

27<sup>th</sup> June, 2023

**National Stock Exchange of India Limited**  
"Exchange Plaza",  
Bandra-Kurla Complex,  
Bandra (East) Mumbai 400 051

**BSE Limited**  
Floor- 25, P J Tower,  
Dalal Street,  
Mumbai 400 001

**SCRIP CODE: MFL**

**SCRIP CODE: 543332**

Dear Sir,

**Sub: Postal Ballot Notice – Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')**

In terms of Regulation 30 of the Listing Regulations, we enclose herewith Postal Ballot Notice together with the Explanatory Statement, seeking approval of the members of the Company.

Further, in compliance with various circulars issued by Ministry of Corporate Affairs from time to time, the postal ballot notice is being sent in electronic form only to those members who have registered their email address with the Company / Registrar & Share Transfer Agent i.e. Link Intime India Private Limited ('Link Intime') or with their Depository Participant(s) ('DPs') and whose names appear in the Register of Members / Register of Beneficial Owners as received from the Depositories as on Friday, 23<sup>rd</sup> June, 2023 ("cut-off date").

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide e-voting facility to its Members.

The e-voting period commences from 9.00 a.m. (IST) on Wednesday, 28<sup>th</sup> June, 2023 and ends at 5.00 p.m. (IST) on Thursday, 27<sup>th</sup> July, 2023.

You are requested to kindly take the same on your record.

Yours faithfully,  
**For Meghmani Finechem Limited**

**K. D. Mehta**  
**Company Secretary and Compliance Officer**  
**Membership No. FCS 2051**

*Encl.: As above*



# MEGHMANI FINECHEM LIMITED

CIN : L24100GJ2007PLC051717

Registered Office: Meghmani House, B/h, Safal Profitaire, Corporate Road, Prahladnagar, Ahmedabad – 380 015

Phone No.: +91-79-7176 1000; +91-79-29709600; Website: www.meghmanifinechem.com; Email: helpdesk@meghmanifinechem.com

## NOTICE OF POSTAL BALLOT

**[Pursuant to Section 110 of the Companies Act, 2013  
to read with the Companies (Management and Administration) Rules, 2014,  
and applicable Circulars issued by the Ministry of Corporate Affairs]**

Dear Members,

**NOTICE** is hereby given pursuant to and in compliance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('Rules') and Regulation 44 & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India ('SS-2') to the extent applicable, read with the General Circular No. 11/2022 dated December 28, 2022 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars") and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force and the resolutions as set out in this Notice are proposed for approval of the Members of **Meghmani Finechem Limited** (the 'Company') by means of Postal Ballot only by way of voting through electronic means ('remote e-voting').

In view of prevailing MCA Circulars on Postal Ballot process, the voting on the resolution covered in the Notice will take place through remote e-voting only and no physical ballots will be collected.

In compliance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with MCA Circulars, the Company is offering the facility to its Members, to exercise their right to vote on the resolutions appended to this Notice, by electronic means ('remote e-voting') only.

For this purpose, the Company has availed electronic voting platform of Central Depository Services India Limited (CDSL) for facilitating e-voting.

The Board of Directors of the Company has appointed **Mr. K J Shah** – Practicing Company Secretary (**FCS No 2420 CP No 1414**) of **K J Shah & Company, Ahmedabad** to act as a Scrutinizer to conduct the Postal Ballot voting process in a fair and transparent manner.

The Scrutinizer will submit their report to the Chairman of the Company or, in his absence, any person of the Company, duly authorised by the Board for the purpose, after completion of scrutiny of Postal Ballots in a fair and transparent manner.

The Results of Postal Ballot will be announced on or before **29<sup>th</sup> July, 2023** and also be hosted on website of the Company (**www.meghmanifinechem.com**) and on the website of **www.cdslindia.com**.

The Results will also be communicated to National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) where the Equity Shares of the Company are listed.

The resolutions, if approved by the requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e. **27<sup>th</sup> July 2023**, in terms of the Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India.

Please refer to detailed instructions for remote e-voting explained in notes to the Notice.

### SPECIAL BUSINESS

#### 1. CHANGE OF NAME OF THE COMPANY:

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

**RESOLVED THAT** pursuant to the provisions of Section 4, 5, 13, 14 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Companies (Incorporation) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") as applicable, the Memorandum of Association and Articles of Association of the Company and subject to the approval, consent, sanction and permission of the Central Government, Central Registration Centre, Ministry of Corporate Affairs, Stock Exchanges, and any other appropriate Regulatory and Statutory Authorities, as may be necessary, consent of the Members of the Company be and is hereby accorded for change of name of the Company from "**Meghmani Finechem Limited**" to "**Epigral Limited**".

