

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

(other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U24100MH2004PTC149240

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCH5032R

(ii) (a) Name of the company

HARDCASTLE PETROFER PRIVATE LIMITED

(b) Registered office address

Office No. 802, Floor-8, Plot-213,Raheja Chambers, Free Press Journal Marg, Nariman Point, NA
Mumbai
Mumbai City
Maharashtra
400021

(c) *e-mail ID of the company

ho@hawcoindia.com

(d) *Telephone number with STD code

02223686617

(e) Website

www.hawcoindia.com

(iii) Date of Incorporation

25/10/2004

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☐ Yes ☒ No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

The AGM will be held on or before due date.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	97.21

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ELECTRONO SOLUTIONS PRIVATE LIMITED	U74990KA2011PTC059013	Associate	20.32
2	INTOUCH SYSTEMS PRIVATE LIMITED	U72200KA1999PTC025771	Associate	10
3	JOHNNETTE TECHNOLOGIES PRIVATE LIMITED	U31100UP2014PTC066914	Associate	20
4	HAKUNA MATATA SOLUTIONS PRIVATE LIMITED	U72900TN2011PTC081122	Associate	21.44
5	CHANDURI TECHNOLOGIES AND SERVICES PRIVATE LIMITED	U72900KA2021PTC147567	Associate	20
6	Arans Techno Corp		Subsidiary	100
7	Hardcastle Digital Solutions, India Private Limited		Subsidiary	64.67
8	INDXO AI PRIVATE LIMITED	U62013KA2023PTC175127	Associate	20.52

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,000,000	805,160	805,160	805,160
Total amount of equity shares (in Rupees)	10,000,000	8,051,600	8,051,600	8,051,600

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	1,000,000	805,160	805,160	805,160
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,000,000	8,051,600	8,051,600	8,051,600

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			

At the beginning of the year	846,160	0	846160	8,461,600	8,461,600	
Increase during the year	0	595,821	595821	5,958,210	5,958,210	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	595,821	595821	5,958,210	5,958,210	
Dematerialisation of Shares						
Decrease during the year	636,821	0	636821	6,368,210	6,368,210	0
i. Buy-back of shares	41,000	0	41000	410,000	410,000	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	595,821	0	595821	5,958,210	5,958,210	
Dematerialisation of Shares						
At the end of the year	209,339	595,821	805160	8,051,600	8,051,600	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
0						
Decrease during the year	0	0	0	0	0	0

i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☒ No ☐ Not Applicable

Separate sheet attached for details of transfers

☒ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>
Date of registration of transfer (Date Month Year)		<input type="text"/>
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock

Number of Shares/ Debentures/ Units Transferred			Amount per Share/ Debenture/Unit (in Rs.)		
Ledger Folio of Transferor					
Transferor's Name					
	Surname		middle name		first name
Ledger Folio of Transferee					
Transferee's Name					
	Surname		middle name		first name

Date of registration of transfer (Date Month Year)						
Type of transfer		1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock				
Number of Shares/ Debentures/ Units Transferred			Amount per Share/ Debenture/Unit (in Rs.)			
Ledger Folio of Transferor						
Transferor's Name						
	Surname		middle name		first name	
Ledger Folio of Transferee						
Transferee's Name						
	Surname		middle name		first name	

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

4,472,097,572

(ii) Net worth of the Company

2,394,740,464

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	525,801	65.3	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	

	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	70,020	8.7	0	
10.	Others	0	0	0	
	Total	595,821	74	0	0

Total number of shareholders (promoters)

5

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	209,339	26	0	
10.	Others	0	0	0	
	Total	209,339	26	0	0

Total number of shareholders (other than promoters)

1

**Total number of shareholders (Promoters+Public/
Other than promoters)**

6

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	7	5
Members (other than promoters)	1	1
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors


Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	1	0	65.3	0
B. Non-Promoter	2	1	2	1	0	0
(i) Non-Independent	2	1	2	1	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0

(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	1	3	1	65.3	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

5

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Achal Jatia	03587681	Director	525,801	
Amit Sushil Moona	07096553	Director	0	
Amit Sushil Moona	AFFPM4197J	CEO	0	
Rajiv Vermani	09172368	Director	0	
CONSTANTIN HEINZ 	02674171	Director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	27/09/2024	6	5	74

