

# 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



28<sup>th</sup> July, 2018

<b>To</b> <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5 <sup>th</sup> floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051	<b>To</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, 25 <sup>th</sup> Floor, Dalal Street, Bombay - 400 001
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Dear Sir/Madam,

**Sub:- 24<sup>th</sup> Annual General Meeting held on 27.07.2018**

We submit herewith the following with respect to 24<sup>th</sup> Annual General Meeting of the Company held on 27<sup>th</sup> July, 2018 at J B Auditorium, Ahmedabad Management Association, ATIRA, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad:

1. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizers Report of M/S. C N K Khandwala & Associates, Chartered Accountant, Ahmedabad on Combined remote E-voting and Physical Ballot taken at the Annual General Meeting dated 27th July, 2018 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

**All the Resolutions for Ordinary and Special Business placed for approval at the 24<sup>th</sup> Annual General Meeting as set out in the Notice dated 26<sup>th</sup> May, 2018 have been passed by the Members with requisite majority.**

Kindly take the above on record.

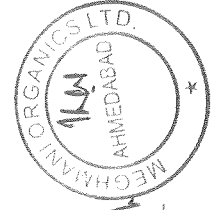
Thanking you.

**Yours faithfully,  
For Meghmani Organics Limited**

**K D Mehta  
Company Secretary**



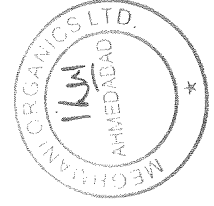
MEGHMANI ORGANICS LIMITED									
Date of AGM		27th July, 2018							
Total Number of shareholders on record date		1,04,162							
No. of shareholders present in the meeting either in person or through proxy		96							
Promoter and promoter group		10							
Public		86							
No. of shareholders attended the meeting through video conferencing		Nil							
Promoter and promoter group		Nil							
Public		Nil							
Resolution Required : (Ordinary)									
1. Adoption of Audited Standalone Financial Statement for the Financial Year ended 31 st March, 2018 together with report of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statement for the Financial Year ended 31 st March, 2018 and auditors report									
Whether promoter/ promoter group are interested in the agenda/resolution? No									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		[1]	[2]	[3]= {[2]/[1]}*100	[4]	[5]	[6]= {[4]/[2]}*100	[7]= {[5]/[2]}*100	
Promoter and Promoter Group	E-Voting		121386281	100.00%	121386281	0	100.00%	0.00%	
	Poll	121386281	0	0.00%	0	0	0.00%	0.00%	
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%	
	<b>Total</b>		<b>121386281</b>	<b>100.00%</b>	<b>121386281</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>
Public Institutions	E-Voting		6137056	59.64%	6137056	0	100.00%	0.00%	
	Poll	10289452	0	0.00%	0	0	0.00%	0.00%	
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%	
	<b>Total</b>		<b>6137056</b>	<b>59.64%</b>	<b>6137056</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>
Public Non Institutions	E-Voting		6073909	4.95%	6073809	100	100.00%	0.00%	
	Poll	122638478	4447	0.00%	4447	0	100.00%	0.00%	
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%	
	<b>Total</b>		<b>6078356</b>	<b>4.96%</b>	<b>6078256</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>254314211</b>	<b>133601693</b>	<b>52.53%</b>	<b>133601593</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>	



12/11/2017

**MEGHMANI ORGANICS LIMITED**

Resolution Required : (Ordinary)									
2. To declare Dividend of Rs. 0.40 per Equity Share of Rs. 1 each on 254314211 Equity Shares (Including 12946940 Equity Shares held by Singapore Depository Shareholder) for the Financial Year 2017-18.									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	
Promoter and Promoter Group	E-Voting	121386281	121386281	100.00%	121386281	0	100.00%	0.00%	
	Poll		0	0.00%	0	0	0.00%	0.00%	
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%	
	<b>Total</b>		<b>121386281</b>	<b>100.00%</b>	<b>121386281</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>
Public Institutions	E-Voting	10289452	6137056	59.64%	6137056	0	100.00%	0.00%	
	Poll		0	0.00%	0	0	0.00%	0.00%	
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%	
	<b>Total</b>		<b>6137056</b>	<b>59.64%</b>	<b>6137056</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>
Public Non Institutions	E-Voting	122638478	6074009	4.95%	6073909	100	100.00%	0.00%	
	Poll		4447	0.00%	4447	0	100.00%	0.00%	
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%	
	<b>Total</b>		<b>6078456</b>	<b>4.96%</b>	<b>6078456</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>254314211</b>	<b>133601793</b>	<b>52.53%</b>	<b>133601693</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>	