**"RESOLVED FURTHER THAT** upon issuance of the fresh certificate of incorporation by the Registrar of Companies consequent upon change of name, the Memorandum of Association and the Articles of Association, and other relevant documents shall stand altered as below:

The Name Clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

**1. The Name of the Company is “Epigral Limited”**

“RESOLVED FURTHER THAT the name “Meghmani Finechem Limited” be substituted with the new name “Epigral Limited” wherever appearing in the Articles of Association of the Company and other relevant documents, papers and places, as applicable wherein the Company is a party or interested, common seal and at all other places wherever appearing.”

“RESOLVED FURTHER THAT Mr. Maulik Patel, Chairman and Managing Director and Mr. Kamlesh Mehta, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to make, sign, execute and file necessary applications, forms, returns, and documents as may be considered necessary or expedient including appointing attorney(s) or authorized representatives under appropriate Letter(s) of Authority, to appear before the Central Government, Ministry of Corporate Affairs, Stock Exchanges where shares of the Company are listed, and such other Regulatory or Statutory Authorities, as may be required from time to time and to do all such acts, deeds and things including settling and finalizing all issues that may arise in this regard in order to give effect to this resolution and to delegate all or any of the powers conferred herein as they may, in their absolute discretion, deem fit.”

**2. RECLASSIFICATION OF STATUS OF PROMOTER GROUP SHAREHOLDERS TO PUBLIC SHAREHOLDERS:**

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of the Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”), and the approval of the Stock Exchanges where the equity shares of the Company are listed i.e. National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), and/or such other approval, if any, as may be required in this regard, the consent of the Members of the Company be and is hereby accorded to reclassify the following ‘Promoter Group Shareholders’ to ‘Public Shareholders’.

Sr. No.	Name of Promoter / Promoter Group	No. of Shares	% of Total Holding
1	Adesh K Patel	13650	0.03
2	Dhiren Madhur Goyal	9500	0.02
3	Damini Narendra Patel	13900	0.03
4	Hansaben Amrutbhai Patel	12455	0.03
5	Amrutbhai Shivrambhai Patel	1070	0.00
6	Narendra Bhailalbhai Patel	141	0.00
7	Jagrutiben Lalitbhai Patel	27922	0.07
	<b>TOTAL</b>	<b>78638</b>	<b>0.18</b>

“RESOLVED FURTHER THAT the above Promoter Group Shareholders have confirmed that all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of Listing Regulations have been complied with and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned in Regulation 31A of Listing Regulations post reclassification from ‘Promoter Group Shareholders’ to ‘Public Shareholders’.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, any one of the Directors or Company Secretary of the Company, be and are hereby individually authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary intimations / filings including but not limited to making applications to the Stock Exchanges to seek their approval for the re-classification in accordance with Listing Regulations and other applicable laws, if any, and to execute all such deeds, documents, amendments or writings as are necessary or expedient, to represent before such authorities as may be required, to settle any questions, difficulties or doubt that may arise in this behalf.”

“RESOLVED FURTHER THAT a certified true copy of the resolutions be issued under the signature of any one of the Directors or Company Secretary of the Company to the concerned person with a request to act thereon.”

**By Order of the Board  
For Meghmani Finechem Limited  
Sd/-  
Kamlesh D. Mehta**

**Date: 13<sup>th</sup> June, 2023 Company Secretary & Compliance Officer  
Place: Ahmedabad Membership No. FCS 2051**

**MEGHMANI FINECHEM LIMITED  
“Meghmani House”,  
B/h Safal Profitaire,  
Corporate Road,  
Prahlad Nagar,  
Ahmedabad – 380 015,  
Gujarat, India.**



