



# FAIRCHEM SPECIALITY LIMITED

(Formerly Known as **ADI FINECHEM LIMITED**)

Corporate Office : 1<sup>st</sup> Floor, 2, Sigma Corporates, Behind HOF, Sindhu Bhavan Road,  
Off S.G. Road, Ahmedabad - 380 059. INDIA.

Phone : (079) 29701675, 7818824096 E-mail : info@fairchem.in  
CIN : L15140MH1985PLC286828 Website : www.fairchem.in

16.01.2017

To,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza,  
Plot no. C/1, G Block  
Bandra-kurla Complex  
Bandra (E)  
Mumbai – 400 051.

To,  
**Ahmedabad Stock Exchange Limited**  
1<sup>st</sup> Floor, Kamdhenu Complex  
Opp. Shajanand College,  
Panjara Pole,  
Ahmedabad – 380015.

To,  
**Department of Corporate Services,  
BSE Limited.**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

**Ref: : BSE Code: 530117/ NSE Symbol: 'ADI' and ASE Code: 24855**

**Sub: Regulation 30 read with Schedule III, Part A, Para A(13) of Securities And Exchange Board of India  
(Listing Obligations And Disclosure Requirements) Regulations, 2015 - Proceedings of Court  
Convened Meeting OF Equity Shareholders Of Fairchem Speciality Limited (Erstwhile Known As  
'Adi Finechem Limited')**

Dear Sir(s),

Pursuant to above mentioned and other relevant regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant, we hereby submit the proceedings of the Court Convened meeting of equity shareholders of Fairchem Speciality Limited (erstwhile known as 'ADI Finechem Limited') held on 16<sup>th</sup> January, 2017 at 3:00 p.m. at Ahmedabad Textile Mill's Association Hall, Opposite City Gold Cinema, Ashram Road, Ahmedabad – 380 009, pursuant to order of the Hon'ble High Court of Bombay made on 9<sup>th</sup> December, 2016 to transact the business as per the notice dated 20<sup>th</sup> December, 2016

The remote e-voting facility was provided on the item of the business sought to be transacted at the Court Convened meeting. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for the purpose of extending the facility for Remote e-voting to the members of the Company.

Mr. Utkarsh Shah was the Chairman appointed by the Hon'ble High Court of Bombay for the meeting of Equity Shareholders pursuant to order made on 9<sup>th</sup> December, 2016

In aggregate, 39 members were present in person and 2 members were represented by their proxies and authorised representatives.

The Chairman then announced that until 48 hours before the time of the commencement of the Court Convened Meeting, nil valid proxies covering total of nil shares and 2 persons representations under section 113 of the Companies Act, 2013 from bodies corporate, covering as total of 10,00,000 (Ten Lakhs) shares had been received and the relevant documents were laid on the table for inspection.

Works : 253/P & 312, Sanand - Kadi Highway, Village -Chekhala, Taluka : Sanand, Dist.: Ahmedabad 382 115. INDIA.  
Ph. : (02717) 294375, 9016324095 E-mail : info@fairchem.in

Regd. Office : 324, Dr. D.N. Road, Fort, Mumbai – 400 001, INDIA

The following resolutions was passed by the members:

**"RESOLVED THAT,**

- i. pursuant to Sections 391 to 394 read with Sections 100 to 103 of the Companies Act, 1956, Section 52 of the Companies act, 2013 and other applicable provisions, if any, of the Companies Act, 1956 or the provisions of Companies act, 2013, as applicable;
- ii. pursuant to the observation letters of the BSE Limited dated November 10, 2016 and National Stock Exchange of India Limited dated November 11, 2016 in terms of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and the Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015, issued by the SEBI;
- iii. subject to the approval of the creditors of the Company, if required;
- iv. subject to the approval of shareholders and creditors of Privi Organics Limited and Adi Aromatic Limited;
- v. subject to the approval of the Hon'ble High Court of Judicature at Bombay; and/or any other authority as may be applicable;
- vi. subject to any other approvals, consents, or permissions, as may be required, under applicable laws.

The Scheme of Arrangement between Privi Organics Limited, the Company and Adi Aromatic Limited and their respective shareholders and creditors ("Scheme"), be and is hereby approved.

**RESOLVED FURTHER THAT,** the Board of Directors (which includes any committee thereof) of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as are considered requisite or necessary to effectively implement the arrangement as embodied in the Scheme and to accept such modifications and/or conditions, if any, which may be required and/or imposed by the SEBI, BSE Limited, National Stock Exchange of India Limited, the Hon'ble High Court of Judicature at Bombay and/or by any other authority, while sanctioning the arrangement as embodied in the Scheme."

Mr. Uday Dave of M/s. Parikh Dave & Associates, Practicing Company Secretaries (Membership No. FCS: 6545) was appointed as scrutinizer for scrutinizing the votes cast on poll and e-voting and for submitting the Voting reports.

The Chairman regulated the manner in which the poll was taken. After the poll was taken, the chairman declared the meeting to be closed.

Please take the above on record and acknowledge receipt of the same.

Thanking you,  
Yours faithfully,  
For Fairchem Speciality Limited  
(Erstwhile Known As 'Adi Finechem Limited')

  
Rajen Jhaveri  
Chief Financial Officer and Company Secretary