AMBANI ORGANICS LTD.

Corp Off : 801, 8th Floor, "351-ICON", Next to Natraj Rustomjee, W. E. Highway, Andheri (East), Mumbai - 400069. INDIA **Email :** info@ambaniorganics.com
Tel : +91 22 2682 7541 / 2682 2027 / 2682 2028 / 2682 2029

April 5, 2024

To,
The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400 051

Sub: Notice to convene Extra Ordinary General Meeting of the Company on Tuesday, 30th April, 2024

Ref: Intimation

Trading Symbol: AMBANIORG

Dear Sir,

We wish to inform that Extra Ordinary General Meeting of the Company shall be convened on Tuesday, 30th April, 2024. We are hereby submitting the Notice to convene Extra Ordinary General Meeting of the Company on Tuesday, 30th April, 2024 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

This is for your information and records. Kindly acknowledge the receipt of the same.

Yours Faithfully,

For Ambani Organics Limited

APOONI RAKESH SHAH
Digitally signed by APOONI RAKESH SHAH
Date: 2024.04.05 18:31:39 +05'30'

Apooni Rakesh Shah
Wholetime Director
DIN: 00503116

NOTICE is hereby given that an Extra-Ordinary General Meeting of the Members of Ambani Organics Limited will be held Tuesday, 30th day of April, 2024 at 3.00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in accordance with the applicable provisions of the Companies Act, 2013 to transact the following business:

SPECIAL BUSINESS:

1. TO APPROVE NAME CHANGE OF THE COMPANY AND CONSEQUENT AMENDMENT IN MEMORANDUM AND ARTICLE OF ASSOCIATION OF THE COMPANY

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **SPECIAL RESOLUTION:**

"**RESOLVED THAT** pursuant to the provisions of Section 13, Section 14 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) and subject to approval of Registrar of Companies, National Stock Exchange of India ("NSE" or "Stock Exchange") and other regulators, if any, consent of the shareholders be and is hereby accorded to change the name of the Company from '**Ambani Organics Limited'** to '**Ambani Orgochem Limited'** and accordingly "**Ambani Organics Limited"**, wherever it occurs in the Memorandum and Articles of Association of the Company be substituted by the new name.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to make application to the Registrar of Companies, NSE or any other regulator for obtaining approval for change in name of the Company and to sign and file forms and other documents with the Registrar of Companies and do all other acts, deeds, things and matters as are necessary to give effect to the above said resolution and to agree to such modifications, terms & conditions as me be directed by the Registrar of Companies and to modify the same accordingly as are necessary or expedient in this regard."

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorized to issue a certified copy of resolution to the concerned parties including the Registrar of Companies."

2. APPOINTMENT OF MR. BHAVIN PATEL (DIN: 10482169) AS DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification the following resolution as an **ORDINARY RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and subject to the provisions of Articles of Association of the Company and basis the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, Mr. Bhavin Patel (DIN: 10482169), who was appointed as an Additional (Non - Executive, Non - Independent) Director of the Company w.e.f. February 20, 2024, to hold Office up to the date of this Meeting and in respect of whom the Company has received a notice in writing proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation with effect from the date of this Meeting.

RESOLVED FURTHER THAT any member of the Board of Directors and the Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution."

3. APPOINTMENT OF MR. NEERAJKUMAR AMARJEET PANDEY (DIN: 10495819) AS DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and subject to the provisions of Articles of Association of the Company and basis the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, Mr. Neerajkumar Amarjeet Pandey (DIN: 10495819), who was appointed as an Additional (Non - Executive, Non - Independent) Director of the Company w.e.f. February 20, 2024, to hold Office up to the date of this Meeting and in respect of whom the Company has received a notice in writing proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation with effect from the date of this Meeting.

RESOLVED FURTHER THAT any member of the Board of Directors and the Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution."

By Order of the Board
For **Ambani Organics Limited**

Sd/-
Apooni Rakesh Shah
Whole Time Director
DIN: 00503116

Date: 27.03.2024
Place: Mumbai

NOTES:

1. The relevant details of the Directors seeking re-appointment/ appointment pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and as required under Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed.

2. Pursuant to MCA General Circular No. 20/2020, 14/2020, 17/2020, 20/2021, 03/2022, 11/2022 and 09/2023 dated May 5, 2020, April 8, 2020, April 13, 2020, December 8, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 respectively the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. The facility for appointment of proxies will not be available for the EGM and hence the Proxy form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes.

3. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice. The proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company located at N 44, MIDC, Tarapur, Boisar Thane – 401 506, which shall be the deemed venue of EGM.