## Notes :

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ('the Act') setting out material facts read with the Rules and the MCA Circulars, forms part of the Postal Ballot Notice ('Notice') and the Explanatory Statement setting out the material facts as required in terms of Section 102 of the Act is annexed hereto and forms part of this Notice.
2. In compliance with the MCA Circulars, the Notice of the Postal Ballot is being sent by electronic mode only to those members whose names appears in the Register of Members / List of Beneficial Owners maintained by the Company or its Registrar and Transfer Agent i.e. Link Intime India Private Limited ('RTA') or Depositories as at close of business hours on **23<sup>rd</sup> June, 2023 (the 'Cut-off date')** and whose e-mail IDs are registered with the Company or its RTA or with the Depository Participants (DPs) as on the Cut-off date. As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot. Members are requested to provide their assent or dissent through remote e-voting only.
3. Members may note that the Notice is available on the Company's website at **www.meghmanifinechem.com**, website of the Stock Exchanges i.e. National Stock Exchange of India Limited (NSE) at **www.nseindia.com**, BSE Limited (BSE) at **www.bseindia.com**, respectively, and also on the website of e-Voting service provider i.e. Central Depository Services (India) Limited ("CDSL"), e-Voting website at **www.cdslindia.com**.
4. In case of Member(s) who have not registered their e-mail IDs, are requested to please follow instructions at **Point No. 10** to register their e-mail IDs for obtaining notice of postal ballot and login details of e-voting.
5. Members holding shares in demat form can get their e-mail IDs registered with their Depository Participants or by sending e-mail to **helpdesk@meghmanifinechem.com**.
6. Members whose names appears in the Register of Members/ List of Beneficial Owners as on the cut-off date i.e. **23<sup>rd</sup> June, 2023** are eligible to vote on the resolution set forth in this Notice. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
7. The Board of Directors of the Company has appointed **Mr. K J Shah – Practicing Company Secretary (FCS No 2420 CP No 1414) of K J Shah & Company, Ahmedabad**, as the Scrutinizer for conducting the Postal Ballot only through remote e-voting process in a fair and transparent manner.
8. The report of the Scrutinizer shall be submitted to the Chairperson (or to such other person authorized by the Chairperson) after the completion of scrutiny of remote e-voting. The result of e-voting will be announced by the Chairperson or

any other person duly authorized by Chairperson, on or before **29<sup>th</sup> July, 2023**. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on **27<sup>th</sup> July, 2023**, i.e. the last date specified for receipt of votes through the remote e-voting process. i.e., **27<sup>th</sup> July, 2023**. The Scrutinizer's decision on the validity of e-voting will be final.

9. The Results declared along with the Scrutinizer's Report will be displayed on the notice board of the Company at its Registered Office and its Corporate Office. The results will also be posted on the website of the Company **www.meghmanifinechem.com**, and will also be intimated to the National Stock Exchange of India Limited and BSE Limited.

## 10. INSTRUCTIONS FOR REMOTE E-VOTING:

- A. The e-voting period begins on **28<sup>th</sup> June, 2023 (9.00 a.m.) and ends on 27<sup>th</sup> July, 2023, (5.00 p.m.)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on **23<sup>rd</sup> June, 2023** the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- B. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.
- C. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- D. In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>CDSL</b>	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.commyeasi/home/login">https://web.cdslindia.commyeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period.</p> <p>Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e- Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have</p>

	<p>to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re- directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdEasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdEasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open.</p> <p>You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Share holders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <b>helpdesk.evoting@cdslindia.com</b> or contact at 1800 22 55 33.
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <b>evoting@nsdl.co.in</b> or call at toll free No.: 1800 1020 990 and 1800 22 44 30

**E. Login method for e-Voting by shareholders other than individual shareholders holding shares in demat mode and shareholders holding securities in physical mode.**

- i. The shareholders should log on to the e-voting website **www.evotingindia.com**.
- ii. Click on “Shareholders” module.
- iii. Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier e-voting of any company, then your existing password is to be used.
- vi. If you are a first-time user follow the steps given below:

	<b>shareholders other than individual shareholders holding shares in demat mode and shareholders holding securities in physical mode</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company /Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- vii. After entering these details appropriately, click on “SUBMIT” tab.
  - viii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - ix. For shareholders holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
  - x. Click on the EVSN for MEGHMANI FINECHEM LIMITED.
  - xi. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  - xii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
  - xiii. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
  - xiv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
  - xv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
  - xvi. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- F. Facility for Non - Individual Shareholders and Custodians - Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **www.evotingindia.com** and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to **helpdesk.evoting@cdslindia.com** and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; **helpdesk@meghmanifinechem.com.**, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- G. Process for those shareholders whose email/mobile no. are not registered with the Company or its RTA or Depositories**
1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **helpdesk@meghmanifinechem.com**.
  2. For demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
  3. For Individual demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.
  4. If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or contact at 022-23058738 and 022-23058542/43.
  5. All grievances connected with the facility for voting by electronic means may be addressed to **Mr. Rakesh Dalvi, Sr. Manager** (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send e-mail to **helpdesk.evoting@cdslindia.com** or call on 022-23058542/43.



## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 1 – Change of Name of the Company:

Over last 15 years, the Company has been on the path to build an admired global organisation. This business and organisation driving vision and our ambitious goals require active brand building, global image, and performance so as to strengthen our reputation and relationships with stakeholders.

To carry out the rebranding exercise the management has decided to change the name of the Company from **Meghmani Finechem Limited to Epigral Limited** as allowed by Central Registration Centre, Ministry of Corporate Affairs.

