

Date: June 05, 2026

To,
Listing / Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G Bandra Kurla
Complex Bandra (E), Mumbai – 400 051

To,
Listing / Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

NSE SYMBOL: HARDWYN

BSE Scrip Code: 541276

ISIN: INE626Z01029

Subject: Outcome of Board Meeting of Hardwyn India Limited (“Company”) pursuant to Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“the listing regulation”), we wish to inform you that the meeting of the Board of Directors of the Company held on today, i.e., **Friday, June 05, 2026**, has inter-alia considered and approved/noted/recommended the following matters:

1. Increase in the Authorised Share Capital of the Company from existing ₹50,00,00,000/- (Rupees Fifty Crore Only) consisting of 50,00,00,000 (Fifty Crore) equity shares of face value ₹1.00/- each to ₹70,00,00,000/- (Rupees Seventy Crore Only) consisting of 70,00,00,000 (Seventy Crore) equity shares of face value ₹1.00/- each, and consequent alteration in Clause V of the Memorandum of Association of the Company relating to the share capital of the Company, subject to the approval of the members at the ensuing Extraordinary General Meeting (“EGM”).
2. Issue of bonus equity shares in the ratio of 2:5 i.e., 2 (Two) Bonus Equity Share of ₹1/- (Rupee One Only) each fully paid-up for every 5 (Five) Equity Shares of ₹1/- (Rupee One Only) each fully paid-up held by the shareholders of the Company as on the record date, by capitalization of free reserves/retained earnings, subject to the approval of members in Extraordinary General Meeting.

The details as required under Regulation 30 read with Part A of Schedule III of SEBI LODR Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure-I** to this letter.

3. Appointment of Mr. Yogesh Garg (DIN: 02144584) as an Additional Director in the category of Independent Director, for a term of five consecutive years w.e.f. June 05, 2026, subject to requisite approval of the Members of the Company at the ensuing Extra Ordinary General Meeting;

Mr. Yogesh Garg is not related to any of Directors of the Company and satisfy the criteria of independence prescribed under the Companies Act, 2013 and the Listing Regulations. It is further confirmed that Mr.

Yogesh Garg is not debarred from holding the office of Director by virtue of any Securities and Exchange Board of India (SEBI) Order or any other such Authority.

Brief profile of Mr. Yogesh Garg is enclosed as **Annexure – II**.

4. Appointment of Ms. Diksha Rani (ICSI Membership Number: ACS 73777), as Company Secretary & Compliance Officer of the Company w.e.f. June 05, 2026.

A brief profile of Ms. Diksha Rani is enclosed as **Annexure – III**.

5. Resignation of Ms. Tanya Sayal, Non- Executive Director of the Company, vide her letter dated June 5, 2026, as the Non- Executive Director of the Company, with effect from close of business hours on June 5, 2026, due to personal reasons. Consequently, she shall also cease to be a member of the Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company.

Copy of the letter of resignation received from Ms. Tanya Sayal is enclosed as **Annexure - IV**.

6. Resignation of Ms. Pooja Sarkar as Company Secretary & Compliance Officer of the Company w.e.f. June 05, 2026, due to personal reasons.

Copy of the letter of resignation received from Ms. Pooja Sarkar is enclosed as **Annexure - V**.

7. Notice of Extraordinary General Meeting (“EGM”) of the Company to be held on Friday, July 03, 2026 at 02:00 PM (IST), through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), to seek necessary approval of the members of the Company for the aforesaid agenda. The Board of Directors has approved the draft notice of the EGM and matters related thereto. The notice of the said EGM will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website at www.hardwyn.com and on the website of the stock exchange(s) i.e. National Stock Exchange of India Limited at www.nseindia.com and BSE Limited at www.bseindia.com, in due course.
8. The Company has fixed Friday, June 26, 2026, as the cut-off date for the purpose of remote e-voting for ascertaining the names of the shareholders, holding shares either in physical form or dematerialized form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted at the EGM of the Company.

The Company will inform the “**Record Date**” for the purpose of determining the eligibility of shareholders entitled for issuance of Bonus Shares, in due course of time.

The above-mentioned information is also available on the website of the company at www.hardwyn.com.

The Board Meeting today commenced at 4.30 P.M. and concluded at 05:29 P.M.

Kindly take the above information on your records and oblige.

