MEGHMANI
ORGANICS LIMITED

CORPORATE OFFICE: "MEGHMANI HOUSE", Behind Safal Profitaire, Corporate Road, Prahladnagar, Ahmedabad-380 015. Gujarat, (INDIA) Phone No.: +91 79 71761000, 29709600 Fax: +91 79 - 29709605
E-mail: helpdesk@meghmani.com Site: www.meghmani.com CIN: L24110GJ1995PLC024052

27th July, 2018

By online filing

1 National Stock Exchange of India Ltd.,
Exchange Plaza, 5th floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai-400051.

2. BSE Limited,
Corporate Relationship Department,
1ST Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street Fort, Mumbai-400001

3. Singapore Stock Exchange
11 North Buona Vista Drive,
#06-07 The Metropolis Tower 2,
Singapore 138589

Dear Sir,

Sub: - Proceedings of 24th Annual General Meeting of Meghmani Organics Limited held on 27th July, 2018 – under Regulation 30 of SEBI (LODR) 2015.

The 24th Annual General Meeting (AGM) of the Members of the Company was held on **Friday, 27th July, 2018 at 10.00 a.m at J B Auditorium, Ahmedabad Management Association, ATIRA, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad-380015 and the meeting concluded at 12.30 PM.**

Mr. Jayanti Patel, Executive Chairman of the Company presided over the meeting.

Mr. Anand Patel, Mr. C S Liew, Mr. Bhaskar Rao, Manubhai Patel and Mr. Chander Sabharwal, Directors of the Company were absent at the meeting.

The Chairman welcomed the members at the 24th Annual General Meeting (AGM).

The Chairman then informed the members about the sad demise of Shri Chinubhai Shah, Independent Director of the Company and apprised his contribution and service to the Company, society and Investors. Thereafter, the members present observed two minutes silence and paid tribute to Mr. Chinubhai Shah.

The Company Secretary informed that total **96 (Ninety Six)** members attended the meeting as per the records of attendance. As the requisite quorum being present; the meeting was called to be in order.

The Chairman gave an overview of the financial performance of the Company and its Subsidiaries for the financial year ended **31st March, 2018** and business strategies of Agrochemicals, Pigments and Basic Chemicals.

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The Chairman satisfactorily replied the questions asked by the members and noted the suggestions given.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company through Central Depository Services Limited (CDSL) in respect of the Ordinary and Special business to be transacted at the Annual General Meeting. The e-voting period was commenced on **24th July, 2018 (9.00 a.m)** and ended on **26th July, 2018 (5.00 p.m).**

The Chairman further informed to the members present that those Members, who have not been able to cast their vote electronically, may cast their vote physically by ballot. Accordingly, the facility to caste vote through ballot was provided to the Members.

Mr. Mukesh Khandwala, Chartered Accountants of M/s C N K Khandwala & Associates was appointed as Scrutinizer for scrutinizing the e-voting and physical voting process.

The Chairman then advised the Company Secretary to carry out the procedure of voting of all Ten (10) resolutions by Physical Ballot.

The Company Secretary explained the procedure to cast the vote through Ballots and placed all Ten (10) resolutions mentioned in the AGM Notice dated **26nd May, 2018** for voting.

The resolutions placed for e-voting and physical voting are briefly narrated herein below:-

ORDINARY BUSINESS:

1. **Ordinary Resolution :- No. 1**

   Adoption of Audited Standalone Financial Statements of the Company for the year ended 31st March, 2018 together with the reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial statements of the Company for the financial year ended as at 31st March, 2018 together with report of Auditors thereon.

2. **Ordinary Resolution :- No. 2**

   Declaration of dividend @ Rs. 0.40 per Equity Shares on 254,314,211 Equity Shares (including 12946940 Equity Shares represented by Singapore Depository Shares (SDSs)) of Rs. 1/- each for the Financial Year ended on 31st March, 2018.

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3. **Ordinary Resolution :- No. 3**

Re- appointment of Mr. Jayanti Patel (DIN 00027224), Director of the Company who retires by rotation and being eligible offers himself for appointment.

4. **Ordinary Resolution :- No. 4**

Re-appointment of Mr. Anand Patel (DIN 00027836), Director of the Company who retires by rotation and being eligible offers himself for appointment.

5. **Ordinary Resolution :- No. 5**

Ratification of Appointment of M/s S R B C & CO LLP, Chartered Accountants (ICAI Firm Registration No. 324982E/E300003,) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2019 and to authorize the Board to fix their remuneration.

Appointment of Ernst & Young LLP, Chartered Accountants, Singapore, as Joint Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

SPECIAL BUSINESS:-

6. **Special Resolution :- No. 6**

Appointment of Mr. Manubhai Khodidas Patel (DIN 00132045) as Independent Director of the Company.

7. **Special Resolution :- No. 7**

Appointment of Mr. Bhaskar Rao (DIN 08058946) as Independent Director of the Company.

8. **Special Resolution :- No. 8**

Appointment of Mr. C. S. Liew (DIN 08065615) as Independent Director of the Company.

9. **Ordinary Resolution :- No. 9**

Appointment of Cost Auditor for the FY 2018-19.

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10. Ordinary Resolution :- No. 10

To Authorize Board of Directors to enter in to transactions with Related Parties as mentioned in the resolution for a period commencing from 01st April, 2018 and to remain in force unless revoked or varied by the Company in General Meeting.

After completion of voting, the meeting concluded with a vote of thanks to the Chairman,

In accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the consolidated voting results of the Physical ballot and remote e-voting will be declared within 48 hours from the conclusion of Annual General Meeting and will be filed with the Stock Exchange and uploaded on the website of the Company.

Thanking you,

Yours faithfully,
For **Meghmani Organics Limited**

(K. D. Mehta)
Company Secretary

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