### Selection of name Epigral Limited: -

Responsible and growth-driving companies have used multiple assets to drive value creation and change. The focus on intangible assets has been a huge shift along with sweating the physical assets. Today, both tangible and intangible assets are being called on to serve long-term institution building and growth driving duties. Listed companies in India and overseas have used corporate brands in this context (intangible asset) to the full extent. Reinvigoration of corporate brands has become a big strategic call and this involves a robust and rigorous process which is both an art and a science.

Epigral is crafted from **Epitome + Integral** as this is in line with our vision of becoming the chosen global integral partner for large clients while being the epitome of quality, EHS and employee care benchmark.

As an integral chosen/preferred partner to our marquee clients, and by setting peak performance benchmarks, we stay committed to deliver pivotal performance and exemplary standards of quality, while building uncompromising EHS standards and vital relationships with stakeholders. Driven by enduring principles/values and powered by new age thinking, we are rededicating ourselves to build an admired institution, one that is the epitome of performance. With relentless pursuit of excellence and by elevating the performance standards, combined with great colleagues, world-class infrastructure, multiple best in class certifications, futuristic R&D and contagiously positive attitude, we want to propel ahead to create advantage for our clients and stakeholders.

The best way to serve our founders' vision, commitment and reverence to their hard work is through bringing growth, building reputation and relationship with all stakeholders. Hence the name change is one of the many internal long term intangible brand building initiative to fortify, strengthen, value creation agenda.

We will be using this milestone change as an opportunity to scale and reach towards our stayed vision of becoming globally respected multi product chemical company powering the brand and business.

The Board of Directors, at its meeting held on **13<sup>th</sup> June, 2023** approved change the name of the Company subject to necessary statutory approvals.

The Board is of the view that the new name will more aptly reflect the Company's growing aspirations in other businesses.

Pursuant to the provisions of the Companies Act, 2013 and rules made thereunder, for effecting the change in name of the Company and consequential alteration in the Memorandum and the Articles of Association of the Company, it is necessary to obtain approval of the shareholders by way of a Special Resolution.

The proposed change in name of the Company would not result in change of the legal status or constitution or operations or activities of the Company, nor would it affect any rights or obligations of the Company or the Members / stakeholders. The Board of Directors is of the opinion that the proposed change of name is in the interest of the Company.

The Company has complied with Regulation 45(1) of SEBI (Listing Obligations and Disclosure) Requirements, 2015, to the extent they are applicable. Office of the Registrar of Companies, **Central Registration Centre, Ministry of Corporate Affairs, vide its letter dated 15<sup>th</sup> June, 2023**, has conveyed it's no objection to change the name of the Company from **Meghmani Finechem Limited to Epigral Limited**.

Pursuant to Regulation 45 of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 the Certificate from the Practicing Chartered Accountant stating compliance with conditions provided in Sub-regulation (1) has been attached as Annexure to the Notice for the reference to the members.

None of the Directors, Key Managerial Personnel of the Company and any of their relatives are not in any way, concerned or interested in the resolution, except to the extent of shares in the company that may be held by them or their relatives or any entity in which they may be deemed to be concerned or interested.

The Board recommends the Special Resolution set out at **Item No. 1** of this Notice for approval of the shareholders



## Item No. 2: RECLASSIFICATION OF STATUS OF PROMOTER GROUP SHAREHOLDERS TO PUBLIC SHAREHOLDERS

In terms of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Promoter Group Shareholders who do not fall within the criteria for being classified as Promoter Group as defined in SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 and who do not exercise control, directly or indirectly over the affairs of the Company or have any special rights through any formal or informal arrangements or do not represent on the Board of Directors or act as Key Managerial Person in the Company, may on request to the Company and subsequent approval from the Shareholders and Stock Exchanges, seek reclassification to 'Public' Category.

In view of above, the Company has received request from the following 'Promoters Group Shareholders' confirming the compliance of the provisions of sub-regulation 3 (b) (i) to (vii) of Regulation 31A of the Listing Regulations and further confirming that they shall subsequent to their reclassification to 'Public Shareholders' continue to comply with the requirements as mentioned in Regulation 31A of Listing Regulations.

