

Ref: MOL/2025-26/76
April 04, 2026

To

National Stock Exchange of India Limited "Exchange Plaza", Bandra-Kurla Complex, Bandra (East) Mumbai 400051 SYMBOL:- MOL	BSE Limited Floor- 25, P J Tower, Dalal Street, Mumbai 400 001 Scrip Code:- 543331
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Sub: Outcome of Board Meeting held on April 4, 2026

Ref:- Intimation under Regulation 30 of SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 ("Listing Regulations")

Dear Sir,

The Board of Directors of Meghmani Organics Limited ("Transferee Company") on recommendation of its Audit Committee at its meeting held on April 4, 2026, has considered and approved a Scheme of Amalgamation ("Scheme"), pursuant to Sections 230 to 232 and other relevant provisions of the Companies Act, 2013 and the Rules made thereunder. The Scheme, inter alia, provides for the amalgamation of Kilburn Chemicals Limited ("Transferor Company 1") and Meghmani Crop Nutrition Limited ("Transferor Company 2"), being wholly owned subsidiaries, with Meghmani Organics Limited ("Transferee Company"), whereby the entire business, assets, liabilities, rights, obligations, licenses, contracts, and employees of the Transferor Companies shall stand transferred to and vested in the Transferee Company on a going concern basis. The Appointed Date of the Scheme is January 1, 2026, and the Scheme shall become effective upon filing of the certified copy of the order of the Hon'ble National Company Law Tribunal ("NCLT") with the Registrar of Companies.

The Scheme is subject to requisite statutory and regulatory approvals of Central Government, National Company Law Tribunal (NCLT), and/or any other regulatory approvals and sanction by the respective Shareholders and Creditors of each of the Companies, involved in the Scheme.

The draft Scheme shall be filed with the Stock Exchanges as per provisions of the Regulation 37 of the SEBI Listing Regulations.

The information as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed as Annexure I.

The meeting of the Board of Directors commenced at 11:10 a.m. and concluded at 11:40 a.m.

Kindly take the above on your record.

Thanking you,

**Yours faithfully,
For, Meghmani Organics Limited**

**Jayesh Patel
Company Secretary & Compliance Officer
ICSI Mem. No.: A14898**

Annexure 1

Details pursuant to Reg. 30 of the SEBI Listing Regulations read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015:

Clause	Requirement	Disclosure
1.2 (a)	Name of the entity (ies) forming part of the amalgamation/merger / demerger, details in brief such as, size, turnover etc.	<p>Kilburn Chemicals Limited ("Transferor Company 1") and Meghmani Crop Nutrition Limited ("Transferor Company 2") with Meghmani Organics Limited ("Transferee Company")</p> <p>The Scheme inter alia provides: -</p> <p>for amalgamation of Kilburn Chemicals Limited ("Transferor Company 1") and Meghmani Crop Nutrition Limited ("Transferor Company 2") with Meghmani Organics Limited ("Transferee Company")</p> <p>The Scheme provides that the entire business, assets, liabilities, rights, obligations, licenses, contracts, and employees of the Transferor Companies, including those acquired or arising from the Appointed Date, shall stand transferred to and vested in the Transferee Company on a going concern basis without any further act or deed.</p> <p>The Appointed Date of the Scheme is January 1, 2026.</p> <p>The Scheme is subject to necessary approvals and sanctions from the National Company Law Tribunal, shareholders, creditors and other appropriate authorities, as defined therein.</p>

