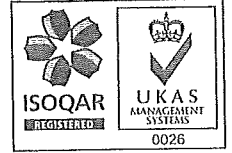


MEGHMANI ORGANICS LIMITED



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



30th January, 2021

By online filing

1 National Stock Exchange of India Ltd., Exchange Plaza, 5 th floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai-400051.	2. BSE Limited, Corporate Relationship Department, P.J. Towers, Dalal Street Fort, Mumbai-400001
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Dear Sir,

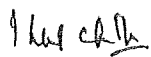
Sub.: Submission of Voting Result of National Company Law Tribunal Conveyed Meeting, of Equity Shareholders, Secured Creditors and Unsecured Creditors of Meghmani Organic Limited along with the Scrutinizers' Report as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

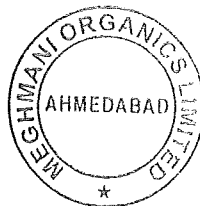
Pursuant to the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the National Company Law Tribunal Conveyed Meeting of Members, Secured and Unsecured Creditors of Meghmani Organics Limited was held on Thursday, January 28, 2021 at 10.00 am, 11.00 am and 12 pm respectively through Video Conferencing (VC) /Other Audio Visual Means (OAVM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

We declare/submit herewith the details of the results of voting held through remote e-voting and e-voting at the meeting along with scrutinizer's report. A copy of the same is also being placed on the Company's website.

We request you to take the same on your record.

Yours faithfully,
For Meghmani Organics Limited


(K. D. Mehta)
Company Secretary





Voting Results of National Company Law Tribunal Conveyed Meeting of Members of Meghmani Organics Limited

Name of the Company	Meghmani Organics Limited
Date of the NCLT convened meeting	28 th January, 2021
Total No. of Shareholders as on Record Date	
No. of shareholders present in the meeting either in person or through proxy	NA
A. Promotee / Promoter Group	-
B. Public	-
No. of Shareholders attended the meeting through Video Conferencing	
A. Promotee / Promoter Group	41
B. Public	79

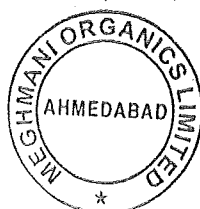
Details of remote e-voting and e-voting at the meeting as per regulation 44 of SEBI (Listing Obligations and Disclosure (Requirement) Regulations, 2015.

Resolution No. 1		To approve the composite Scheme of arrangement in the nature of Demerger of Agrochemical and Pigment Undertaking of Meghmani Organics Limited to Meghmani Organochem Limited; and amalgamation of remaining business undertaking of Meghmani Organics Limited with Meghmani Finechem Limited and their respective shareholders and creditors.						
Whether Promoter / Promoter group are interested in the agenda / resolution		Yes to the extent of shareholding						
Category	Mode of Voting	No. of Share Held	No. of Votes polled	% of votes polled on the Outstanding Shares = [(2)/(1)] * 100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled = [(4)/(2)] * 100	% of votes against on votes polled = [(5)/(2)] * 100
Promoter and promoter group	e-voting	124596465	121988972	97.91	121988972	-	100	0.00
	Poll*		0.00	0.00	0.00	-	0.00	0.00
	TOTAL	124596465	121988972	97.91	121988972	-	100	0.00
Public Institutions	e-voting	3832143	2701495	70.50	2701495	-	100	0.00
	Poll*		0.00	0.00	0.00	-	0.00	0.00
	TOTAL	3832143	2701495	70.50	2701495	-	100	0.00
Public Non-Institutions	e-voting	125885603	7587941	6.02	0.00	-	100	0.00
	Poll*		0.00	0.00	0.00	-	0.00	0.00
	TOTAL	125885603	7587941	6.02	0.00	-	100	0.00

The above resolution was declared to have been passed with requisite majority.

For Meghmani Organics Limited.