B. BOARD MEETINGS

*Number of meetings held

14

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/04/2024	4	2	50
2	29/04/2024	4	2	50
3	22/05/2024	4	4	100
4	29/05/2024	4	2	50
5	12/06/2024	4	2	50
6	26/07/2024	4	2	50
7	23/08/2024	4	2	50
8	06/09/2024	4	2	50
9	20/09/2024	4	2	50
10	27/09/2024	4	2	50
11	18/11/2024	4	2	50
12	30/01/2025	4	3	75

C. COMMITTEE MEETINGS

Number of meetings held

2

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Corporate Soc	15/04/2024	2	2	100
2	Corporate Soc	29/03/2025	3	2	66.67

D. * ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	Achal Jatia	14	12	85.71	2	2	100	

2	Amit Sushil Mo	14	14	100	2	2	100	
3	Rajiv Vermani	14	4	28.57	1	0	0	
4	CONSTANTIN	14	1	7.14	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Achal Jatia	Director	2,688,000	0	0	0	2,688,000
	Total		2,688,000	0	0	0	2,688,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Amit Sushil Moona	Chief Executive	20,009,972	0	0	0	20,009,972
	Total		20,009,972	0	0	0	20,009,972

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
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(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow ☐ Associate ☐ Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- ☐ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

HARDCASTLE PETROFER PRIVATE LIMITED

Regd. Off: Office No. 802, Floor-8, Plot -213, Raheja Chambers, Free Press Journal Marg,
Nariman Point, Mumbai - 400 021
CIN:U24100MH2004PTC149240
Tel. No.: 022- 23686617 E-mail Id: ho@hawcoindia.com Website: www.hawcoindia.com

DETAILS OF SHARES HELD AS ON 31.03.2025

SR NO.	NAME OF HOLDERS	NO. OF SHARES
	EQUITY SHARES OF RS 10 EACH	
1	Petrofer GmbH	209,339
2	Jeevdani Business Ventures Limited	20
3	Shri Achal Jatia	21
4	Jeevdani Chemicals Private Limited	70,000
5	Shri Achal Jatia jointly with Shri Banwarilal Jatia and Shri Hemann Jatia (Beneficial owner: Moonlight Trust)	525,779
6	Shri Achal Jatia jointly with Shri Banwarilal Jatia and Shri Hemann Jatia (Beneficial owner: Sunrise Trust)	1
	TOTAL	805,160

For Hardcastle Petrofer Private Limited

Amit Sushil Moona
CEO & Director
(DIN: 07096553)

HARDCASTLE PETROFER PRIVATE LIMITED

01.04.2024 to 31.03.2025	
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Details of Shares / Debentures Transfers since Date of last AGM (or in case of the First Return at any time since the incorporation of the Company)	

Date of Previous AGM :- 27/09/2024									
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Date of Registration of Transfer of Shares	Type of Transfer	No. of Shares / Debentures Transfer	Amount Per Share (in Rs.)	Ledger folio of Transferor	Transferor's Name	Ledger folio of Transfree	Transfree's Name
29.04.2024	Equity Shares	1	10	23	Jeevdani Chemicals Private Limited jointly with Shri Achal Jatia	22	Shri Achal Jatia
29.04.2024	Equity Shares	10	10	27	Shri Hemann Jatia jointly with Shri Achal Jatia	22	Shri Achal Jatia
29.05.2024	Equity Shares	1	10	26	Shri Achal Jatia (Managing Trustee of Sunrise Trust)	28	Shri Achal Jatia jointly with Shri Banwari Lal Jatia jointly with Shri Hemann Jatia (Beneficial owner: Sunrise Trust)
29.05.2024	Equity Shares	556,118	10	25	Shri Achal Jatia (Managing Trustee of Moonlight Trust)	29	Shri Achal Jatia jointly with Shri Banwari Lal Jatia jointly with Shri Hemann Jatia (Beneficial owner: Moonlight Trust)

For **Hardcastle Petrofer Private Limited**

Amit Sushil Moona
CEO & Director
(DIN: 07096553)

BOARD MEETINGS

Number of Meetings Held :- 14

Sr. No.	Date of Meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/04/2024	4	2	75
2	29/04/2024	4	2	50
3	22/05/2024	4	4	75
4	29/05/2024	4	2	50
5	12/06/2024	4	2	75
6	26/07/2024	4	2	50
7	23/08/2024	4	2	50
8	06/09/2024	4	2	50
9	20/09/2024	4	2	50
10	27/09/2024	4	2	50
11	18/11/2024	4	2	50
12	30/01/2025	4	3	75
13	07/02/2025	4	2	50
14	29/03/2025	4	2	50

For **Hardcastle Petrofer Private Limited**

Amit Sushil Moona
CEO & Director
(DIN: 07096553)