AMBANI ORGANICS LIMITED

(Formerly known as AMBANI ORGANICS Pvt. Ltd.)

Office : 801, 8th Floor, "351-ICON", Next to Natraj Rustomji, W. E. Highway,
Andheri (East), Mumbai - 400 069. Website : www.ambaniorganics.com •
Email : ambaniorganics@rediffmail.com / info@ambaniorganics.com •
Telefax : +91 22 2683 3778 / 2682 7541 / 2682 2027 / 2682 2028 / 93237 94560

01st September, 2018

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
Trading Symbol: AMBANIORG

Sub: Intimation of Annual General Meeting to be held on September 27, 2018

Dear Sir / Madam,

Pursuant to section 96 of the Companies Act, 2013, we hereby intimate to your esteemed stock exchange that:-

1. The 32nd Annual General Meeting of the Members of the Company will be held on Thursday, September 27, 2018 at the registered office of the Company at N 44 MIDC Tarapiur, Boisar Thane – 401506 at 11:30 a.m.

2. The Register of Members & Share Transfer Books will remain closed from Friday, September 21, 2018 to Thursday, September 27, 2018 (Both the days inclusive) for the purpose of 32nd Annual General Meeting of the Members of the Company.

We are enclosing herewith notice of 32nd Annual General Meeting for your record.

Thanking you,
Yours sincerely,
For **Ambani Orgaics Limited**

SHARAD P
KOTHARI

Digitally signed by SHARAD P KOTHARI
DN: c=IN, o=Personal , CID - 6320215,
2.5.4.20=192fc173577bad1a6ef47d066a06bf2
dbe50bfd47ab28ad451a9205fb3913882,
postalCode=400016, st=Maharashtra,
serialNumber=d0a46833f21e1c9899ec47411a
5e00f1f2bf5d26dd529afb3905c9124148a93d,
cn=SHARAD P KOTHARI
Date: 2018.09.01 19:05:15 +05'30'

Sharad P Kothari
Director
(DIN: 08029922)

Encl: A/A

AMBANI ORGANICS LIMITED
CIN: U24220MH1985PLC036774

Regd Office: N 44 MIDC Tarapur, Boisar Thane-401506

Corporate Office: 801,8th Floor,"351-ICON", Next to Natraj Rustomji, W.E.Highway, Andheri (East), Mumbai-400069

Ph- 022 26833778/26827541/ 26822027/2028

Web: www.ambaniorganics.com

E-Mail id: ambaniorganics@rediffmail.com/ info@ambaniorganics.com

NOTICE

Notice is hereby given that 32nd Annual General Meeting of the members of **Ambani Organics Limited** will be held on Thursday, 27th September, 2018 at 11:30 a.m. at the registered office of the Company situated at N 44 MIDC Tarapur, Boisar Thane - 401506 to transact the following businesses :-

ORDINARY BUSINESS:

1. **Adoption of Financial Statement**

   To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.

2. **Re- appointment of Ms. Apooni Rakesh Shah (DIN: 00503116) as a Director liable to retire by rotation**

   To appoint a director in place of Ms. Apooni Rakesh Shah (DIN: 00503116) the Director who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **Regularization of Additional Independent Director Mr. Prakash Anna Mahanwar (DIN: 08100755) as a Non- Executive Independent Director:**

   "**RESOLVED THAT** pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles Of Association of the company, Mr. Prakash Anna Mahanwar (DIN: 08100755) who was appointed as an Additional Director at the meeting of the Board of Directors of the Company held on 02nd April, 2018, and who holds office up to the date of ensuing Annual General Meeting of the Company and in respect of whom a notice has been received from the member in writing, under section 160 of the Companies Act, 2013 be and is hereby appointed as the Non- Executive Independent Director of the Company

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all the steps as may be necessary to give complete effect to this resolution."

4. **Regularization of Additional Independent Director Mr. Sanjay Natwarlal Mehta (DIN: 08100745) as a Non- Executive Independent Director:**

"**RESOLVED THAT** pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles Of Association of the company, Sanjay Natwarlal Mehta (DIN: 08100745) who was appointed as an Additional Director at the meeting of the Board of Directors of the Company held on 02nd April, 2018, and who holds office up to the date of ensuing Annual General Meeting of the Company and in respect of whom a notice has been received from the member in writing, under section 160 of the Companies Act, 2013 be and is hereby appointed as the Non- Executive Independent Director of the Company

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all the steps as may be necessary to give complete effect to this resolution."