		<p>The details of the assets and turnover of each Companies is as under: -</p> <p style="text-align: center;">(Rs. In Lakhs)</p> <table border="1"> <thead> <tr> <th>Entity</th> <th>Total Assets as on 31.12.2025</th> <th>Total Turnover as on 31.12.2025</th> </tr> </thead> <tbody> <tr> <td>Kilburn Chemicals Limited</td> <td>65709.14</td> <td>4976.00</td> </tr> <tr> <td>Meghmani Crop Nutrition Limited</td> <td>11640.63</td> <td>2523.12</td> </tr> <tr> <td>Meghmani Organics Limited</td> <td>309525.53</td> <td>163519.67</td> </tr> </tbody> </table>	Entity	Total Assets as on 31.12.2025	Total Turnover as on 31.12.2025	Kilburn Chemicals Limited	65709.14	4976.00	Meghmani Crop Nutrition Limited	11640.63	2523.12	Meghmani Organics Limited	309525.53	163519.67
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1.2 (b)	<p>Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"?</p>	<p>Kilburn Chemicals Limited and Meghmani Crop Nutrition Limited are wholly owned subsidiaries of Meghmani Organics Limited.</p> <p>However, the Scheme of Amalgamation is being undertaken at arm's length, based on a fair and reasonable basis, and in compliance with applicable provisions of the Companies Act, 2013 and other relevant regulations.</p>												
1.2 (c)	<p>Area of business of the entity(ies)</p>	<p>Kilburn Chemicals Limited: - The Transferor Company 1 is engaged in the business of manufacturing and selling Anatase Grade Titanium Dioxide in India.</p> <p>Meghmani Crop Nutrition Limited: - The Transferor Company 2 is engaged in business of manufacturing and selling of crop nutrition.</p> <p>Meghmani Organics Limited:- The Transferee Company is inter alia engaged in the business of</p>												

		<p>manufacturing and selling of Crop protection and Pigments.</p>
<p>1.2 (d)</p>	<p>Rationale for amalgamation/merger/demerger;</p>	<p>The Board of Directors of each of the said Companies have considered and proposed the present Scheme of Amalgamation.</p> <p>The proposed amalgamation is in the best interest of all stakeholders, including shareholders, employees, creditors and other stakeholders of the respective companies, as the proposed amalgamation will yield advantages as set out inter alia below;</p> <ul style="list-style-type: none"> • Simplification of overall group structure by fully integrating operations of Transferor Companies with Transferee Company and creating efficiencies through amalgamation. • Optimal utilization of existing resources through consolidation of operations into a single legal entity. • Provide an opportunity to leverage and pool resources of the respective companies. • Derive operational and financial synergies through prudent financial management and cost reduction. • Better administration, reduction / rationalization in costs, focused operational efforts and elimination of duplication.

Details pursuant to Reg. 30 of the SEBI Listing Regulations read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015:

Clause	Requirement	Disclosure															
1.2 (e)	In case of cash consideration amount or otherwise share exchange ratio;	<p>Pursuant to the Scheme, the entire share capital and securities of the Transferor Companies held by the Transferee Company shall stand cancelled without any further application, act or deed. Since the Transferor Companies are a wholly owned subsidiary, no consideration is payable, and accordingly:</p> <ul style="list-style-type: none"> o No share exchange ratio is applicable o No issue of shares by the Transferee Company is involved. 															
1.2 (f)	Brief details of change in shareholding pattern (if any) of listed entity.	<p>Since the Transferor Companies are wholly owned subsidiaries, no shares are proposed to be issued under the Scheme, and therefore, the shareholding pattern of Meghmani Organics Limited (Transferee Company) shall remain unchanged. The Shareholding of MOL (Transferee Company) based on shareholding pattern ended on 31.12.2025, is as under;</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>Pre-merger (Shareholding %)</th> <th>Post-merger / demerger (Shareholding %)</th> </tr> </thead> <tbody> <tr> <td>Promoters</td> <td>48.98</td> <td>48.98</td> </tr> <tr> <td>Public</td> <td>51.02</td> <td>51.02</td> </tr> <tr> <td>Total</td> <td>100.00</td> <td>100.00</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> </tbody> </table>	Particulars	Pre-merger (Shareholding %)	Post-merger / demerger (Shareholding %)	Promoters	48.98	48.98	Public	51.02	51.02	Total	100.00	100.00			
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