



SCRUTINIZER'S REPORT

NAME OF THE COMPANY	Meghmani Organics Limited
MEETING	25 th Annual General Meeting (AGM)
DATE & TIME	Thursday, 25 th July, 2019 at 10:00 a.m.
VENUE	HT Parekh Convention Centre, Ahmedabad Management Association (AMA), 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 25th Annual General Meeting (AGM) of Meghmani Organics Limited (hereinafter referred to as the Company) held on Thursday, 25th July, 2019 at 10:00 A.M at HT Parekh Convention Centre, Ahmedabad Management Association(AMA), ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad – 380015.

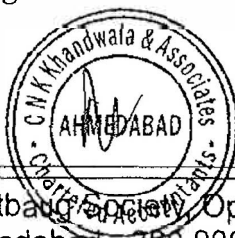
2. Dispatch of Notice convening the Meeting:

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 **1st July, 2019** by e-mail to members who had registered their e-mail-IDs with the Company/Depositories.
- On **1st July, 2019** by Registered A.D. to members in physical form.

3. Cut-off date:

The voting rights were reckoned as on **Thursday, 18th July, 2019**, being the Cut-off date for the purpose of deciding the entitlements of members at remote e-Voting.



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 Monday, 22nd July, 2019 to 5:00 p.m. on Wednesday, 24th July, 2019** 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. Counting Process:

6.1 On completion of voting at the meeting, CDSL provided us with the list of members who had cast their votes, their holding details and details of vote cast on the resolution by E-Voting.

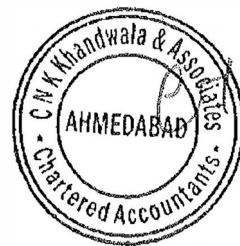


- 6.2 The locked ballot boxes were subsequently opened in our presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/Registrar and Share Transfer Agent of the Company.
- 6.3 The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

7. Results:

- 7.1 We observed that-
- a) 43 members had cast their votes through Ballot at the meeting.
 - b) 119 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 appointee and his relatives on resolution No. 4 to 8 have not been considered.
- 7.3 The Consolidated Results with respect to each item set out in 25th Notice of AGM dated 24th May, 2019 is enclosed as per **Annexure 1**.
- 7.4 Based on the aforesaid results, we report that Ordinary and Special Resolution as contained in Item No. **1 to 8** as contained in the Notice dated 24th May, 2019, 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.

FOR C N K KHANDWALA & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 107647W



M. M. Khandwala
(M. M. KHANDWALA)
PARTNER
M No. : 32472

DATE: 26TH JULY, 2019
PLACE: AHMEDABAD

UDIN No. : 19032472AAAACG5742

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, 2019 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, 2019 and auditors report.

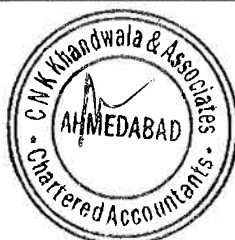
Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	118	13,06,04,681	42	40,865	160	13,06,45,546	99.91%
Dissent	-	-	1	500	1	500	0.00%
Abstain	1	1,22,793	-	-	1	1,22,793	0.00%
Total	119	13,07,27,474	43	41,365	162	13,07,68,839	99.91%

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in Item No.1 of the Notice dated 24th May, 2019, has been passed with requisite majority.

Item No. 2 To confirm the payment of Interim Dividend paid and to declare Final Dividend of Rs. 0.40 per Equity Share of Rs. 1 each on 25,43,14,211 Equity Shares (Including 1,28,92,190 Equity Shares held by Singapore Depository Shareholder) for the Financial Year 2018-19.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	117	13,07,27,359	42	40,865	159	13,07,68,224	100.00%
Dissent	2	115	1	500	3	615	0.00%
Abstain	-	-	-	-	-	-	0.00%
Total	119	13,07,27,474	43	41,365	162	13,07,68,839	100.00%

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in Item No.2 of the Notice dated 24th May, 2019, has been passed unanimously.



Item No. 3 To appoint cost auditors for the Financial Year 2019-20

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	117	13,07,22,214	40	39,830	157	13,07,62,044	99.99%
Dissent	2	5,260	1	500	3	5,760	0.00%
Abstain	-	-	2	1,035	2	1,035	0.00%
Total	119	13,07,27,474	43	41,365	162	13,07,68,839	100.00%

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No.3 of the Notice dated 24th May, 2019, has been passed with requisite majority.