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**MEGHMANI ORGANICS LIMITED**

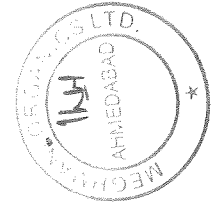
Resolution Required : (Ordinary)										
3. To appoint a Director in place of Mr. Jayanti Patel (DIN 00027224) who retires by rotation and being eligible offers himself for reappointment.										
Whether promoter/ promoter group are interested in the agenda/ resolution?										
Yes. Mr. Jayanti Patel and his relatives are considered to be interested.										
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100		
Promoter and Promoter Group	E-Voting		93732791	77.22%	93732791	0	100.00%	0.00%		
	Poll		0	0.00%	0	0	0.00%	0.00%		
	Postal Ballot	121386281	0	0.00%	0	0	0.00%	0.00%		
	<b>Total</b>			<b>77.22%</b>	<b>93732791</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>		
Public Institutions	E-Voting		6137056	59.64%	6137056	0	100.00%	0.00%		
	Poll		0	0.00%	0	0	0.00%	0.00%		
	Postal Ballot	10289452	0	0.00%	0	0	0.00%	0.00%		
	<b>Total</b>			<b>59.64%</b>	<b>6137056</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>		
Public Non Institutions	E-Voting		6073909	4.95%	6073619	290	100.00%	0.00%		
	Poll		4447	0.00%	4447	0	100.00%	0.00%		
	Postal Ballot	122638478	0	0.00%	0	0	0.00%	0.00%		
	<b>Total</b>			<b>4.96%</b>	<b>6078356</b>	<b>290</b>	<b>100.00%</b>	<b>0.00%</b>		
<b>Total</b>		<b>254314211</b>	<b>105948203</b>	<b>41.66%</b>	<b>105947913</b>	<b>290</b>	<b>100.00%</b>	<b>0.00%</b>		

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A PDF version of the prospectus is available at [www.mol.co.in](http://www.mol.co.in).  
 Product quality PDF files in electronic and printed form are available at the company's website. The original documents, complete across, ready to be signed, are available at the company's website. The original documents, complete across, ready to be signed, are available at the company's website. The original documents, complete across, ready to be signed, are available at the company's website.

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Resolution Required : (Ordinary)									
4. To appoint a director in place of Mr. Anand Patel (DIN 00027836) who retires by rotation and being eligible offers himself for reappointment.									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	
Promoter and Promoter Group	E-Voting		112511083	92.69%	112511083	0	100.00%	0.00%	
	Poll		0	0.00%		0	0.00%	0.00%	
	Postal Ballot	121386281	0	0.00%		0	0.00%	0.00%	
	<b>Total</b>		<b>112511083</b>	<b>92.69%</b>	<b>112511083</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	
Public Institutions	E-Voting		6137056	59.64%	6137056	0	100.00%	0.00%	
	Poll		0	0.00%		0	0.00%	0.00%	
	Postal Ballot	10289452	0	0.00%		0	0.00%	0.00%	
	<b>Total</b>		<b>6137056</b>	<b>59.64%</b>	<b>6137056</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	
Public Non Institutions	E-Voting		6073909	4.95%	6073619	290	100.00%	0.00%	
	Poll		4397	0.00%	4397	50	100.00%	1.14%	
	Postal Ballot	122638478	0	0.00%		0	0.00%	0.00%	
	<b>Total</b>		<b>6078306</b>	<b>4.95%</b>	<b>6078016</b>	<b>340</b>	<b>100.00%</b>	<b>0.01%</b>	
<b>Total</b>		<b>254314211</b>	<b>124726445</b>	<b>49.04%</b>	<b>124726155</b>	<b>340</b>	<b>100.00%</b>	<b>0.00%</b>	