K D Mehta
Company Secretary





SCRUTINIZER REPORT

"Pursuant to Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, by its Order dated December 02, 2020 and in Compliance with Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014"

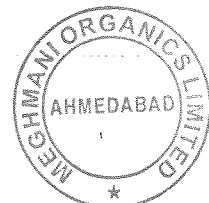
To,

Mr. Mukesh Khandwala,
Practising Chartered Accountant,
Chairperson appointed by Hon'ble NCLT, Ahmedabad Bench,
For the NCLT Convened Meeting of Equity Shareholders.

SUB: Consolidated Report of Scrutinizer on Remote e-voting and Electronic voting at the Hon'ble National Company Law Tribunal (NCLT) convened Meeting of Equity Shareholders of MEGHMANI ORGANICS LIMITED

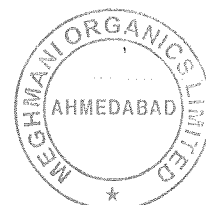
Dear Sir,

1. I, Kaushik Jayantilal Shah, of M/s. K J Shah & Company, Practising Company Secretary (FCS 2420) have been appointed by the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, by its Order dated December 02, 2020 to act as Scrutinizer for Remote e- voting process commenced from Monday, January 25, 2021 at 09:00 a.m. to Wednesday, January 27, 2021 at 05:00 p.m. and voting through Video Conferencing ("VC")/ Other Audio-Visual Means (OVAM) at the meeting held on Thursday, January 28, 2021 at 10:00 a.m. of the Equity shareholders of Meghmani Organics Limited in terms of provisions of Section 108 of the Companies Act, 2013 (hereinafter the "Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



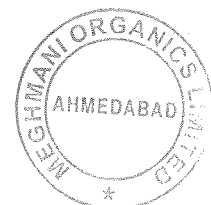


2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules read with MCA Circulars referred hereunder relating to voting through electronic means (i.e., by Remote e-voting) and e-voting at the Meeting of the Equity Shareholders conducted through video conference in respect of the resolution contained in the **Notice dated December 14, 2020**. My responsibility as a Scrutinizer for the voting process of voting through electronic means (i.e. by Remote e-voting) and e-voting at the meeting of the Equity Shareholders conducted through video conferencing is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide such electronic voting facility (Remote e-voting) and e-voting at the platform provided during the Meeting, arrangement for which were made by the Company.
3. Pursuant to the order of the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, and in terms of provisions of Section 108 of the Companies Act, 2013 (hereinafter the "Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in compliance with MCA Circular No. 14/2020 dated 8th April, 2020, and Circular No. 17/2020 dated 13th April, 2020, the Company has confirmed that the Electronic copy of the Notice for the NCLT convened meeting of Equity Shareholders of the Company along with the process of electronic voting at the meeting and the Remote e- voting were sent to the Equity Shareholders whose e-mail address are registered with the Company and/or Depositories for communication purposes and through Postal Services whose address are not registered with the Company and Depositories. The said dispatch of Notices was completed on **December 28, 2020**.





4. The Public announcement in respect of the said notices with the requisite requirements were given in **Business Standard (English)**, Ahmedabad Edition and **Sandesh (Gujarati)**, Ahmedabad and Vadodara Edition on **December 28, 2020**.
5. The Company had appointed **Central Depository Services (India) Limited (CDSL)** for conducting the Electronic voting by the Equity Shareholders of the company at the meeting.
6. The Company had availed the Remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting the Remote e-voting by the Equity Shareholders of the Company. **The Remote e-voting commenced at 09:00 a.m. on Monday, January 25, 2021 and ended at 05:00 p.m. on Wednesday, January 27, 2021, and the CDSL remote e voting portal was blocked for voting thereafter.**
7. The Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, has fixed the **quorum of 30 Equity Shareholders**.
8. **45 (Forty-Five)** Equity Shareholders representing **aggregate value of Rs 89089270** were present at the meeting through VC/ OAVM . The Members who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the Meeting. However, all the Shareholder presents had already cast the votes through remote e-voting.
9. The Cut-off date was **Thursday, January 21, 2021** for the purpose of deciding the Equity Shareholders entitled to vote through e-voting and Remote e-voting by the Equity Shareholders on the resolution seeking their approval.
10. After the closure of e-voting for the meeting, the votes casted through Remote e-voting and through e-voting during the meeting were unblocked by me from the website of the CDSL (www.evotingindia.com) in the presence of Ms. Mital Vaghasiya and Ms. Anjali Samani, who are not employees of the Company and who have signed below as witnesses for the unblocking of the votes.
11. On the basis of the votes exercised by the **120** Equity Shareholders of the Company through Remote e-voting and no e-voting by the members at the meeting, I have issued this report. It is further to be noted that the meeting was commenced at **10 a.m.** and concluded by the Chairman at **10.26 a.m.** The window for voting was closed at **10.46 a.m.**