4. The instructions for participation by Members are given in the subsequent paragraphs.

5. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to at least 500 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

6. The presence of the Members attending the EGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 20/2020, 14/2020, 17/2020, 20/2021, 03/2022, 11/2022 and 09/2023 dated May 5, 2020, April 8, 2020, April 13, 2020, December 8, 2021, May 5, 2022, December 28, 2022 and September 25, 2023.

8. Members may note that the details of the Director seeking re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) forms an integral part of the notice. Requisite declarations have been received from the Director for seeking his / her re-appointment.

9. Relevant documents and registers will be available for inspection by the members at the Registered Office of the Company on the date of EGM.

10. In case of joint holders attending the Meeting, the first holder as per the Register of Members of the Company will be entitled to vote.

11. The Corporate Members intending to send their authorized representative(s) to attend the EGM are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote at the EGM.

12. In compliance with Section 108 of the companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and regulation 44 of the Listing Regulation, the company is not providing e-voting facility as SME listed company is not required to provide e-voting facility to its Shareholders.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the "zoom" system.
   Members are requested to click on the following link:
   Topic: Ambani Organics Ltd – Extra Ordinary General Meeting
   Link: https://us05web.zoom.us/j/86884912522?pwd=j5Kp4sazOPtSia711STZiaWU97GU5X.1
   Meeting ID: 868 8491 2522
   Passcode: k4Scq4
   After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu.

2. Members may access the platform to attend the EGM through VC by using the credentials attached with the Notice.

3. The facility for joining the EGM shall open 15 minutes before the scheduled time for commencement of the EGM and shall be closed after the expiry of 15 minutes after such scheduled time.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 5 days prior to meeting mentioning their name,

demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time as appropriate for smooth conduct of the EGM.

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

ITEM NO. 1:

The Board of Directors of the Company at its meeting held on 22nd day of February, 2024, has, subject to the approval of the Shareholders of the Company by way of special resolutions and approvals of statutory, regulatory or governmental authorities as may be required under applicable laws, approved the change in name of the Company for better business for opportunities.

The Board of Directors had discussed the same and is of the opinion that the name of the company be changed from "Ambani Organics Limited' to 'Ambani Orgochem Limited' along with the consequent amendment to the Memorandum of Association and Articles of Association of the Company.

The Company had made application for reservation of name to Central Registration Centre, Registrar of Companies and Central Registration Centre, Registrar of Companies vide its approval letter dated 7th March, 2024 has confirmed that new name i.e. "Ambani Orgochem Limited" is available for registration. The proposed change in name would be subject to the necessary approvals in terms of Section 4 and 13 of the Companies Act, 2013 and Stock Exchange.

Also, in accordance with the Regulation 45(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a certificate from our statutory, M/s. Shumbhu Gupta & Co., confirming the compliance by the Company with the conditions mentioned under sub-regulation 1 of Regulation 45 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed herewith the notice of the meeting.

Since the aforesaid sections requires approval of the Shareholders of the Company by way of passing Special Resolution, your Directors recommend the resolution set out in item no. 1.

None of the Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

ITEM NO. 2 & 3

Appointment of Mr. Bhavin Patel (DIN: 10482169) and Mr. Neerajkumar Amarjeet Pandey (DIN: 10495819) as a Director of the Company, liable to retire by rotation. Based on recommendation of the Nomination and Remuneration Committee and Board of Directors and in terms of provisions of Sections 150, 152, Schedule IV and any other applicable provisions of the Act and the Listing Regulations, Mr. Bhavin Patel (DIN: 10482169) and Mr. Neerajkumar Amarjeet Pandey (DIN: 10495819), being eligible for appointment as a Director and in respect of whom the Company has received a notice in writing pursuant to Section 160 of the Act from a member signifying the intention to propose the appointment of Mr.

Bhavin Patel (DIN: 10482169) and Mr. Neerajkumar Amarjeet Pandey (DIN: 10495819) as a Director of the Company, is proposed to be appointed as Director of the Company, liable to retire by rotation in the category "Non-Executive and Non-Independent".

Given his experience, the Board considers it desirable and in the interest of the Company to have Mr. Bhavin Patel (DIN: 10482169) and Mr. Neerajkumar Amarjeet Pandey (DIN: 10495819), on the Board of the Company and accordingly the Board recommends the appointment of Mr. Bhavin Patel (DIN: 10482169) and Mr. Neerajkumar Amarjeet Pandey (DIN: 10495819), as an Non–Executive Non-Independent Director as proposed in the Resolution no. 2 & 3 for approval by the Members as an Ordinary Resolution.