M. Patel





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**MEGHMANI ORGANICS LIMITED**

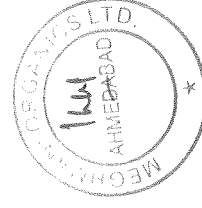
5 - Ratification of Appointment of Auditors and Appointment of Joint Auditors and to authorise Board of Directors to fix their remuneration.									
Resolution Required : (Ordinary)									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	
Promoter and Promoter Group	E-Voting		121386281	100.00%	121386281	0	100.00%	0.00%	
	Poll		0	0.00%	0	0	0.00%	0.00%	
	Postal Ballot	121386281	0	0.00%	0	0	0.00%	0.00%	
	<b>Total</b>		<b>121386281</b>	<b>100.00%</b>	<b>121386281</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	
Public Institutions	E-Voting		6137056	59.64%	6137056	0	100.00%	0.00%	
	Poll		0	0.00%	0	0	0.00%	0.00%	
	Postal Ballot	10289452	0	0.00%	0	0	0.00%	0.00%	
	<b>Total</b>		<b>6137056</b>	<b>59.64%</b>	<b>6137056</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	
Public Non Institutions	E-Voting		6073909	4.95%	6073809	100	100.00%	0.00%	
	Poll		4447	0.00%	4447	0	100.00%	0.00%	
	Postal Ballot	122638478	0	0.00%	0	0	0.00%	0.00%	
	<b>Total</b>		<b>6078356</b>	<b>4.95%</b>	<b>6078256</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>	
<b>Total</b>		<b>254314211</b>	<b>133601693</b>	<b>52.53%</b>	<b>133601593</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>	



**MEGHMANI ORGANICS LIMITED**

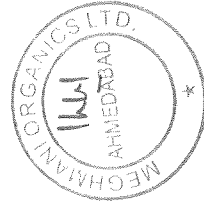
6 - Appointment of Mr. Manubhai Khodidas Patel (DIN 00132045) as an Independent Director.

Resolution Required : (Special)		Whether promoter/ promoter group are interested in						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100
Promoter and Promoter Group	E-Voting	121386281	121386281	100.00%	121386281	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>121386281</b>	<b>100.00%</b>	<b>121386281</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public Institutions	E-Voting	10289452	6137056	59.64%	6137056	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>6137056</b>	<b>59.64%</b>	<b>6137056</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public Non Institutions	E-Voting	122638478	6073909	4.95%	6073809	100	100.00%	0.00%
	Poll		4447	0.00%	4447	0	100.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>6078356</b>	<b>4.96%</b>	<b>6078256</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>254314211</b>	<b>133601693</b>	<b>52.53%</b>	<b>133601593</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>



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9/11/2011

**MEGHMANI ORGANICS LIMITED**

7 - Appointment of Mr. Bhaskar Rao (DIN 08058946) as an Independent Director.

Resolution Required : (Special)		7 - Appointment of Mr. Bhaskar Rao (DIN 08058946) as an Independent Director.									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	Whether promoter/ promoter group are interested in		
									No	No	
Promoter and Promoter Group	E-Voting	121386281	121386281	100.00%	121386281	0	100.00%	0.00%			
	Poll		0	0.00%	0	0	0.00%	0.00%			
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%			
	<b>Total</b>		<b>121386281</b>	<b>100.00%</b>	<b>121386281</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>		
Public Institutions	E-Voting	10289452	6137056	59.64%	6137056	0	100.00%	0.00%			
	Poll		0	0.00%	0	0	0.00%	0.00%			
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%			
	<b>Total</b>		<b>6137056</b>	<b>59.64%</b>	<b>6137056</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>		
Public Non Institutions	E-Voting	122638478	6073909	4.95%	6072219	1690	99.97%	0.03%			
	Poll		4447	0.00%	4447	0	100.00%	0.00%			
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%			
	<b>Total</b>		<b>6078356</b>	<b>4.96%</b>	<b>6076666</b>	<b>1690</b>	<b>99.97%</b>	<b>0.03%</b>	<b>0.00%</b>		
<b>Total</b>		<b>254314211</b>	<b>133601693</b>	<b>52.53%</b>	<b>133600003</b>	<b>1690</b>	<b>100.00%</b>	<b>0.00%</b>			



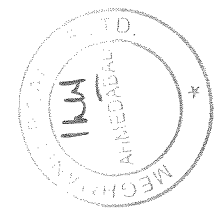


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**MEGHMANI ORGANICS LIMITED**

8 - Appointment of Mr. C. S. Liew (DIN 0806561E) as an Independent Director.