K. J. SHAH & CO.

12. The consolidated results of Remote e-voting and e-voting of the meeting along with the proposed resolution have been given vide Annexure "A" to this report.
13. Based on the foregoing, the resolution as proposed in the Notice dated **December 14, 2020** of Equity Shareholders of the Company have been approved on **January 28, 2021**, by Equity Shareholders by exercising voting rights of three-fourths in value and Number of shares voted in favour by way of remote-e-voting and e-voting at the meeting.
14. The list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the Resolution is being mailed separately to the Company.

Place: Ahmedabad

Date: 29th January, 2021

For, K J Shah & Company

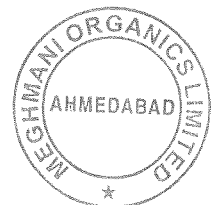
Company Secretary

(Kaushik Shah)

Proprietor

FCS 2420 CP 1414

UDIN:F002420B002346201



VOTING RESULTS: Number of Shares

Particulars	No. of Vote polled		Vote in favour				Vote in against			
	No. of members polled	No. of Vote polled	No. Of members	% of members	No. of Vote	% of votes	No of members	% of members	No of vote	% of vote
Promoters and Relative of Promoters -Directors	41	121988972	41	100	121988972	100	Nil	Nil	Nil	Nil
Remote e-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
E-voting	79	10289436	79	100	10289436	100	Nil	Nil	Nil	Nil
Public	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	120	132278408	120	100	132278408	100	Nil	Nil	Nil	Nil

VOTING RESULTS: Value of Shares

Particulars	No. of Vote polled (in Value)		Vote in favour (in Value)				Vote in against (in value)			
	No. of members polled	Votes polled In Value Rs.	No. Of members	% of members	Votes polled In Value Rs	% of votes	No of members	% of members	Votes polled In Value Rs	% of votes
Promoters and Relative of Promoters -Directors	41	121988972	41	100	121988972	100	Nil	Nil	Nil	Nil
Remote e-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
E-voting	79	10289436	79	100	10289436	100	Nil	Nil	Nil	Nil
Public	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	120	132278408	120	100	132278408	100	Nil	Nil	Nil	Nil



ANNEXURE "A"

Item No.1:

"RESOLVED THAT pursuant to the provision of Sections 230 to 232 read with Section 66 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and enabling provisions in the Memorandum and Articles of Association of the Company and subject to compliance with various Securities and Exchange Board of India (SEBI) Regulations including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the observation letters issued by National Stock Exchange of India Limited and BSE Limited dated 4th September, 2020 respectively, and other applicable laws/regulations/rules and the sanction of the National Company Law Tribunal, Ahmedabad bench ("NCLT" or "Tribunal") and/or such other competent authority, as may be applicable, and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Composite Scheme of Arrangement between Meghmani Organics Limited, Meghmani Organochem Limited and Meghmani Finechem Limited and their respective Shareholders and Creditors ("Scheme"), which inter alia envisages Demerger of Agrochemical and Pigment Undertaking of Meghmani Organics Limited to Meghmani Organochem Limited, on a going concern basis; Change of terms of OCRPS issued by Meghmani Finechem Limited and Amalgamation of remaining business undertaking of Meghmani Organics Limited with Meghmani Finechem Limited, on a going concern basis, consequential de-listing of Singapore Depository Shares of MOL-1 at Singapore Exchange Securities Trading Limited ("SGX-ST") and for matters consequential, supplemental and / or otherwise integrally connected therewith as per the terms and conditions mentioned in the Scheme, be and is hereby approved."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Tribunal while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."