Item No. 4 To reappoint Mr. Jayantilal Patel (DIN 00027224) as Executive Chairman of the company and to fix remuneration.

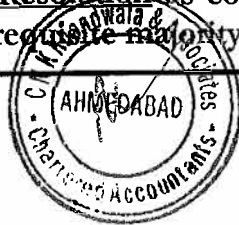
Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	90	5,81,35,092	42	40,865	132	5,81,75,957	75.81%
Dissent	8	5,724	1	500	9	6,224	0.01%
Abstain	2	1,85,60,390	-	-	2	1,85,60,390	24.19%
Total	100	7,67,01,206	43	41,365	143	7,67,42,571	100.00%

Based on the aforesaid results and after ensuring that the votes of Mr. Jayantilal Patel are excluded, we report that the Special Resolution as contained in Item No.4 of the Notice dated 24th May, 2019, has been passed with requisite majority.

Item No. 5 To reappoint Mr. Ashish Soparkar (DIN 00027480) as Managing Director of the company and to fix remuneration.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	103	10,34,36,853	41	39,865	144	10,34,76,718	80.47%
Dissent	5	5,453	2	1,500	7	6,953	0.01%
Abstain	4	2,51,12,948	-	-	4	2,51,12,948	19.53%
Total	112	12,85,55,254	43	41,365	155	12,85,96,619	100.00%

Based on the aforesaid results and after ensuring that the votes of Mr. Ashish Soparkar are excluded, we report that the Special Resolution as contained in Item No.5 of the Notice dated 24th May, 2019, has been passed with requisite majority.



Item No. 6 To reappoint Mr. Natwarlal Patel (DIN 00027540) as Managing Director of the company and to fix remuneration.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	91	6,21,24,408	41	40,830	132	6,21,65,238	75.23%
Dissent	5	5,283	2	535	7	5,818	0.01%
Abstain	3	2,04,60,110	-	-	3	2,04,60,110	24.76%
Total	99	8,25,89,801	43	41,365	142	8,26,31,166	100.00%

Based on the aforesaid results and after ensuring that the votes of Mr. Natwarlal Patel are excluded, we report that the Special Resolution as contained in Item No.6 of the Notice dated 24th May, 2019, has been passed with requisite majority.

Item No. 7 To reappoint Mr. Ramesh Patel (DIN 00027637) as Executive Director of the company and to fix remuneration.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	90	6,32,80,403	41	40,830	131	6,33,21,233	79.14%
Dissent	6	5,413	2	535	8	5,948	0.01%
Abstain	3	1,66,80,689	-	-	3	1,66,80,689	20.85%
Total	99	7,99,66,505	43	41,365	142	8,00,07,870	100.00%

Based on the aforesaid results and after ensuring that the votes of Mr. Ramesh Patel are excluded, we report that the Special Resolution as contained in Item No.7 of the Notice dated 24th May, 2019, has been passed with requisite majority.

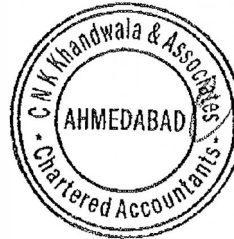


Item No. 8 To reappoint Mr. Anand Patel (DIN 00027836) as Executive Director of the company and to fix remuneration.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	101	11,94,46,831	40	39,830	141	11,94,86,661	93.56%
Dissent	5	5,443	3	1,535	8	6,978	0.01%
Abstain	3	82,23,200	-	-	3	82,23,200	6.44%
Total	109	12,76,75,474	43	41,365	152	12,77,16,839	100.00%

Based on the aforesaid results and after ensuring that the votes of Mr. Anand Patel are excluded, we report that the Special Resolution as contained in Item No.8 of the Notice dated 24th May, 2019, has been passed with requisite majority.

FOR, C N K KHANDWALA & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 107647W



M. M. Khandwala
(M. M. KHANDWALA)
PARTNER
M No 32472

DATE: 26TH JULY, 2019
PLACE: AHMEDABAD

UDIN No. : 19032472AAAACG5742