

## Annexure – 11

29<sup>th</sup> January, 2020

National Stock Exchange of India Limited "Exchange Plaza", Bandra-Kurla Complex, Bandra (East) <u>Mumbai 400 051</u>	BSE Limited Floor- 25, P J Tower, Dalal Street, <u>Mumbai 400 001</u>
<b>SYMBOL:- MEGH</b>	<b>Scrip Code 532865</b>

Sub :- Compliance Report with the requirements specified in Annexure IV of SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 read with SEBI Circular No CFD/DIL3/CIR/2018/2 dated January 3, 2018 ("Circulars")'


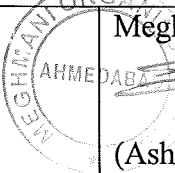

Dear Sir,

It is hereby certified that the draft Composite Scheme of Arrangement involving Meghmani Organics Limited ("MOL 1" or "the Demerged Company" or "the Transferor Company"), Meghmani Organochem Limited ("MOL 2" or "the Resulting Company"); and Meghmani Finechem Limited ("MFL" or "the Transferee Company") and their respective Shareholders ("the Scheme") does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

Sr. No.	Reference	Particulars	Whether Complied or Not details
(1)	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Yes, Complied
(2)	Regulation 11 of LODR Regulations	Compliance with securities laws	Yes, Complied
Requirement of this Circular :-			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Yes, Complied
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Yes, shall be complied
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report	Yes, Complied
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Yes, submitted


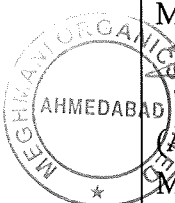

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(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Yes, Shall be complied
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For Meghmani Organics Limited   (K D Mehta) Company Secretary & Compliance Officer FCS 2051	 Meghmani Organics Limited   (Ashish Soparkar) Managing Director
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### Certificate Accounting Treatment

Certified that the transactions / accounting treatment provided in the draft composite scheme of arrangement involving Meghmani Organics Limited ("MOL 1" or "the Demerged Company" or "the Transferor Company"), Meghmani Organochem Limited ("MOL 2" or "the Resulting Company") and Meghmani Finechem Limited ("MFL" or "the Transferee Company") are in compliance with all the Accounting Standards applicable to listed entity.

For Meghmani Organics Limited   (G S Chahal) Chief Financial Officer	 Meghmani Organics Limited   (Ashish Soparkar) Managing Director
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