305, Hrishikesh-II, Opp. Municipal School, Nr. Navrangpura Bus Stand, Navrangpura, Ahmedabad-380 009
Email : kshahco@yahoo.com • Ph: 91-79-26423700/40040708 • M: 91-9426016200

SCRUTINIZER REPORT

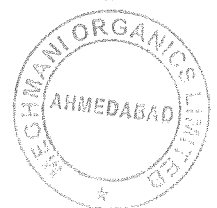
"Pursuant to Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, by its Order dated December 02, 2020 and in Compliance with Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014"

To,
Mr. Mukesh Khandwala,
Practising Chartered Accountant,
Chairperson appointed by Hon'ble NCLT, Ahmedabad Bench,
For the NCLT Convened Meeting of Secured Creditors

SUB: Consolidated Report of Scrutinizer on Electronic voting at the Hon'ble National Company Law Tribunal (NCLT) convened Meeting of Secured Creditors of
MEGHMANI ORGANICS LIMITED

Dear Sir,

1. I, Kaushik Jayantilal Shah, of M/s. K J Shah & Company, Practising Company Secretary (FCS 2420) have been appointed by the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, by its Order dated December 02, 2020 to act as scrutinizer for voting through Video Conferencing ("VC")/ other audio-visual means (OVAM) at the meeting held on Thursday, January 28, 2021 at 11:00 a.m. of the Secured Creditors of Meghmani Organics Limited in terms of provisions of Section 108 of the Companies Act, 2013 (hereinafter the "Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

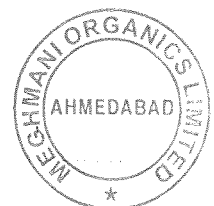




2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules read with MCA Circulars referred here under relating to e-voting at the Meeting of the Secured Creditors conducted through video conference in respect of the resolution contained in the **Notice dated December 14, 2020**. My responsibility as a Scrutinizer for the voting process of voting at the meeting of the Secured Creditors conducted through video conferencing is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide such e-voting at the platform provided during the Meeting, arrangement for which were made by the Company.

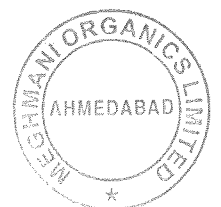
It is further to be noted under clause 23 (viii) of NCLT Order dated December 02, 2020 the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, has directed the meetings of Secured Creditors of MOL-1 to be carried out by e voting.

3. Pursuant to the order of the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, and in terms of provisions of Section 108 of the Companies Act, 2013 (hereinafter the "Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in compliance with MCA Circular No. 14/2020 dated 8th April, 2020, and Circular No. 17/2020 dated 13th April, 2020, the Company has confirmed that the Electronic copy of the Notice for the NCLT convened meeting of Secured Creditors of the Company along with the process of electronic voting at the meeting was sent to the Secured Creditors whose e-mail address are registered with the Company for communication purposes. The said dispatch of Notices was completed on **December 28, 2020**.





4. The Public announcement in respect of the said notices with the requisite requirements were given in **Business Standard (English)**, Ahmedabad Edition and **Sandesh (Gujarati)**, Ahmedabad and Vadodara Edition on **December 28, 2020**.
5. The Company had appointed **Central Depository Services (India) Limited (CDSL)** for conducting the Electronic voting by the Secured Creditors of the company at the meeting.
6. The Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, has fixed the quorum of **3 (Three)** Secured Creditors for the meeting.
7. **4 (Four)** Secured creditors representing aggregate value of **Rs 132,45,29,845/-** were present at the meeting through VC/ OAVM . The facility was given to Secured Creditors to cast their votes through e-voting system during the Meeting.
8. The Cut-off date was **Thursday, January 21, 2021** for the purpose of deciding the Secured Creditors entitled to vote through e-voting by the Secured Creditors on the resolution seeking their approval.
9. After the closure of e-voting for the meeting, the votes casted through e-voting during the meeting were unblocked by me from the website of the CDSL (www.evotingindia.com) in the presence of Ms. Mital Vaghasiya and Ms. Anjali Samani, who are not employees of the Company and who have signed below as witnesses for the unblocking of the votes.
10. On the basis of the votes exercised by the Secured Creditors of the Company through venue e-voting of the meeting, I have issued this report. It is further to be noted that the venue meeting was commenced at **11 a.m.** and concluded by the Chairman at **11.22 a.m.** The window for voting was closed at **11.40 a.m.**
11. The results of e-voting of the meeting along with the proposed resolution have been given vide Annexure "A" to this report.