Resolution Required : (Special)		Whether promoter/ promoter group are interested in									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	No		
Promoter and Promoter Group	E-Voting	121386281	121386281	100.00%	121386281	0	100.00%	0.00%			
	Poll		0	0.00%	0	0	0.00%	0.00%			
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%			
	<b>Total</b>		<b>121386281</b>	<b>100.00%</b>	<b>121386281</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>		
Public Institutions	E-Voting	10289452	6137056	59.64%	6137056	0	100.00%	0.00%			
	Poll		0	0.00%	0	0	0.00%	0.00%			
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%			
	<b>Total</b>		<b>6137056</b>	<b>59.64%</b>	<b>6137056</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	<b>0.00%</b>		
Public Non Institutions	E-Voting	122638478	6073909	4.95%	6073009	900	99.99%	0.01%			
	Poll		4447	0.00%	4397	50	98.88%	1.12%			
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%			
	<b>Total</b>		<b>6078356</b>	<b>4.96%</b>	<b>6077406</b>	<b>950</b>	<b>99.98%</b>	<b>0.02%</b>	<b>0.02%</b>		
<b>Total</b>		<b>254314211</b>	<b>133601693</b>	<b>52.53%</b>	<b>133600743</b>	<b>950</b>	<b>100.00%</b>	<b>0.00%</b>			



11/11/2018

MEGHMANI ORGANICS LIMITED										
9 - Appointment of Cost Auditor of the Company for the Financial Year 2018-19										
Resolution Required : (Ordinary)										
Whether promoter/ promoter group are interested in No										
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100		
Promoter and Promoter Group	E-Voting	121386281	121386281	100.00%	121386281	0	100.00%	0.00%		
	Poll		0	0.00%		0	0.00%	0.00%		
	Postal Ballot		0	0.00%		0	0.00%	0.00%		
	<b>Total</b>		<b>121386281</b>	<b>121386281</b>	<b>100.00%</b>	<b>121386281</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	
Public Institutions	E-Voting	10289452	6137056	59.64%	6137056	0	100.00%	0.00%		
	Poll		0	0.00%		0	0.00%	0.00%		
	Postal Ballot		0	0.00%		0	0.00%	0.00%		
	<b>Total</b>		<b>6137056</b>	<b>6137056</b>	<b>59.64%</b>	<b>6137056</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>	
Public Non Institutions	E-Voting	122638478	6073909	4.95%	6073809	100	100.00%	0.00%		
	Poll		4447	0.00%	4447	0	100.00%	0.00%		
	Postal Ballot		0	0.00%		0	0.00%	0.00%		
	<b>Total</b>		<b>6078356</b>	<b>6078356</b>	<b>4.96%</b>	<b>6078256</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>	
<b>Total</b>		<b>254314211</b>	<b>133601693</b>	<b>52.53%</b>	<b>133601593</b>	<b>100</b>	<b>100.00%</b>	<b>0.00%</b>		



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**MEGHMANI ORGANICS LIMITED**

**10. Authority for Related Party Transactions.**

Resolution Required : (Ordinary)		10. Authority for Related Party Transactions.						
Whether promoter/ promoter group are interested in the agenda/ resolution?		Yes						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100
Promoter and Promoter Group	E-Voting		3502038	2.89%	3502038	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot	121386281	0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>3502038</b>	<b>2.89%</b>	<b>3502038</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public Institutions	E-Voting		6137056	59.64%	1265452	4871604	20.62%	79.38%
	Poll	10289452	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>6137056</b>	<b>59.64%</b>	<b>1265452</b>	<b>4871604</b>	<b>20.62%</b>	<b>79.38%</b>
Public Non Institutions	E-Voting		6073909	4.95%	6073004	905	99.99%	0.01%
	Poll		4447	0.00%	4447	0	100.00%	0.00%
	Postal Ballot	122638478	0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>6078356</b>	<b>4.96%</b>	<b>6077451</b>	<b>905</b>	<b>99.99%</b>	<b>0.01%</b>
<b>Total</b>		<b>254314211</b>	<b>15717450</b>	<b>6.18%</b>	<b>10844941</b>	<b>4872509</b>	<b>69.00%</b>	<b>31.00%</b>

