MEGHMANI
ORGANICS LIMITED

CORPORATE OFFICE : "MEGHMANI HOUSE", SHREE NIVAS SOCIETY, PALDI, AHMEDABAD-380 007. (INDIA)
Phone : +91-79-7176 1000 FAX : 91-79-26640670 E-mail : exports@meghmani.com
Site : www.meghmani.com

30/07/2014

1. The Asst. Vice President
   National Stock Exchange of India Limited
   "Exchange Plaza", Bandra-Kurla Complex,
   Bandra (East)
   Mumbai 400 051

2. Mr. Marian Dsouza,
   Bombay Stock Exchange Limited
   Floor- 25, P J Tower,
   Dalal Street,
   Mumbai 400 001

Dear Sir

Sub:- Scrutinizer's Report :- AGM held on 28.07.2014

We forward herewith the Scrutinizer's report Dated July 30, 2014 received from Khandwala & Khandwala on the result of the voting through electronic system and physical mode in respect of all resolutions set out in the Notice of AGM dated 23 May, 2014.

Thanking you.

Yours faithfully,
For Meghmani Organics Limited

K D Mehta
Company Secretary

REGD. OFFICE : PLOT NO. 184, (PHASE II), G.I.D.C. INDUSTRIAL ESTATE, VATVA, AHMEDABAD-382 445. (INDIA)
PHONE : 91-79-25831210, 25834657 FAX : 91-79-25833403, 25892327 E-mail : exports@meghmani.com

A. Govt. Recognize
TRADING HOUS

Khandwala & Khandwala
CHARTERED ACCOUNTANTS

July 30, 2014

To,
MEGHMANI ORGANICS LIMITED,
184, PHASE II GIDC INDUSTRIAL ESTATE
VATVA,
AHMEDABAD-382445

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provision of Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the share holders at the AGM who do not have access to e-voting.

I, MUKESH M KHANDWALA of KHANDWALA & KHANDWALA CHARTERED ACCOUNTANTS, had been appointed as the scrutinizer by the Board of Directors of **Meghmani Organics Limited** vide resolution dated May 23, 2014, pursuant to Section 108 of the Companies Act, 2013 to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at Twentieth Annual General Meeting of the Company to be held on July 28, 2014.

The Notice dated May 23, 2014 convening Annual General Meeting (AGM) of the Company along with explanatory statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on July 28, 2014.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by Physical Ballot papers at the AGM to the members who do not have access to e-voting facility.

The Shareholders of the Company holding shares as on the "cut-off" date June 30, 2014, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 17 in the Notice of the 20th AGM of Meghmani Organics Limited.

The voting period for e-voting commenced on Monday, July 21, 2014 at 9.00 a.m. and ended on Wednesday, July 23, 2014 at 6.00 p.m. and the CDSL e-voting platform was blocked thereafter. The votes were unblocked on July 23, 2014 around 6:30 pm in the presence of two witnesses Mr. Arun Patel (16, Yash Tenament, Near Valam Bungalows, Punitnagar Road, Ghodasar, Ahmedabad 380050) and Mr. Ankur Tapiawala (201, Hariash Appartment, Shrimali Society, opp. Navrangpura Police Station, Navrangpura, Ahmedabad 380009) who are not in our employment. They have signed below in confirmation of the votes being unblocked in their presence.

Asipatel

(Mr. Arun Patel)

Tapiawala

(Mr. Ankur Tapiawala)

The votes cast through physical ballot forms on July 28, 2014 were also considered for the report.

M/S. KHANDWALA & KHANDWALA ★ AHMEDABAD ★ CHARTERED ACCOUNTANTS

2nd Floor, 'Hrishikesh', Vasantbaug Society, Opp. Water Tank, Gulbai Tekra, Ahmedabad - 380 006.
Phone : +91 99989 50215, +91 79 2630 6530 Website : www.khandwala.in

I have scrutinized and reviewed votes tendered by e-voting system and the ballot on the basis of data downloaded from Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL).

I now submit my Report as under on the result of the voting through electronic system and physical mode in respect of the said Resolutions.

Resolution No. 1:
Adoption of Audited Balance Sheet and Statement of Profit and Loss for the year ended March 31, 2014 together with the reports of the Board of Directors and the Auditors thereon.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	85	12,97,31,064	96.28%
Physical	24	50,15,336	3.72%
Total	109	13,47,46,400	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	1	50	0.00%
Physical	-	-	0.00%
Total	1	50	0.00%

Resolution No. 2:
To declare a dividend on Equity Shares for the financial year ended March 31, 2014.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	85	12,97,31,064	96.28%
Physical	24	50,15,336	3.72%
Total	109	13,47,46,400	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	1	50	0.00%
Physical	-	-	0.00%
Total	1	50	0.00%

M/S. KHANDWALA & KHANDWALA AHMEDABAD CHARTERED ACCOUNTANTS

Resolution No. 3:
Appointment of Mr. Chinubhai R. Shah (DIN 00558310) as Independent Director for a period of Five years from July 28, 2014 to July 27, 2019.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	85	12,97,31,064	96.28%
Physical	24	50,15,336	3.72%
Total	109	13,47,46,400	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	1	50	0.00%
Physical	-	-	0.00%
Total	1	50	0.00%

Resolution No. 4:
Appointment of Mr. B.T. Thakkar (DIN 00430220) as Independent Director for a period of Five years.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	85	12,97,31,064	96.28%
Physical	23	50,15,326	3.72%
Total	108	13,47,46,390	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	1	50	0.00%
Physical	1	10	0.00%
Total	2	60	0.00%