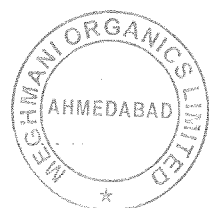
K. J. SHAH & CO.

12. Based on the foregoing, the resolution as proposed in the Notice dated **December 14, 2020**, the Secured Creditors of the Company, have been approved on **January 28, 2021** representing three-fourths in value and in Number of Secured Creditors by way of e-voting at the meeting.
13. The list of Secured Creditors who voted "FOR", "AGAINST" and those whose votes were declared invalid for the Resolution is being mailed separately to the Company. '

Place: Ahmedabad
Date: 29th January, 2021

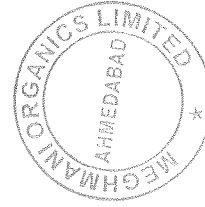
For, K J Shah & Company
Company Secretary

(Kaushik Shah)
Proprietor
FCS 2420 CP 1414
UDIN:F002420B002346223



VOTING RESULTS:

Particulars	No. of Vote polled (in Rs.)		Vote in favour (in Rs.)				Vote in against (in Rs.)			
	No. of Secured Creditors	Value of Votes in RS.	No. of Secured Creditors	% of No of Secured Creditors	Value of Votes in RS.	% of votes	No. of Secured Creditors	% of Secured Creditors	Value of Votes in RS.	% of votes
Secured Creditors	4	1324529845	4	100	1324529845	100	Nil	Nil	Nil	Nil
Venue E-voting										
Total	4	1324529845	4	100	1324529845	100	Nil	Nil	Nil	Nil

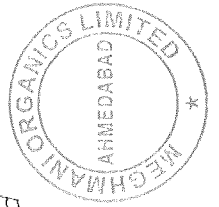


ANNEXURE "A"

Item No.1:

"RESOLVED THAT pursuant to the provision of Sections 230 to 232 read with Section 66 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and enabling provisions in the Memorandum and Articles of Association of the Company and subject to compliance with various Securities and Exchange Board of India (SEBI) Regulations including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the observation letters issued by National Stock Exchange of India Limited and BSE Limited dated 4th September, 2020 respectively, and other applicable laws/regulations/rules and the sanction of the National Company Law Tribunal, Ahmedabad bench ("NCLT" or "Tribunal") and/or such other competent authority, as may be applicable, and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Composite Scheme of Arrangement between Meghmani Organics Limited, Meghmani Organochem Limited and Meghmani Finechem Limited and their respective Shareholders and Creditors ("Scheme"), which inter alia envisages Demerger of Agrochemical and Pigment Undertaking of Meghmani Organics Limited to Meghmani Organochem Limited, on a going concern basis; Change of terms of OCRPS issued by Meghmani Finechem Limited and Amalgamation of remaining business undertaking of Meghmani Organics Limited with Meghmani Finechem Limited, on a going concern basis, consequential de-listing of Singapore Depository Shares of MOL-1 at Singapore Exchange Securities Trading Limited ("SGX-ST") and for matters consequential, supplemental and / or otherwise integrally connected therewith as per the terms and conditions mentioned in the Scheme, be and is hereby approved."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Tribunal while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."