Sr. No.	Name of Promoter / Promoter Group	No. of Shares	% of Total Holding	Relationship
1	Adesh K Patel	13650	0.03	Promoter's Daughter's Husband
2	Dhiren Madhur Goyal	9500	0.02	Promoter's Daughter's Husband
3	Damini Narendra Patel	13900	0.03	Sister of Promoter
4	Hansaben Amrutbhai Patel	12455	0.03	Sister of Promoter
5	Amrutbhai Shivrambhai Patel	1070	0.00	Promoter's Sister's Husband
6	Narendra Bhailalbhai Patel	141	0.00	Promoter's Sister's Husband
7	Jagrutiben Lalitbhai Patel	27922	0.07	Promoter's Brother's Son's Wife
	<b>TOTAL</b>	<b>78638</b>	<b>0.18</b>	

As required under Regulation 31A of the Listing Regulations, the Company has intimated the Stock Exchanges of receipt of reclassification requests from the Promoter Group Shareholders mentioned in the resolution, on **12<sup>th</sup> June, 2023** and also the extract of the minutes of the meeting of the Board of Directors of the Company approving the re-classification was submitted to the Stock Exchanges, on **13<sup>th</sup> June, 2023**.

The said request of the Promoter Group Shareholders for reclassification were considered, analysed and approved by the Board of Directors by passing the Board Resolution at its meeting held on **13<sup>th</sup> June, 2023**, subject to Members' approval and Stock Exchanges approval subsequent to Postal Ballot.

Accordingly, the Board recommends Resolution at **Item No. 2** as a Special Resolution for approval of the Members.

None of the KMP, Directors and their relatives are concerned or interested in the resolution set out at **Item No. 2**.

By Order of the Board  
For Meghmani Finechem Limited  
Sd/-  
Kamlesh D. Mehta

Date: 13<sup>th</sup> June, 2023 Company Secretary & Compliance Officer  
Place: Ahmedabad Membership No. FCS 2051



**Certificate pursuant to Regulation 45(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To,  
**The Board of Directors**  
**Meghmani Finechem Limited**  
Meghmani House, B/h, Safal Profitaire,  
Corporate Road, Prahladnagar,  
Ahmedabad - 380015

1. This certificate is issued in accordance with the terms of our engagement.
2. Meghmani Finechem Limited ('the Company') is required to submit Chartered Accountant's certificate certifying the compliance with the conditions prescribed under Sub-Regulation (1) of Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for change of name of the Company from 'Meghmani Finechem Limited' to 'Epigral Limited'.

**Management's Responsibility**

3. The Management of the Company is responsible for ensuring the compliances with the applicable Notifications, Circulars and other Rules and Regulations of the applicable statutory and regulatory laws and rules framed thereunder and other relevant regulatory compliances, and also for the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of Internal Control relevant to the extracting of the required information for this certificate.
4. The Management of the Company is also responsible for ensuring that the Company complies with the requirements of the Listing Regulations and provides all relevant information.

**Our Responsibility**

5. Pursuant to this requirement, our responsibility is to provide reasonable assurance in the form of an opinion based on our review of the relevant records produced by the Company for certifying the change of name of the Company.
6. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICAI.

2nd Floor, Hrishikesh, Vasantbaug Society, Opposite Water Tank, Ahmedabad - 380006, India. Tel: +91 79 2630 6530

Unit No. 629, Signature Building, Block 13B, Zone-I, GIFT SEZ, Gandhinagar - 382355, Gujarat, India. Tel: +91 79 2630 6530

Email: [contactus@cnkkhandwala.com](mailto:contactus@cnkkhandwala.com) | Website: [www.cnkkhandwala.com](http://www.cnkkhandwala.com)

AHMEDABAD | GANDHINAGAR | MUMBAI | BENGALURU | CHENNAI | VADODARA | DELHI | PUNE | DUBAI

7. We have complied with the relevant applicable requirements of the Standard on Quality Control ("SQC") 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### Opinion

8. Based on our examination, as above, and according to the information and explanations provided to us by the Management of the Company, we report as follows:

- a. Time period of at least one year has elapsed from the last name change that was occurred in the Year:

**The Company has not changed its name since Incorporation.**

- b. At least fifty percent of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name:

**Not applicable since there is no change in the business activities of the Company in the preceding one-year period.**

- c. The amount invested in the new activity/project is at least fifty percent of the assets of the listed entity:

**Not Applicable since there is no change in the business activities of the Company.**

This Certificate is provided solely to enable compliance with the requirements of the Listing Regulations for submission to the shareholders of the Company as well as SEBI, BSE, NSE, MCA and other regulatory authorities and should not be used by any other person or for any other purpose, other than during the regulatory process for change of name of the Company.

**For C N K Khandwala & Associates  
Chartered Accountants  
FRN 107647W**



*Mukesh M. Khandwala*

**(Mukesh M. Khandwala)  
Partner**

**M. No.: 032472**

**UDIN : 23032472BGQNKZ7710**

**Date : 13/06/2023  
Place : Ahmedabad**