Thanking You,
Yours faithfully,

**For and on behalf of
Hardwyn India Limited**

Rubaljeet Singh Sayal
Managing Director & CFO
DIN: 00280624

Annexure-I

Details as required under Regulation 30 read with Part A of Schedule III of SEBI LODR Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:

Sr. No.	Particulars	Details																								
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares of face value of ₹1 (Rupee One Only) each																								
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Bonus Issue of equity shares in the ratio of 2:5, i.e., 2 (Two) Bonus Equity Share of ₹1/- (Rupee One Only) each fully paid-up for every 5 (Five) Equity Shares of ₹1/- (Rupee One Only) each fully paid-up held by the shareholders of the Company as on the record date																								
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 19,53,73,622 Equity Shares of face value of ₹1/- each, amounting to ₹19,53,73,622/- (Rupees Nineteen Crore Fifty Three Lakh Seventy Three Thousand Six Hundred Twenty Two Only)																								
4.	Additional Details required in case of bonus issue:																									
	i. Whether bonus is out of free reserves created out of profits or share premium account	Free Reserves/Retained Earnings																								
	ii. Bonus ratio	2:5, i.e., 2 (Two) Bonus Equity Share of ₹1/- (Rupee One Only) each fully paid-up for every 5 (Five) Equity Shares of ₹1/- (Rupee One Only) each fully paid-up held by the shareholders of the Company as on the record date																								
	iii. Details of share capital-pre and post bonus issue	<table border="1"> <thead> <tr> <th rowspan="2">Particulars</th> <th colspan="2">Pre Bonus Issue</th> <th colspan="2">Post Bonus Issue</th> </tr> <tr> <th>No. of Shares</th> <th>Face value (₹)</th> <th>No. of Shares</th> <th>Face value (₹)</th> </tr> </thead> <tbody> <tr> <td>Authorised</td> <td>50,00,00,000</td> <td>1</td> <td>70,00,00,000</td> <td>1</td> </tr> <tr> <td>Paid-up</td> <td>48,84,34,054</td> <td>1</td> <td>68,38,07,676</td> <td>1</td> </tr> <tr> <td>Subscribed</td> <td>48,84,34,054</td> <td>1</td> <td>68,38,07,676</td> <td>1</td> </tr> </tbody> </table>	Particulars	Pre Bonus Issue		Post Bonus Issue		No. of Shares	Face value (₹)	No. of Shares	Face value (₹)	Authorised	50,00,00,000	1	70,00,00,000	1	Paid-up	48,84,34,054	1	68,38,07,676	1	Subscribed	48,84,34,054	1	68,38,07,676	1
Particulars	Pre Bonus Issue			Post Bonus Issue																						
	No. of Shares	Face value (₹)	No. of Shares	Face value (₹)																						
Authorised	50,00,00,000	1	70,00,00,000	1																						
Paid-up	48,84,34,054	1	68,38,07,676	1																						
Subscribed	48,84,34,054	1	68,38,07,676	1																						
	iv. Free reserves and/ or share premium required for implementing the bonus issue	Upto ₹19,53,73,622/- (Rupees Nineteen Crore Fifty Three Lakh Seventy Three Thousand Six Hundred Twenty Two Only) is required for implementing the Bonus Issue. <i>Note: The actual amount will be based on the paid-up equity share capital as on the record date.</i>																								
	v. Free reserves and/ or share premium available for capitalization and the date as	Free Reserves/Retained Earnings stands at ₹1965.36 Lakhs as per the standalone audited financials for the year ended on March 31, 2026.																								

	on which such balance is available	
	vi. Whether the aforesaid figures are audited	Yes
	vii. Estimated date by which such bonus shares would be credited/dispatched	Within 2 months from the date of Board approval, i.e., on or before August 04, 2026, subject to the members approval and other statutory approvals

Annexure-II

Details as required under Regulation 30 read with Part A of Schedule III of SEBI LODR Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	N.A.
2.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	June 05, 2026
3.	Brief profile (in case of appointment);	<p>Mr. Yogesh Garg is a finance and corporate governance professional with over 30 years of experience in finance, accounts, treasury, taxation, corporate laws, secretarial compliances, fund management, budgeting, risk management, and strategic business planning.</p> <p>Mr. Yogesh holds a bachelor's degree in commerce from St. John's College, Agra, and a bachelor's degree in law from Lucknow University. Mr. Yogesh is a Fellow Member of the Institute of Cost Accountants of India (FCMA) and the Institute of Company Secretaries of India (FCS). Mr. Yogesh has also qualified CA Intermediate and Group I of the CA Final Examination and completed article ship training under a practicing Chartered Accountant.</p> <p>During his distinguished career, Mr. Yogesh has held senior leadership positions in Central Public Sector Undertakings, autonomous bodies, and listed private sector companies, including serving as Head of Finance and Company Secretary. He has extensive experience in financial management, project financing, treasury operations, corporate taxation, regulatory compliance, corporate governance, and stakeholder management.</p> <p>Mr. Yogesh has previously served as Whole-time Director on the Boards of National Jute Manufactures Corporation Limited and Birds Jute & Export Corporation of India Limited. Presently, he serves as</p>