K. J. SHAH & CO.

Company Secretaries
Insolvency Professional

305, Hrishikesh-II, Opp. Municipal School, Nr. Navrangpura Bus Stand, Navrangpura, Ahmedabad-380 009
Email - kjsahco@yahoo.com ♦ Ph: 91-79-26423700/400-40708 ♦ M: +91-9426016200

SCRUTINIZER REPORT

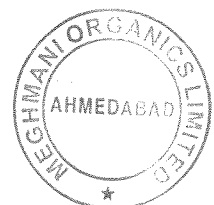
"Pursuant to Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, by its Order dated December 02, 2020 and in Compliance with Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014"

To,
Mr. Mukesh Khandwala,
Practising Chartered Accountant,
Chairperson appointed by Hon'ble NCLT, Ahmedabad Bench,
For the NCLT Convened Meeting of Unsecured Creditors

SUB: Consolidated Report of Scrutinizer on Electronic voting at the Hon'ble National Company Law Tribunal (NCLT) convened Meeting of Unsecured Creditors of
MEGHMANI ORGANICS LIMITED

Dear Sir,

I, Kaushik Jayantilal Shah, of M/s. K J Shah & Company, Practising Company Secretary (FCS 2420) have been appointed by the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, by its Order dated December 02, 2020 to act as scrutinizer for voting through Video Conferencing ("VC")/ other audio-visual means (OVAM) at the meeting held on Thursday, January 28, 2021 at 12:00 a.m. of the Unsecured Creditors of Meghmani Organics Limited in terms of provisions of Section 108 of the Companies Act, 2013 (hereinafter the "Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

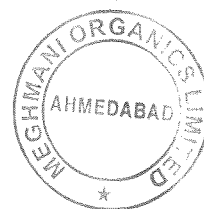




2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules read with MCA Circulars referred here under relating to e-voting at the Meeting of the Unsecured Creditors conducted through video conference in respect of the resolution contained in the **Notice dated December 14, 2020**. My responsibility as a Scrutinizer for the voting process of e-voting at the meeting of the Unsecured Creditors conducted through video conferencing is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide such e-voting at the platform provided during the Meeting, arrangement for which were made by the Company.

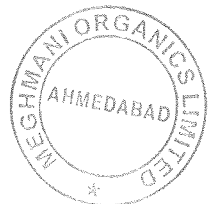
It is to be noted that under clause 23 (viii) of NCLT Order dated December 02, 2020, Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, has directed that meeting of Unsecured Creditors of MOL-1 be carried out by e voting.

3. Pursuant to the order of the Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, and in terms of provisions of Section 108 of the Companies Act, 2013 (hereinafter the "Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in compliance with MCA Circular No. 14/2020 dated 8th April, 2020, and Circular No. 17/2020 dated 13th April, 2020, the Company has confirmed that the Electronic copy of the Notice for the NCLT convened meeting of Unsecured Creditors of the Company along with the process of electronic voting at the meeting was sent to the Unsecured Creditors whose e-mail address are registered with the Company for communication purposes and through courier whose e-mail address are not registered with the Company. The said dispatch of Notices was completed on 28th December, 2020.





4. The Public announcement in respect of the said notices with the requisite requirements were given in **Business Standard (English)**, Ahmedabad Edition and **Sandesh (Gujarati)**, Ahmedabad and Vadodara Edition on **December 28, 2020**
5. The Company had appointed **Central Depository Services (India) Limited (CDSL)** for conducting the Electronic voting by the Unsecured Creditors of the company at the meeting.
6. The Cut-off date was **Thursday, January 21, 2021** for the purpose of deciding the Unsecured Creditors entitled to vote through e-voting by the Unsecured Creditors on the resolution seeking their approval.
7. The Hon'ble National Company Law Tribunal (NCLT), Ahmedabad Bench, has fixed the quorum of **15 (Fifteen)** Un-secured Creditors for the meeting.
8. **41 (Forty- One)** Un-secured creditors representing **aggregate value of Rs 53,44,70,224/-** were present at the meeting through VC/ OAVM . The facility was given to Un-secured Creditors to cast their votes through e-voting system during the Meeting. **However, 5 (Five) Un-secured creditors representing aggregate value of Rs 1,86,88,430/- have not cast their votes.**
9. After the closure of e-voting for the meeting, the votes casted through e-voting during the meeting were unblocked by me from the website of the CDSL (www.evotingindia.com) in the presence of Ms. Mital Vaghasiya and Ms. Anjali Samani, who are not employees of the Company and who have signed below as witnesses for the unblocking of the votes.