5. **Regularization of Director Mr. Dilipkumar Mehta (DIN: 08122334) as a Director:**

"RESOLVED THAT pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles Of Association of the company, Mr. Dilipkumar Mehta (DIN: 08122334) who was appointed as an Additional Director at the meeting of the Board of Directors of the Company held on 28th April, 2018, and who holds office up to the date of ensuing Annual General Meeting of the Company and in respect of whom a notice has been received from the member in writing, under section 160 of the Companies Act, 2013 be and is hereby appointed as the Director of the Company.

ESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all the steps as may be necessary to give complete effect to this resolution."

Date: 01st September, 2018

Place: Mumbai

For Ambani Organics Limited

Sd/-
Rakesh Shah
Managing Director
(DIN: 00503074)

NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 (Act), in respect of the business as set out in the Notice is annexed hereto.

2. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member. A person can act as a proxy on behalf of members, not exceeding fifty and in the aggregate not more than 10% of the total share capital of the company, carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The proxy forms should be lodged with the Company at its Registered Office at least 48 hours before commencement of the meeting.

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

4. The instrument of Proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the AGM. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolution or authority as applicable.

5. Members/Proxy holder/Authorised Representative are requested to bring duly filled Attendance Slip enclosed herewith along with their copy of the Notice to attend the Meeting.

6. 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.

7. Electronic copy of the Notice is being sent to all the Members whose email addresses are registered with the Company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copy of the Notice is being sent in the permitted mode. Members may note that this Notice will also be available on the Company's website i.e. www.ambaniorganics.com

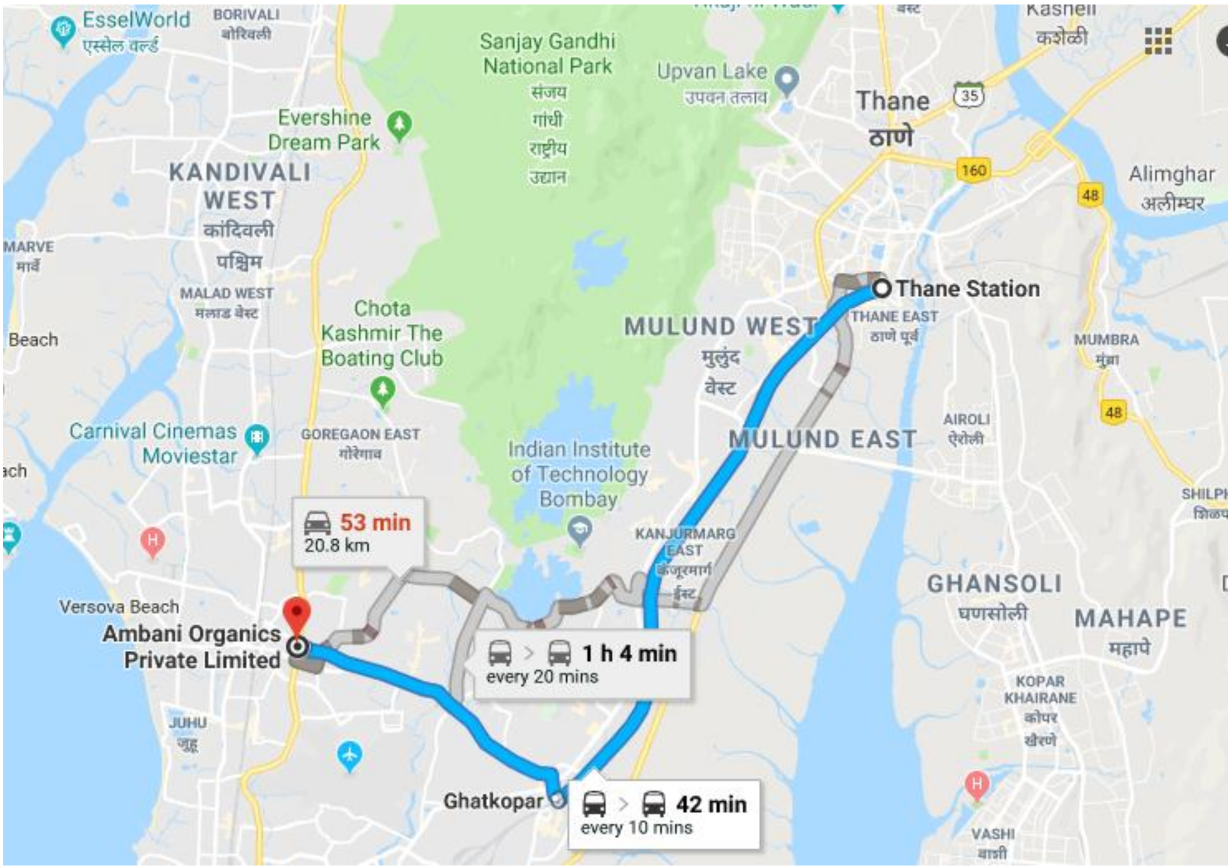
8. The Corporate Members intending to send their authorized representative(s) to attend the AGM are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote at the AGM.