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# C N K Khandwala & Associates

## CHARTERED ACCOUNTANTS

### SCRUTINIZER'S REPORT

NAME OF THE COMPANY	Meghmani Organics Limited
MEETING	24 <sup>th</sup> Annual General Meeting (AGM)
DATE & TIME	Friday, 27 <sup>th</sup> July, 2018 at 10:00 a.m.
VENUE	J B Auditorium, Ahmedabad Management Association, ATIRA campus, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad – 380015.

#### 1. Appointment as Scrutinizer:

We were appointed as the Scrutinizer for the remote e-voting as well as the physical ballot voting conducted at the 24<sup>th</sup> Annual General Meeting (AGM) of Meghmani Organics Limited (hereinafter referred to as the Company) held on Friday, 27<sup>th</sup> July, 2018 at 10:00 A.M at J B Auditorium, Ahmedabad Management Association, ATIRA campus, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad – 380015.

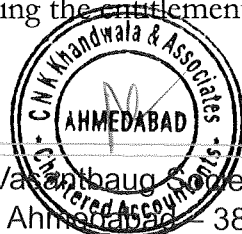
#### 2. Dispatch of Notice convening the Meeting:

The Company has informed that, on the basis of the Register of Members made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:-

- On 2<sup>nd</sup> July, 2018 by e-mail to members who had registered their e-mail-IDs with the Company/Depositories.
- On 3<sup>rd</sup> July, 2018 by Registered A.D. to members in physical form.

#### 3. Cut-off date:

The voting rights were reckoned as on Friday, 20<sup>th</sup> July, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at remote e-Voting.



"Hrishikesh", 2nd Floor, Vasanthbaug Society, Opp. Water Tank, Nr. CA Circle,  
Gulbai Tekra, Ahmedabad - 380 006. Gujarat, IINDIA.

Phone : +91 99989 50215, +91-79-26306530 Website : [www.cnkkhandwala.com](http://www.cnkkhandwala.com)

#### 4. Remote E-Voting:

##### 4.1 Agency:

The Company had appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform.

##### 4.2 Remote E-Voting:

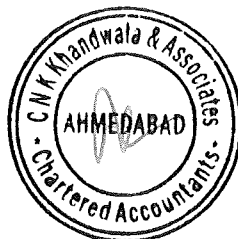
Remote E-Voting platform was open from 09:00 a.m. on Tuesday, 24<sup>th</sup> July, 2018 to 5:00 p.m. on Thursday, 26<sup>th</sup> July, 2017 and members were required to cast their votes electronically conveying their Assent or Dissent in respect of the Resolutions, on the e-Voting platform provided by CDSL.

#### 5. Voting at the AGM:

5.1 As prescribed under Rule 20 (4)(XIII) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP ID/Client ID, Folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly CDSL, the remote E-Voting Agency provided us with the Names, DP ID/Client ID, Folios and shareholding of the members who had cast their votes through remote E-Voting.

5.3 The Company provided physical ballot voting facility to the members who attended the meeting and have not casted their vote through remote E-Voting.



6.2 The locked ballot boxes were subsequently opened in our presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/Registrar and Share Transfer Agent of the Company.

6.3 The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

## 7. Results:

7.1 We observed that-

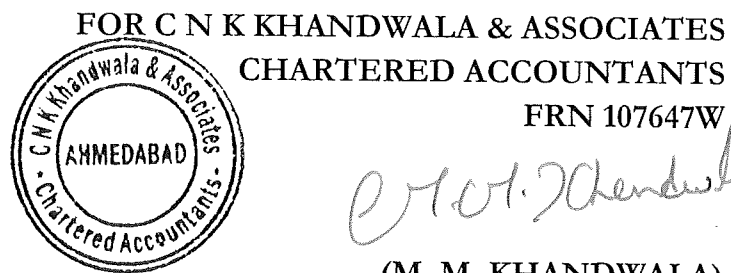
- a) 37 members had cast their votes through Ballot at the meeting.
- b) 134 members had cast their votes through Remote E-Voting

7.2 As required under Regulation 23 (4) of the SEBI (LODR) Regulations, 2015, the votes of relatives on resolution No. 3, 4 and 10 have not been considered.