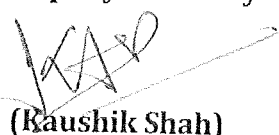
K. J. SHAH & CO.

10. On the basis of the votes exercised by the Unsecured Creditors of the Company through venue e-voting of the meeting, I have issued this report. It is further to be noted that the venue meeting was commenced at 12 p.m. and concluded by the Chairman at 12.23 pm. The window for voting was closed at 12.38 pm.
11. The results of e-voting of the meeting along with the proposed resolution have been given vide Annexure "A" to this report.
12. Based on the foregoing, the resolution as proposed in the Notice dated December 14, 2020 of Unsecured Creditors of the Company, have been approved on January 28, 2021 with a majority of Unsecured Creditors representing three-fourths in value and in number of Unsecured Creditors by way of e-voting at the meeting.
13. The list of Unsecured Creditors who voted "FOR", "AGAINST" and those whose votes were declared invalid for the Resolution is being mailed separately to the Company.

Place: Ahmedabad

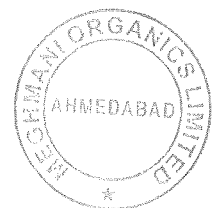
Date: 29th January, 2021

For, K J Shah & Company
Company Secretary


(Kaushik Shah)
Proprietor

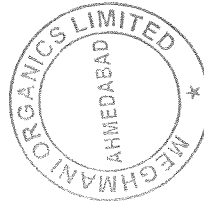
FCS 2420 CP 1414

UDIN:F002420B002346234



VOTING RESULTS:

Particulars	Vote polled (in Rs)			Vote in favour (in Rs)			Vote in against (in Rs)			
	No. of Un Secured Creditors	Value of Vote in Rs.	No. of Un Secured Creditors	% of No of Un Secured Creditors	Value of Vote in Rs.	% of votes	No. of Un Secured Creditors	% of No of Un Secured Creditors	Value of Vote in Rs.	% of votes
Unsecured Creditors	36	515781794	36	100	515781794	100	Nil	Nil	Nil	Nil
Total	36	515781794	36	100	515781794	100	Nil	Nil	Nil	Nil



ANNEXURE "A"

Item No.1:

"RESOLVED THAT pursuant to the provision of Sections 230 to 232 read with Section 66 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and enabling provisions in the Memorandum and Articles of Association of the Company and subject to compliance with various Securities and Exchange Board of India (SEBI) Regulations including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the observation letters issued by National Stock Exchange of India Limited and BSE Limited dated 4th September, 2020 respectively, and other applicable laws/regulations/rules and the sanction of the National Company Law Tribunal, Ahmedabad bench ("NCLT" or "Tribunal") and/or such other competent authority, as may be applicable, and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Composite Scheme of Arrangement between Meghmani Organics Limited, Meghmani Organochem Limited and Meghmani Finechem Limited and their respective Shareholders and Creditors ("Scheme"), which inter alia envisages Demerger of Agrochemical and Pigment Undertaking of Meghmani Organics Limited to Meghmani Organochem Limited, on a going concern basis; Change of terms of OCRPS issued by Meghmani Finechem Limited and Amalgamation of remaining business undertaking of Meghmani Organics Limited with Meghmani Finechem Limited, on a going concern basis, consequential de-listing of Singapore Depository Shares of MOL-1 at Singapore Exchange Securities Trading Limited ('SGX-ST') and for matters consequential, supplemental and / or otherwise integrally connected therewith as per the terms and conditions mentioned in the Scheme, be and is hereby approved."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Tribunal while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."

