Dear Sir,

Sub: Scrutinizer's Report on voting by electronic means conducted pursuant to provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules and physical ballot forms

I, Shailesh Kachalia, Practising Company Secretary, was appointed as Scrutinizer by the Board of Directors of Hardcastle and Waud Mfg Co. Limited ("the Company"), pursuant to Section 108 of the Act, read with the Rules made thereunder, to scrutinize the electronic voting process and the physical ballot forms submitted by shareholders of the Company, in respect of the below mentioned resolutions considered for passing at the Seventy-fifth Annual General Meeting ("AGM") of the Company on 30<sup>th</sup> September, 2021.

The Notice dated 12<sup>th</sup> August, 2021 convening the said AGM of the Company was sent to the shareholders in respect of the mentioned resolutions.

The Company has availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by shareholders of the Company. The Company has also provided facility of voting by physical ballot papers, at the AGM, to its members who do not have access to remote e-voting facility including those who did not vote through remote e-voting as well as who became members of the Company after dispatch of the aforesaid notice till the cut-off date of 24.9.2021.

The voting period for remote e-voting commenced on Monday, 27<sup>th</sup> September, 2021 at 9.00 a.m. and ended on Wednesday, 29<sup>th</sup> September, 2021 (5.00 p.m.) The NSDL remote e-voting platform was thereafter blocked.

No vote was cast through physical ballot, at the AGM. The votes cast under the remote e-voting facility were unblocked in the presence of two witnesses, not in the employment of the Company. The voting rights of holders of 10,104 unclaimed equity shares held in demat suspense account were frozen.

Based on the data downloaded from the NSDL remote e-voting system, I have scrutinized and reviewed the voting through remote e-voting.



I now hereby submit my Report as under on the result of the voting through electronic means and the physical ballots in respect of the said Resolutions:

	Item	Total No. of Votes cast	No. of Valid Votes	No. of Invalid Votes	No. of Valid Votes cast in favour	No. of Valid Votes cast against	Result
1	Adoption of the audited Financial Statements of the Company for the financial year ended March 31, 2021 together with reports of the Directors and the Auditors thereon.	Evote 4,99,389 Ballot Paper Nil	Evote 4,99,389 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 4,99,359 Ballot Paper Nil	Evote 30 Ballot Paper Nil	Resolution duly approved
2	Re-appointment of Mr Piyushkumar Mehta (DIN: 08772311), as a Director of the Company, liable to retire by rotation.	Evote 4,99,389 Ballot Paper Nil	Evote 4,99,389 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 4,99,359 Ballot Paper Nil	Evote 30 Ballot Paper Nil	Resolution duly approved

The Register, all other papers and relevant records relating to the voting shall remain in my safe custody until the Chairman (of the meeting called to consider) considers, approves and signs the Minutes of the aforesaid AGM whereafter the same would be handed over to the Company for safe keeping.

Yours faithfully

Shail A. K.

Shailesh Kachalia  
Practising Company Secretary  
FCS No. 1391  
CP: 3888  
PR No. 628/2019  
UDIN: F001391C001040209



For Hardcastle and Waud Mfg Co. Ltd

  
Smita Achrekar  
Company Secretary

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30.09.2021

### Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	30th September, 2021
Total No. of shareholders on record date	1,268
No. of shareholders present in the meeting either in person or through authorised representative or proxy:	16
Promoters and Promoter Group:	10
Public:	6
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group:	NA
Public:	NA

*Heck*

AGENDA WISE								
Resolution Required : Ordinary			1 - Adoption of the audited Financial Statements of the Company for the financial year ended March 31, 2021 together with reports of the Directors and the Auditors thereon.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2/1]*100	[4]	[5]	[6]=[4/2]*100	[7]=[5/2]*100
Promoter and Promoter Group	E-Voting	4,99,183	4,99,182	99.9998	4,99,182	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>4,99,183</b>	<b>4,99,182</b>	<b>99.9998</b>	<b>4,99,182</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	560	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>560</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	* 179,731	207	0.1152	177	30	85.5072	14.4928
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>1,79,731</b>	<b>207</b>	<b>0.1152</b>	<b>177</b>	<b>30</b>	<b>85.5072</b>
<b>Total</b>		<b>6,79,474</b>	<b>4,99,389</b>	<b>73.4964</b>	<b>4,99,359</b>	<b>30</b>	<b>99.9940</b>	<b>0.0060</b>

\* Includes 10,104 unclaimed equity shares held in demat suspense account.  
Voting rights of the holders of the said shares were frozen.

Resolution Required : Ordinary			2 - Re-appointment of Mr Piyushkumar Mehta (DIN: 08772311), as a Director of the Company, liable to retire by rotation.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2/1]*100	[4]	[5]	[6]=[4/2]*100	[7]=[5/2]*100
Promoter and Promoter Group	E-Voting	4,99,183	4,99,182	99.9998	4,99,182	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>4,99,183</b>	<b>4,99,182</b>	<b>99.9998</b>	<b>4,99,182</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	560	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>560</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	* 179,731	207	0.1152	177	30	85.5072	14.4928
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>1,79,731</b>	<b>207</b>	<b>0.1152</b>	<b>177</b>	<b>30</b>	<b>85.5072</b>
<b>Total</b>		<b>6,79,474</b>	<b>4,99,389</b>	<b>73.4964</b>	<b>4,99,359</b>	<b>30</b>	<b>99.9940</b>	<b>0.0060</b>

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### Summary of Proceedings of the 75th Annual General Meeting

The 75th Annual General meeting (AGM) of members of Hardcastle And Waud Mfg Co. Ltd ('the Company') was held on Thursday, the 30<sup>th</sup> September, 2021 at 10.30 am 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 Chandra Kant Khaitan, a member of the Company was elected to chair the meeting.

The following were present.

#### Directors

Mr S K Trivedi Director

Mr Piyushkumar Mehta Director

#### In Attendance

Mr Pravedkumar Dubey Chief Financial Officer

Ms Smita Achrekar Company Secretary

Mr Shailesh Kachalia Scrutinizer, Practicing Company Secretary

Ms Jaisika Jassal Sandhu Representative of GMJ & Co., Statutory Auditor

#### Members Present

In Person 6

Through Authorised Representative 10

By Proxy NIL

The Company Secretary informed that Mr Banwari Lal Jatia, Mr V C Kothari and Mrs Rekha Pacheria, directors were unable to attend the meeting because of their other commitments. She stated that the prescribed registers were placed before the meeting and made 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 31st March 2021 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 resolutions 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, 2021 together with reports of the Directors and the Auditors thereon.
2. Re-appointment of Mr Piyushkumar Mehta (DIN: 08772311), as a Director of the Company, liable to retire by rotation.

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 24.9.2021 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.

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 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 Mfg Co. Ltd**

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