M/S. KHANDWALA & KHANDWALA AHMEDABAD CHARTERED ACCOUNTANTS

Resolution No. 5:
Appointment of Khandwala and Khandwala Chartered Accountants as Statutory Auditors for Indian GAAP and KPMG as Joint Auditors for IFRS to meet with Singapore Stock Exchange requirements.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	84	12,97,30,714	96.28%
Physical	24	50,15,336	3.72%
Total	108	13,47,46,050	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	2	400	0.00%
Physical	-	-	0.00%
Total	2	400	0.00%

Resolution No. 6:
Appointment of Mr. Chander Kumar Sabharwal as an Independent Director for a period of Five years.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	85	12,97,31,064	96.28%
Physical	24	50,15,336	3.72%
Total	109	13,47,46,400	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	1	50	0.00%
Physical	-	-	0.00%
Total	1	50	0.00%

M/S. KHANDWALA & KHANDWALA AHMEDABAD CHARTERED ACCOUNTANTS

Resolution No. 7:
To authorize the Company to borrow upto Rs. 1,000 Crore under Section 180(1)(c) of the Companies Act, 2013.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	83	12,97,30,514	96.28%
Physical	23	50,15,326	3.72%
Total	106	13,47,45,840	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	3	600	0.00%
Physical	1	10	0.00%
Total	4	610	0.00%

Resolution No. 8:
To authorize the Company to create mortgage/charge over property of the Company under Section 180(1)(a) of the Companies Act, 2013.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	81	12,97,28,513	96.28%
Physical	23	50,15,326	3.72%
Total	104	13,47,43,839	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	5	2,601	0.00%
Physical	1	10	0.00%
Total	6	2,611	0.00%

M/S. KHANDWALA & KHANDWALA AHMEDABAD CHARTERED ACCOUNTANTS

Resolution No. 9:
To authorize the Company to contribute to charitable and other funds under Section 181 of the Companies Act, 2013.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	83	12,97,28,714	96.28%
Physical	23	50,15,326	3.72%
Total	106	13,47,44,040	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	3	2,400	0.00%
Physical	1	10	0.00%
Total	4	2,410	0.00%

Resolution No. 10:
To authorize the Company to give loans & make investments under section 188 of the Companies Act, 2013.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	82	12,97,28,514	96.28%
Physical	23	50,15,326	3.72%
Total	105	13,47,43,840	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	4	2,600	0.00%
Physical	1	10	0.00%
Total	5	2,610	0.00%

M/S. KHANDWALA & KHANDWALA AHMEDABAD CHARTERED ACCOUNTANTS

Resolution No. 11:
Reappointment of Mr. Jayanti Patel as Executive Chairman of the Company for a period of five years from April 1, 2014.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	69	8,06,53,019	94.15%
Physical	24	50,15,336	5.85%
Total	93	8,56,68,355	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	2	400	0.00%
Physical	-	-	0.00%
Total	2	400	0.00%

Resolution No. 12:
Reappointment of Mr. Ashish Soparkar as Managing Director of the Company for a period of five years from April 1, 2014.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	77	10,42,83,046	95.41%
Physical	23	50,15,326	4.59%
Total	100	10,92,98,372	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	2	400	0.00%
Physical	1	10	0.00%
Total	3	410	0.00%

M/S. KHANDWALA & KHANDWALA AHMEDABAD CHARTERED ACCOUNTANTS

Resolution No. 13:

Reappointment of Mr. Natvarlal Patel as Managing Director of the Company for a period of five years from April 1, 2014

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	64	5,87,98,034	92.14%
Physical	24	50,15,336	7.86%
Total	88	6,38,13,370	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	2	400	0.00%
Physical	-	-	0.00%
Total	2	400	0.00%

Resolution No. 14:

Reappointment of Mr. Ramesh Patel as Executive Director of the Company for a period of five years from April 1, 2014.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	65	8,70,47,208	94.55%
Physical	24	50,15,336	5.45%
Total	89	9,20,62,544	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	2	400	0.00%
Physical	-	-	0.00%
Total	2	400	0.00%

M/S. KHANDWALA & KHANDWALA AHMEDABAD CHARTERED ACCOUNTANTS

Resolution No. 15:

Reappointment of Mr. Ramesh Patel as Executive Director of the Company for a period of five years from April 1, 2014.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	76	11,84,50,414	95.94%
Physical	24	50,15,336	4.06%
Total	100	12,34,65,750	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	2	400	0.00%
Physical	-	-	0.00%
Total	2	400	0.00%

Resolution No. 16:

To authorize the Company to enter in to Related Party transactions under Section 188(1) of the Companies Act, 2013.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	47	1,73,58,963	77.58%
Physical	23	50,15,326	22.42%
Total	70	2,23,74,289	99.99%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	3	2,400	0.01%
Physical	-	-	0.00%
Total	3	2,400	0.01%

M/S. KHANDWALA & KHANDWALA AHMEDABAD CHARTERED ACCOUNTANTS

Resolution No. 17:
Alteration in Articles of Association by adopting a new set of articles.

Voted in favour of the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	85	12,97,31,064	96.28%
Physical	23	50,15,326	3.72%
Total	108	13,47,46,390	100.00%

Voted against the resolution:

	Number of members voted through electronic system and physical mode	Number of Votes cast(shares)	% of total number of Valid votes cast
E-voting	1	50	0.00%
Physical	-	-	0.00%
Total	1	50	0.00%

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting of the Company and the same shall be handed over to the Company Secretary for safe keeping.

Thanking you.

Yours faithfully,

FOR KHANDWALA & KHANDWALA
CHARTERED ACCOUNTANTS
FRN 107647W

M/S KHANDWALA & KHANDWALA AHMEDABAD CHARTERED ACCOUNTANTS

(M. M. KHANDWALA)
PARTNER
M. NO. 032472

PLACE: AHMEDABAD
DATE: JULY 30, 2014