

HARDCASTLE & WAUD MANUFACTURING COMPANY LIMITED

Regd. Off.: Mall Office, 2nd Floor, Metro Junction Mall of
West Pioneer Properties (India) Pvt. Ltd, Netivali, Kalyan (E), Thane – 421306
E-mail Id: ho@hawcoindia.com Website: www.hawcoindia.in
CIN: L99999MH1945PLC004581 Tel. No.: 022-22837658-62

Declaration of Results of voting in relation to the 80th Annual General Meeting of the Company held on 30th September, 2026

(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 Securities and Exchange Board of India (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 to be passed at the 80th Annual General Meeting (AGM) of the Company held on Wednesday, the 30th September, 2026 at 10:00 am at Board Room, 1st Floor, Hotel Gurudev Grand, Gurudev Darshan, Near Adharwadi Circle, Above Croma Store, Kalyan (West), Thane - 421 301

Mr Shailesh Kachalia, Partner of M/s SKJP & Associates Practicing Company Secretaries 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 80th AGM have been duly approved as per the following details:

Sr. No.	Resolution	Number of Votes (Shares)			Passed as Ordinary Resolution
		In favour	Against	Invalid	
1.	Adoption of the audited Financial Statements of the Company for the financial year ended March 31, 2026 together with reports of the Directors and the Auditors thereon.	5,55,356	1	0	Ordinary
	Percentage	99.9998	0.0002	0	-
2.	Re-appointment of Mr Banwari Lal Jatia (DIN: 00016823) who retires by rotation and, being eligible, offers himself for re-appointment.	55,181	1	0	Ordinary
	Percentage	99.9982	0.0018	0	-
3.	Approval of Material Related Party Transactions to be entered into by the Company during the Financial Years 2026-2027 and 2027-2028 i.e. from the date of this Annual General Meeting until the date of next Annual General Meeting of the Company to be held during the calendar year 2027.	55,181	1	0	Ordinary
	Percentage	99.9982	0.0018	0	-

The voting rights of holders of 9,601 unclaimed equity shares held in demat suspense account were frozen.

The Scrutinizer's Report is annexed herewith.

For Hardcastle & Waud Manufacturing Company Limited

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Smita Achrekar

Company Secretary & Compliance Officer

Date: 1st October, 2026

Encl: a/a



SKJP & ASSOCIATES

Practicing Company Secretaries

205, Shashi CHSL, Behind Raghunath Towers,
Devidas Road, Borivali (west), Mumbai - 400103

Email-csskjpassoc@gmail.com

Shailesh Kachalia- 9892534153

B.Com, FCS, LL.B.

Jignesh Pandya - 9819065068

B.Com, ACS, LL.B.

30th September, 2026

To,

THE CHAIRMAN OF THE MEETING

HARDCASTLE & 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

We, M/s SKJP & Associates, Practicing Company Secretaries, were appointed as Scrutinizer by the Board of Directors of Hardcastle & 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 **80th** Annual General Meeting ("**AGM**") of the Company held on 30th September, 2026.

The Notice dated 5th August, 2026 convening the said AGM of the Company was sent to the shareholders in respect of the said 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 23rd September, 2026.

The voting period for remote e-voting commenced on Sunday, 27th September, 2026 (9.00 a.m.) and ended on Tuesday, 29th September, 2026 (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 9,601 unclaimed equity shares held in demat suspense account were frozen.

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

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

Resolution No.	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, 2026 together with reports of the Directors and the Auditors thereon.	Evote 5,55,357 Ballot Paper Nil	Evote 5,55,357 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 5,55,356 Ballot Paper Nil	Evote 1 Ballot Paper Nil	Resolution duly approved
2	Re-appointment of Mr Banwari Lal Jatia (DIN: 00016823) who retires by rotation and, being eligible, offers himself for re-appointment.	Evote 55,182 Ballot Paper Nil	Evote 55,182 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 55,181 Ballot Paper Nil	Evote 1 Ballot Paper Nil	Resolution duly approved
3	Approval of Material Related Party Transactions to be entered into by the Company during the Financial Years 2026-2027 and 2027-2028 i.e. from the date of this Annual General Meeting until the date of next Annual General Meeting of the Company to be held during the calendar year 2027.	Evote 55,182 Ballot Paper Nil	Evote 55,182 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 55,181 Ballot Paper Nil	Evote 1 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.