9. The register of members and transfer books of the company shall remain closed from Friday, 21st September, 2018 to Thursday, 27th September, 2018 (both days inclusive) for this Annual General Meeting and for determining the names of members eligible for dividend on Equity Shares, if declared at a meeting.

10. The Annual Report of the Company, circulated to the Members of the Company will also be made available on the Company's website at www.ambaniorganics.com

11. 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

12. The route map showing directions to reach the venue of the AGM is annexed and forms part of the Notice.



ANNEXURE TO THE NOTICE

Details of the Directors seeking appointment/re-appointment at the forth coming Annual General Meeting:

Name of Director	Prakash Anna Mahanwar	Sanjay Natwarlal Mehta	Dilipkumar Mehta
DIN	08100755	08100745	08122334
Date of Birth	01/06/1967	09/02/1967	13/07/1952
Date of first Appointment	02/04/2018	02/04/2018	28/04/2018
Qualification	Doctorate of Philosophy (Technology)	Diploma in Man-Made Textiles Chemistry and Diploma in Marketing Management of Textiles	Bachelor's degree in Science from the Mumbai University
Expertise in specific functional areas and experience	He was awarded his Doctorate of Philosophy (Technology) in "Plastics Technology" by the Mumbai University in 1999. He is a professor of Polymer Technology at Institute of Chemical Technology, Mumbai.	He holds Diploma in Man-Made Textiles Chemistry and Diploma in Marketing Management of Textiles from The Silk and Art Silk Mills Research Association, Diploma in Business Management from the Indian Merchants' Chambers. Presently, he is a proprietorship of Rhea Fashion and is also a manufacturer of silk apparels	He holds a Bachelor's degree in Science from the Mumbai University. He is a businessman dealing in chemicals for Paper Board Industries.
Directorship held in other Companies	--	--	--
Committee positions held in other Companies	Nil	Nil	Nil
No. of Equity Shares held in the Company as on 31.03.2018	Nil	Nil	Nil

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT")

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 3:

Mr. Prakash Anna Mahanwar who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 02nd April, 2018, holds office upto the date of this Annual General Meeting and is eligible for appointment as a Director.

Mr. Prakash Anna Mahanwar is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Prakash Anna Mahanwar as a Non Executive Independent Director, for the approval by the shareholders of the Company.

Item No. 4:

Mr. Sanjay Natwarlal Mehta who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 02nd April, 2018, holds office upto the date of this Annual General Meeting and is eligible for appointment as a Director.

Mr. Sanjay Natwarlal Mehta is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Sanjay Natwarlal Mehta as a Non Executive Independent Director, for the approval by the shareholders of the Company.

Item No. 5:

Mr. Dilipkumar Mehta who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 28th April, 2018, holds office upto the date of this Annual General Meeting and is eligible for appointment as a Director.

Mr. Dilipkumar Mehta is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Dilipkumar Mehta as a Director, for the approval by the shareholders of the Company

Date: 01st September, 2018

Place: Mumbai

For Ambani Organics Limited

Sd/-
Rakesh Shah
Managing Director
(DIN: 00503074)