

Mangalam Drugs and Organics Limited

Regd. Office : Rupam Building, 3rd Floor, 239 P. D'Mello Road, Near G. P. O. Mumbai - 400 001.

☎ 91-22-62616200 / 6300 / 8787 ☎ 91-22-62619090 • CIN : L24230MH1972PLC116413



Date: August 12, 2025

To,
The Secretary,
Listing Department
BSE Limited
P.J Towers, Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 532637

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza. 5th Floor, Plot No. C/1, G Block
Bandra - Kurla Complex, Bandra (E), Mumbai-
400051, Maharashtra.

Symbol: MANGALAM

SUBJECT: Summary of proceedings of Tribunal Convened Meeting of the Equity Shareholders of Mangalam Drugs & Organics Limited ('Company') held on Tuesday, August 12, 2025, through Video Conferencing / Other Audio-visual Means.

REFERENCE: Regulation 30 read with SCHEDULE III of the Securities and Exchange Board of India ("SEBI") Listing Obligations and Disclosure Requirements Regulations, 2015 ("LODR Regulations").

Dear Sir / Madam,

In continuation to our intimation dated July 12, 2025 and pursuant to the Order dated June 30, 2025 ("Order") passed by the Hon'ble NCLT, Mumbai Bench, Mumbai and in compliance with applicable provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), each as amended from time to time, we would like to inform that the Meeting of the Equity Shareholders of the Company ("Meeting") was held on Tuesday, August 12, 2025, through two-way video conferencing ("VC")/ other audio visual means ("OAVM") to transact the business contained in the Notice dated July 01, 2025 ("Notice"), for approval of the Scheme of Merger by Absorption of Mangalam Laboratories Private Limited ("MLPL" or "First Transferor Company" or "The Applicant Company 1") and Shri JB Pharma Private Limited (Formerly known as Shri JB Pharma LLP) ("SJPL" or "Second Transferor Company" or "The Applicant Company 2") with Mangalam Drugs and Organics Limited ("MDOL" or "Transferee Company" or "The Applicant Company 3") and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('the Scheme').

As per captioned subject and mentioned reference, please find enclosed herewith the summary of proceedings of the Tribunal Convened Meeting of the Equity Shareholders of the Company held through Video Conferencing / Other Audio-visual Means on Tuesday, August 12, 2025, which commenced at 12.39 PM and concluded at 01.05. PM.

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We request you to take the above on your record.

Thanking You,
Yours faithfully,

**For and on Behalf of
MANGALAM DRUGS & ORGANICS LIMITED**

Ms. Anuradha Pandey
Company Secretary & Compliance Officer
Membership No : 72902
Place : Mumbai
Enclosure : A/A

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SUMMARY OF PROCEEDINGS OF TRIBUNAL CONVENED MEETING ("TCM") OF EQUITY SHAREHOLDERS OF MANGALAM DRUGS & ORGANICS LIMITED

This is to inform you that the members of Mangalam Drugs and Organics Limited ("the Company") at TCM held on August 12, 2025, transacted the Business as per the TCM Notice. The TCM was held through two-way Video Conferencing (VC) /Other Audio-Visual Means (OAVM) in compliance with all the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") and in accordance MCA Circulars, SEBI Circulars and and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2'). The Company provided a remote e-voting facility at the TCM to its members in respect of the Business to be transacted at TCM.

CREDENTIALS OF MEETING:

Commencement Time	12:39 P.M. (IST)
Conclusion Time	01.05 P.M. (IST)
Date of TCM	August 12, 2025
Day of TCM	Tuesday
Deemed Venue of TCM	Rupam Building, 3rd Floor, 239, P.D' Mello Road, Near G.P.O. Mumbai - 400001, Maharashtra, India
Mode	Through two-way Video Conferencing (VC) / Other Audio-Visual Means
Manner of Approval of Resolutions	Through Remote E-Voting and E-Voting during TCM facility

DIRECTORS' PRESENT:

Sr. No.	Name of Director	Designation	Attended Through VC / OAVM from
1.	Shri Govardhan Murlidhar Dhoot	Chairperson of the Company & Managing Director & Chairperson of CSR Committee	Mumbai
2.	Shri Brijmohan Murlidhar Dhoot	Whole-Time Director	Mumbai
3.	Shri Rukmesh Prabhukumar Dhandhanania	Independent Director	Nagpur

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3.	Shri Rukmesh Prabhukumar Dhandhania	Independent Director	Nagpur
4.	Smt. Nidhi Shantanu Mundada	Independent Director & Chairperson of Audit Committee & Nomination & remuneration committee & Stakeholder Relationship Committee	Nagpur
5.	Shri Praveen Saxena	Independent Director	Delhi
6.	Shri Rakesh Kishinchand Milwani	Non-Executive Director & Non-Independent Director	Mumbai

INVITEES/ IN ATTENDANCE:

Sr. No.	Name	Designation	Attended Through VC / OAVM from
1.	Shri. Sanjay Parab	Chairperson appointed by NCLT for this Meeting	Mumbai
2.	Shri. Ajay Samant	Chief Financial Officer	Mumbai
3.	Miss. Anuradha Pandey	Company Secretary & Compliance Officer	Mumbai
4.	Shri. V. S. Somani	Statutory Auditor	Mumbai
5.	Shri. Bipin Zavar	Internal Auditor	Mumbai
6.	Shri. Venugopal Prasad Rao	Scrutinizer	Mumbai

PROCEEDINGS IN BRIEF:

- Miss **Anuradha Pandey**, Company Secretary & Compliance Officer of the Company, welcomed all Members and introduced the Directors, Auditors, and Scrutinizer present at the meeting. She informed the Members that the Tribunal Convened Meeting had been convened pursuant to the Order dated **June 30, 2025**, passed by the Hon'ble National Company Law Tribunal, Mumbai Bench in **Company Scheme Application No. C.A. (CAA)/67/MB/C-III/2025**. Upon confirmation of the requisite quorum being present, and with the permission of the Chairperson, she declared the meeting duly constituted and called the meeting to order.
- Miss Anuradha Pandey then familiarized the shareholders with the general instructions for participation and voting. She stated that the meeting was held through Video Conferencing

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- in compliance with the applicable provisions of the Companies Act, 2013, SEBI LODR Regulations, MCA Circulars, SEBI Circulars, and NCLT directions. She also briefed about the remote e-voting facility and e-voting during the meeting provided through NSDL. She also said that all relevant statutory registers and documents as referred to in the Notice were available for inspection electronically up to the date of the meeting and during the meeting upon request.
- c. Thereafter, Miss Anuradha Pandey handed over the proceedings to **Shri. Sanjay Parab**, the Chairperson appointed by NCLT for this meeting. The Chairperson formally welcomed all Members and introduced the key purpose of the meeting, which was to consider and approve the proposed Scheme of Merger by Absorption involving:
Mangalam Laboratories Private Limited (First Transferor Company)
Shri JB Pharma Private Limited (Second Transferor Company)
Mangalam Drugs and Organics Limited (Transferee Company)
- d. Miss Anuradha Pandey then read the special business item as set out in the Notice — **approval of the Scheme of Merger by Absorption** — and declared the Notice and Explanatory Statement as read with the consent of the Members present.
- e. The following items of business as set out in the Notice convening TCM were recommended for members' consideration and approval.

Sr. No.	Resolutions	Type of Resolution
SPECIAL BUSINESSES:		
1.	TO CONSIDER, AND IF THOUGHT FIT, TO PASS WITH REQUISITE MAJORITY THE RESOLUTION OF APPROVAL OF PROPOSED MERGER EMBODIES IN SCHEME OF MERGER BY ABSORPTION OF MANGALAM LABORATORIES PRIVATE LIMITED ("MLPL" OR "FIRST TRANSFEROR COMPANY") AND SHRI JB PHARMA PRIVATE LIMITED (FORMERLY KNOWN AS SHRI JB PHARMA LLP) ("SJPPL" OR "SECOND TRANSFEROR COMPANY") WITH MANGALAM DRUGS AND ORGANICS LIMITED ("MDOL" OR "TRANSFEREE COMPANY") AND THEIR RESPECTIVE SHAREHOLDERS.	SPECIAL

- f. She also apprised the Members of the compliance with the observations and directions issued by BSE Limited vide their Observation Letter dated January 1, 2025, and confirmed the Company's adherence to SEBI Master Circular and other applicable provisions.
- g. Then Registered Speaker members were invited to put forth their queries and observations on the proposed Scheme. Then she urged the members present who had not yet voted to cast their votes electronically. The e-voting facility remained open for **30 minutes post conclusion** of the meeting.

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- h. She also apprised that the voting results on the resolution would be announced upon receipt of the Scrutinizer's Report and would be uploaded on the Company's website, NSDL, and intimated to the Stock Exchanges.
- i. Thereafter, Company Secretary, proposed a formal vote of thanks and expressed gratitude to all Members, Directors, Auditors, Scrutinizer, and stakeholders for their participation and continued support.

VOTING BY MEMBERS:

Mr. Venugopal Prasad Rao, appointed as the Scrutinizer by the Hon'ble NCLT, was responsible for scrutinizing the votes cast via remote e-voting and e-voting during the meeting. The Consolidated Scrutinizer's Report, along with voting results on the resolution set out in the Notice, pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015, shall be submitted to the Stock Exchanges within the prescribed timelines.

These results will also be uploaded on the websites of the Company and the Stock Exchanges.

The meeting concluded with a vote of thanks delivered by Miss. Anuradha Pandey – Company Secretary and Compliance Officer of the Company. The voting lines were kept open for 30 minutes for the members to vote.

Thanking You.
Yours faithfully,

For and on Behalf of
MANGALAM DRUGS & ORGANICS LIMITED

Ms. Anuradha Pandey
Company Secretary & Compliance Officer
Membership No : 72902
Place : Mumbai
Enclosure : A/A