Disclosures, as required under Regulation 36 of the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

Except for Mr. Bhavin Patel and Mr. Neerajkumar Amarjeet Pandey and/or his relatives, no other Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

By Order of the Board
For **Ambani Organics Limited**

Sd/-
Apooni Rakesh Shah
Whole Time Director
DIN: 00503116

Date: 27.03.2024
Place: Mumbai

Annexure to Notice

Sr. No	Details of events that need to be provided	Director 1	Director 2
1.	**Name of the Directors**	Mr. Bhavin Jitendra Patel (DIN: 10482169)	Mr. Neerajkumar Amarjeet Pandey (DIN: 10495819)
2.	**Date of Birth**	14/03/1996	02/01/1972
3.	**Age**	28 years	52 years
4.	**Reason for change viz. appointment, resignation, removal, death or otherwise;**	Appointment	Appointment
5.	**Date of appointment and terms of appointment;**	Mr. Bhavin Jitendra Patel is appointed as the Additional Director (Non-Executive Director) of the Company with effect from February 20, 2024 liable to retire by rotation.	Mr. Neerajkumar Amarjeet Pandey is appointed as the Additional Director (Non-Executive Director) of the Company with effect from February 20, 2024 liable to retire by rotation.
6.	**Qualification of Directors**	B.E Petrochemical Engineering	B Sc. (Chemical)
6.	**Brief Profile (in case of appointment)**	Mr. Bhavin Jitendra Patel has Experience of four years with Ambani Organic Limited. He has qualification of B.E. Petrochemical Engineering. Currently, he is designated as Genearal Manager at Dahej Plant of Ambani Organic Limited.	Mr. Neerajkumar Amarjeet Pandey has over Three Decades of experience out of which 22 years with Ambani Organic Limited. He has qualification of B Sc (Chemical). Currently, he is designted as Genearal Manager at Tarapur Plant of Ambani Organic Limited.
7.	**Disclosure of relationships between directors.**	Mr. Bhavin Jitendra Patel is not related to any of the Directors or Key Managerial group of the Company.	Mr. Neerajkumar Amarjeet Pandey is not related to any of the Directors or Key Managerial Personnel or Promoters and Promoter group of the Company.
8	**Date of first appointment in the Board**	20/02/2024	20/02/2024
9.	**Shareholding, if any in the Company**	NA	NA
10.	**No. of Board Meeting attended**	NA	NA
11.	**Affirmation that the Director being appointed**	We affirm that the Director being appointed in not debarred from	We affirm that the Director being appointed in not debarred from

	in not debarred from holding the office of director by virtue of SEBI or any other authority	holding the office of director by virtue of SEBI or any other authority	holding the office of director by virtue of SEBI or any other authority

Shambhu Gupta & Co.
CHARTERED ACCOUNTANTS

ANNEXURE - I

Certificate of compliance in terms of Regulations 45(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 for change of name Ambani Organic Limited

TO WHOMSOEVER IT MAY CONCERN

We, Shambhu Gupta & Co., Chartered Accountants have verified the relevant records and documents of M/s. Ambani Organics Limited ("the Company") for the purpose of ascertaining its compliance with regulation 45 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations") with respect to its change of name from **"Ambani Organics Limited"** to **"Ambani Orgochem Limited"**.

In accordance with the information and explanations given to us and based on our examination of the records and documents of the company, we hereby confirm and certify that the company is in compliance with the following conditions as specified in Regulation 45(1) of the Listing Regulation: -

a) **time period of at least one year has elapsed from the last name change** – Not Applicable. The Company has not changed its name, ever since 1985;

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** - There is no change in business activity of the Company. The change of name is part of corporate re-branding of the Company under the name “Ambani Orgochem Limited” and not due to any new activity. Therefore, the said condition relating to 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 is not applicable;

c) **the amount invested in the new activity/project is at least fifty percent of the assets of the listed entity** – The Company proposes to change its name as part of corporate re-branding of businesse under the name “Ambani Orgochem Limited” and not due to any new activity. Therefore, the said condition relating to the amount invested in the new activity/project being at least fifty percent of the assets of the listed entity is not applicable.

Thanking You

For Shambhu Gupta & Co.
Chartered Accountants
FRN: 007234C

Gorang
Baheti

Digitally signed by Gorang Baheti
DN: c=IN, o=Personal, title=3159,
pseudonym=d1SjfHN60cISvDDL5nSyXl4pKZvIV5ol,
2.5.4.20=78d2e4f93ee9bd8e8d7f75892e36d352c97c35c8b6045a60c7e39d3af417197e, postalCode=401107, st=Maharashtra,
serialNumber=6077fadec052e06c88763c58d06648c155742cf81bd1a0615fa7266b1de761ce, cn=Gorang Baheti
Date: 2024.04.03 16:51:42 +05'30'

Gorang Baheti
Partner
Membership No. 426813 **Date:03-04-2024**
UDIN: 24426813BKASJA6135 **Place: Mumbai**