7.3 The Consolidated Results with respect to each item on the Agenda as set out in the Notice of the 24<sup>th</sup> AGM dated 26<sup>th</sup> May, 2018 is enclosed as per Annexure 1.

7.4 Based on the aforesaid results, we report that Ordinary Resolution and Special Resolution as contained in the Item No.1 to Item No. 10 as contained in the Notice dated 26<sup>th</sup> May, 2018, have been passed with the requisite majority.

7.5 The ballot papers and all other relevant records were Sealed and handed over to the Company Secretary for safe keeping.



Date: 28<sup>TH</sup> JULY, 2018  
Place: AHMEDABAD



**C N K KHANDWALA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**

**ANNEXURE 1**

**Consolidated Result**

**Item No. 1** Adoption of Audited Standalone Financial Statement for the Financial Year ended 31 st March, 2018 together with report of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statement for the Financial Year ended 31 st March, 2018 and auditors report.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	132	13,35,97,146	36	4,447	168	13,36,01,593	100.00%
Dissent	1	100	-	-	1	100	0.00%
Abstain	1	100	1	5	2	105	0.00%
<b>Total</b>	<b>134</b>	<b>13,35,97,346</b>	<b>37</b>	<b>4,452</b>	<b>171</b>	<b>13,36,01,798</b>	<b>100.00%</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No.1 of the Notice dated 26th May, 2018, has been passed with requisite majority.

**Item No. 2** To declare Dividend of Rs. 0.40 per Equity Share of Rs. 1 each on 254314211 Equity Shares (Including 12946940 Equity Shares held by Singapore Depository Shareholder) for the Financial Year 2017-18.

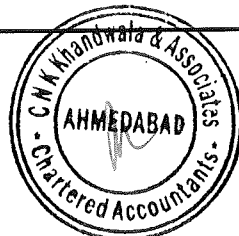
Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	133	13,35,97,246	36	4,447	169	13,36,01,693	100.00%
Dissent	1	100	-	-	1	100	0.00%
Abstain	-	-	1	5	1	5	0.00%
<b>Total</b>	<b>134</b>	<b>13,35,97,346</b>	<b>37</b>	<b>4,452</b>	<b>171</b>	<b>13,36,01,798</b>	<b>100.00%</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No.2 of the Notice dated 26th May, 2018, has been passed unanimously.

**Item No. 3** To appoint a Director in place of Mr. Jayanti Patel (DIN 00027224) who retires by rotation and being eligible offers himself for reappointment.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	125	10,59,43,466	36	4,447	161	10,59,47,913	100.00%
Dissent	2	290	-	-	2	290	0.00%
Abstain	1	100	1	5	2	105	0.00%
<b>Total</b>	<b>128</b>	<b>10,59,43,856</b>	<b>37</b>	<b>4,452</b>	<b>165</b>	<b>10,59,48,308</b>	<b>100.00%</b>

Based on the aforesaid results and after ensuring that the votes of Mr. Jayanti Patel and his relatives are excluded, we report that the Ordinary Resolution as contained in Item No.3 of the Notice dated 26th May, 2018, has been passed with requisite majority.



Item No. 4 To appoint a director in place of Mr. Anand Patel (DIN 00027836) who retires by rotation and being eligible offers himself for reappointment.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	122	12,47,21,758	35	4,397	157	12,47,26,155	100.00%
Dissent	2	290	1	50	3	340	0.00%
Abstain	1	100	1	5	2	105	0.00%
Total	125	12,47,22,148	37	4,452	162	12,47,26,600	100.00%

Based on the aforesaid results and after ensuring that the votes of Mr. Anand Patel and his relatives are excluded, we report that the Ordinary Resolution as contained in Item No.4 of the Notice dated 26th May, 2018, has been passed with requisite majority.