		<p>an Independent Director on the Board of PMC Fincorp Limited, a listed NBFC.</p> <p>Mr. Yogesh possesses significant expertise in Companies Act compliances, SEBI Regulations, FEMA, Insolvency and Bankruptcy Code, Income Tax, GST, and other corporate laws. He has extensive experience in interacting with regulatory authorities including SEBI, RBI, MCA, Stock Exchanges, and various judicial and quasi-judicial forums.</p> <p>Mr. Yogesh is also a member of the Bar Council of India, Delhi Bar Association, Institute of Directors, and is registered as an Independent Director with the Indian Institute of Corporate Affairs (IICA).</p>
4.	Disclosure of relationships between directors (in case of appointment of a director).	N.A.

Annexure-III

Details as required under Regulation 30 read with Part A of Schedule III of SEBI LODR Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Due to the casual vacancy caused by the resignation of Ms. Pooja Sarkar as Company Secretary & Compliance Officer of the Company.
2.	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/re-appointment;	June 05, 2026
3.	Brief profile (in case of appointment);	Ms. Diksha Rani is a qualified Company Secretary and an Associate member of the Institute of Company Secretaries of India (ICSI) with experience in corporate secretarial, legal and compliance functions.
4.	Disclosure of relationships between directors (in case of appointment of a director).	NA

Annexure-IV

Details as required under Regulation 30 read with Part A of Schedule III of SEBI LODR Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Inability to devote sufficient time to the Company, coupled with certain personal reasons.
2.	Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment/re-appointment;	June 05, 2026
3.	Brief profile (in case of appointment);	NA
4.	Disclosure of relationships between directors (in case of appointment of a director).	NA

Resignation Letter

Date: 5th June 2026

To,

The Board of Directors
Hardwyn India Ltd.
B-101, Phase- 1, Mayapuri,
New Delhi, Delhi, 110 064

Sub: Submission of Resignation as Director of the Company

Dear Sir,

This is to inform you that due to my inability to devote sufficient time to the Company, coupled with certain personal reasons, I find it appropriate to step down from my position as Director in the Company with effect from closure of business hours on 5th June 2026.

I take this opportunity to express my sincere gratitude to the Board of Directors and Management for their support and cooperation during my tenure.

Kindly take note of my resignation and arrange to complete all necessary fillings and formalities as required under applicable laws.

Thank you.

Yours faithfully,



Tanya Sayal
DIN: 02821564

Annexure-V

Details as required under Regulation 30 read with Part A of Schedule III of SEBI LODR Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	As mentioned in attached Resignation Letter.
2.	Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment/re-appointment;	June 05, 2026
3.	Brief profile (in case of appointment);	NA
4.	Disclosure of relationships between directors (in case of appointment of a director).	NA

Date: 05.06.2026

To,
Board of Director,
Hardwyn India Limited
B-101, Phase-1, Mayapuri, New Delhi, South
West Delhi 110064 India

Subject: Resignation from the position of Company Secretary & Compliance Officer (Key Managerial Personnel)

Respected Sir,

I, Pooja Sarkar, hereby tender my resignation from the position of Compliance Office under Companies Act 2013, SEBI (Listing Obligation and Disclosure Requirements) 2015 and all statutory and designated position in the company with the Immediate effect.

I request that you relieve me of my duties and enable the company to file all necessary forms, including the submission of the relevant intimation to the Registrar of Companies and other regulatory authorities, as required under the applicable provisions of the Companies Act, 2013 and the rules thereunder.

I take this opportunity to sincerely thank the Board, management and colleagues for their support and cooperation during my tenure. It has been a privilege to work with the company and contribute to its growth.

Kindly acknowledge receipt of this letter and confirm the effective date of my relief.

Your faithfully



Pooja Sarkar
M. No: A64177