**For SKJP & Associates
Practicing Company Secretaries**

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Shailesh Kachalia

Partner

FCS No. 1391

CP: 3888

PR No. 6740/2025

FRN: P2025MH105400

UDIN: F001391H001678726

For Hardcastle & Waud Manufacturing Company Limited

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Smita Achrekar

Company Secretary & Compliance Officer

HARDCASTLE & WAUD MANUFACTURING COMPANY LIMITED
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1.10.2026

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

Date of the AGM	30th September, 2026
Total No. of shareholders on record date	1,592
No. of shareholders present in the meeting either in person or through authorised representative or proxy:	15
Promoters and Promoter Group:	5
Public:	10
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group:	NA
Public:	NA

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the audited Financial Statements of the Company for the financial year ended March 31, 2026 together with reports of the Directors and the Auditors thereon.				
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	500184	500174	99.9980	500174	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	500184	500174	99.9980	500174	0	100.0000	0.0000
Public- Institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	560	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	178730	55183	30.8751	55182	1	99.9982	0.0018
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	178730	55183	30.8751	55182	1	99.9982	0.0018
Total		679474	555357	81.7334	555356	1	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Re-appointment of Mr Banwari Lal Jatia (DIN: 00016823) who retires by rotation and, being eligible, offers himself for re-appointment.

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	500184	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	500184	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	560	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	178730	55182	30.8745	55181	1	99.9982	0.0018
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	178730	55182	30.8745	55181	1	99.9982	0.0018
Total		679474	55182	8.1213	55181	1	99.9982	0.0018
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions to be entered into by the Company during the Financial Years 2026-2027 and 2027-2028 i.e. from the date of this Annual General Meeting until the date of next Annual General Meeting of the Company to be held during the calendar year 2027.				
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	500184	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	500184	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	560	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	178730	55182	30.8745	55181	1	99.9982	0.0018
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	178730	55182	30.8745	55181	1	99.9982	0.0018
Total		679474	55182	8.1213	55181	1	99.9982	0.0018
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Summary of Proceedings of the 80th Annual General Meeting

The 80th Annual General meeting (AGM) of members of Hardcastle & Waud Mfg Co. Ltd ('the Company') was held on Wednesday, the 30th September, 2026 at 10:00 a.m. at Board Room, 1st Floor, Hotel Gurudev Grand, Gurudev Darshan, Near Adharwadi Circle, Above Croma Store, Kalyan (West), Thane - 421 301.

Mr Chandra Kant Khaitan, a member of the Company was elected to chair the meeting.

The following were present.

Directors

Ms Pranjali Bhandari (DIN: 09703528)	Director & Chairperson of Audit Committee (AC), Stakeholders Relationship Committee (SRC) & Nomination and Remuneration Committee (NRC)
Mr Ganpat Lal Dadhich (DIN: 11612342)	Director & Member of AC, SRC and NRC

In Attendance

Mr Pravedkumar Dubey	Chief Financial Officer
Mrs Smita Achrekar	Company Secretary
Mr Shailesh Kachalia	Partner of M/s SKJP & Associates, Scrutinizer
Mr Rushabh Gala	Representative of Desai Saksena & Associates, Statutory Auditor

Members Present

In Person	8
Through Authorised Representative	7
By Proxy	NIL

The Company Secretary informed that Mr Banwari Lal Jatia (DIN: 00016823) and Mr Manekchand Panda (DIN: 00015759) 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.

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, 2026 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 31st March, 2026 together with reports of the Directors and the Auditors thereon;
2. Re-appointment of Mr Banwari Lal Jatia (DIN: 00016823) who retires by rotation and, being eligible, offers himself for re-appointment.
3. Approval of Material Related Party Transactions to be entered into by the Company during the Financial Years 2026-2027 and 2027-2028 i.e. from the date of this Annual General Meeting until the date of next Annual General Meeting of the Company to be held during the calendar year 2027.

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 23rd September, 2026 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, Partner of M/s SKJP & Associates, Practicing Company Secretaries Firm, 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 and on the website of NSDL 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.

The Meeting was commenced at 10:00 a.m. and concluded on 10:18 a.m.

For Hardcastle & Waud Manufacturing Company Limited

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Smita Achrekar
Company Secretary & Compliance Officer

Date: 30th September, 2026