Item No. 5 Ratification of Appointment of Auditors and Appointment of Joint Auditors and to authorise Board of Directors to fix their remuneration.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	132	13,35,97,146	36	4,447	168	13,36,01,593	100.00%
Dissent	1	100	-	-	1	100	0.00%
Abstain	1	100	1	5	2	105	0.00%
Total	134	13,35,97,346	37	4,452	171	13,36,01,798	100.00%

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No.5 of the Notice dated 26th May, 2018, has been passed with requisite majority.

Item No. 6 Appointment of Mr. Manubhai Khodidas Patel as Director (DIN 00132045).

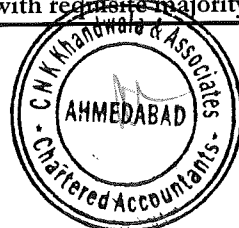
Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	132	13,35,97,146	36	4,447	168	13,36,01,593	100.00%
Dissent	1	100	-	-	1	100	0.00%
Abstain	1	100	1	5	2	105	0.00%
Total	134	13,35,97,346	37	4,452	171	13,36,01,798	100.00%

Based on the aforesaid results, we report that the Special Resolution as contained in Item No.6 of the Notice dated 26th May, 2018, has been passed with requisite majority.

Item No. 7 Appointment of Mr. Bhaskar Rao as Director (DIN 08058946).

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	129	13,35,95,556	36	4,447	165	13,36,00,003	100.00%
Dissent	4	1,690	-	-	4	1,690	0.00%
Abstain	1	100	1	5	2	105	0.00%
Total	134	13,35,97,346	37	4,452	171	13,36,01,798	100.00%

Based on the aforesaid results, we report that the Special Resolution as contained in Item No.7 of the Notice dated 26th May, 2018, has been passed with requisite majority.



Item No. 8 Appointment of Mr. C. S. Liew as Director (DIN 08065615).

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	130	13,35,96,346	35	4,397	165	13,36,00,743	100.00%
Dissent	3	900	1	50	4	950	0.00%
Abstain	1	100	1	5	2	105	0.00%
<b>Total</b>	<b>134</b>	<b>13,35,97,346</b>	<b>37</b>	<b>4,452</b>	<b>171</b>	<b>13,36,01,798</b>	<b>100.00%</b>

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 8 of the Notice dated 26th May, 2018, has been passed with requisite majority.

Item No. 9 Appointment of Cost Auditor of the Company for the Financial year 2018-19.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	132	13,35,97,146	36	4,447	168	13,36,01,593	100.00%
Dissent	1	100	-	-	1	100	0.00%
Abstain	1	100	1	5	2	105	0.00%
<b>Total</b>	<b>134</b>	<b>13,35,97,346</b>	<b>37</b>	<b>4,452</b>	<b>171</b>	<b>13,36,01,798</b>	<b>100.00%</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No.9 of the Notice dated 26th May, 2018, has been passed with requisite majority.

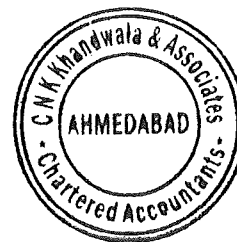
Item No. 10 Authority for Related Party Transactions.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	76	1,08,40,494	36	4,447	112	1,08,44,941	69.00%
Dissent	20	48,72,509	-	-	20	48,72,509	31.00%
Abstain	1	100	1	5	2	105	0.00%
<b>Total</b>	<b>97</b>	<b>1,57,13,103</b>	<b>37</b>	<b>4,452</b>	<b>134</b>	<b>1,57,17,555</b>	<b>100.00%</b>

Based on the aforesaid results and after ensuring that the votes of related parties are excluded, we report that the Ordinary Resolution as contained in Item No.10 of the Notice dated 26th May, 2018, has been passed with requisite majority.

FOR, C N K KHANDWALA & ASSOCIATES  
CHARTERED ACCOUNTANTS

FRN 107647W



*(Handwritten signature)*

(M. M. KHANDWALA)  
PARTNER  
M No 32472

DATE: 28TH JULY, 2018  
PLACE: AHMEDABAD