



MAHALAXMI RUBTECH LIMITED

OFFSET PRINTING BLANKETS | TECHNICAL COATED FABRICS

Ref: MRT/CS/Correspondence/2023-24/52

Date: December 02, 2023

To,
BSE LIMITED
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001,
Maharashtra,
India.

NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Exchange Plaza, Plot No. C/1, G - Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051,
Maharashtra,
India.

Company Code: MHLXMIRU
Script Code: 514450

Trading Symbol: MHLXMIRU
Series: EQ

Dear Sir/Madam,

Sub.- Voting Results of the Hon'ble NCLT convened Meeting of the Unsecured Creditors of the Demerged Company

Please note that a Resolution for approval of the Scheme of Arrangements between Mahalaxmi Rubtech Limited (MRT) (CIN:- L25190GJ1991PLC016327) (Demerged Company); Mahalaxmi Fabric Mills Private Limited (Formerly known as "Sonnet Colours Pvt Ltd") (MF MPL) (CIN:- U17100GJ1991PTC015345) (First Resulting Company); and Globale Tessile Private Limited (GTPL) (CIN:- U17299GJ2017PTC098506) (Second Resulting Company) and their respective Shareholders and Creditors (Scheme), as per the Notice of the Hon'ble NCLT convened Meeting (Meeting) of the Unsecured Creditors of the Demerged Company held on Thursday, the 30th day of November, 2023, at 12:00 p.m. (IST), at Industrial Textile Processing Unit, at Survey No. 317/2, Next to H. P. Petrol Pump, B/s Weigh Bridge, Nr. Narol Chowkdi, Narol – Naroda Highway, Narol, Ahmedabad - 382 405, Gujarat, have been unanimously passed by the Unsecured Creditors of the Demerged Company, without any modification.

A copy of the Scrutinizer's Report containing Voting Results of the Unsecured Creditors Meeting of the Demerged Company is enclosed herewith.

For brevity, Annexures of the Scrutinizer's Report of the Unsecured Creditors Meeting of the Demerged Company have not been annexed in it. Detailed Scrutinizer Report along with all the Annexures of the same can be accessed on the website of the Demerged Company i.e. <https://mrtglobal.com/>.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

FOR, MAHALAXMI RUBTECH LIMITED



SHITAL MARSH TRIVEDI
COMPANY SECRETARY
ICSI MEMBERSHIP NO.: A60855

Encl.:- A/a

CORPORATE OFFICE:
MAHALAXMI HOUSE, YSL AVENUE,
OPP. KETAV PETROL PUMP, POLYTECHNIC ROAD,
AMBAWADI, AHMEDABAD - 380 015, INDIA.
TELEPHONE: +91-79-40008000 FAX: +91-79-40008030

WORKS:
UMA INDUSTRIAL ESTATE, PHASE III, VILLAGE: VASNA-IYAVA,
TALUKA: SANAND, DISTRICT: AHMEDABAD - 382 170, INDIA.
TELEPHONE: 02717-284309, 284310 FAX: 02717-284152
E-MAIL: mrt@mrtglobal.com WEBSITE: www.mrtglobal.com

REGD. OFFICE:
47, NEW CLOTH MARKET,
AHMEDABAD - 380 002, INDIA.
TELEPHONE: +91-79-22160776
CIN NO.: L25190GJ1991PLC016327

Gauri Sethi

Advocate

Office Address:- 71 New York Tower A, 7th Floor, Thaltej Crossroads Char Rasta, Ahmedabad – 380 054.
E-mail:- gaurisethi1103@gmail.com; Mobile No.:- 9136873147

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, AHMEDABAD BENCH

COMPANY APPLICATION NO. C.A.(CAA)/47(AHM)2023

In the matter of the Companies Act, 2013 (Act No. 18 of 2013) and as amended from time to time and
Rules made thereunder as in force from time to time;

AND

In the matter of Sections 230 – 232 and other relevant provisions of the Companies Act, 2013
and Rules made thereunder;

AND

In the matter of Scheme of Arrangements in the nature of Demerger

Between

Mahalaxmi Rubtech Limited (MRT)

(CIN:- L25190GJ1991PLC016327)

("Demerged Company")

;

Mahalaxmi Fabric Mills Private Limited (Formerly known as "Sonnet Colours Pvt Ltd") (MFMPPL)

(CIN:- U17100GJ1991PTC015345)

("First Resulting Company");

And

Globale Tessile Private Limited (GTPL)

(CIN:- U17299GJ2017PTC098506)

("Second Resulting Company")

And

their respective Shareholders and Creditors

SCRUTINIZER'S REPORT

[Pursuant to the Hon'ble National Company Law Tribunal, Ahmedabad Bench,
Order dated 19th October, 2023]

To,

DR. DEEPTI MUKESH

Hon'ble Chairperson appointed by Hon'ble National Company Law Tribunal,
Ahmedabad Bench,

for the Meeting of the Unsecured Creditors of

Mahalaxmi Rubtech Limited (MRT)

(Demerged Company)

(CIN:- L25190GJ1991PLC016327)

47, New Cloth Market,

O/s Raipur Gate,

Ahmedabad – 380 002,

Gujarat.

GS

Gauri Sethi

Advocate

Office Address:- 71 New York Tower A, 7th Floor, Thaltej Crossroads Char Rasta, Ahmedabad – 380 054.
E-mail:- gaurisethi1103@gmail.com; Mobile No.:- 9136873147

**Sub.:- Scrutinizer's Report of the Hon'ble NCLT Convened Meeting of
the Unsecured Creditors of Mahalaxmi Rubtech Limited (MRT)
(Demerged Company)**

Respected Madam,

I, Gauri Sethi, Advocate (Enrollment No.:- G/3804/2023), having office situated at 71 New York Tower A, 7th Floor, Thaltej Crossroads Char Rasta, Ahmedabad – 380 054, have been appointed as a Scrutinizer by the Hon'ble National Company Law Tribunal, Ahmedabad Bench, vide its Order dated 19th October, 2023, passed in Company Application No. C.A.(CAA)/47(AHM)2023, in the matter of the Scheme of Arrangements between Mahalaxmi Rubtech Limited (MRT) (CIN:- L25190GJ1991PLC016327) (Demerged Company); Mahalaxmi Fabric Mills Private Limited (Formerly known as "Sonnet Colours Pvt Ltd") (MFMPPL) (CIN:- U17100GJ1991PTC015345) (First Resulting Company); and Globale Tessile Private Limited (GTPL) (CIN:- U17299GJ2017PTC098506) (Second Resulting Company) and their respective Shareholders and Creditors (Scheme), for the Meeting of the Unsecured Creditors of Mahalaxmi Rubtech Limited (MRT) (CIN:- L25190GJ1991PLC016327), having Registered Office situated at 47, New Cloth Market, O/s Raipur Gate, Ahmedabad – 380 002, Gujarat and Corporate Office situated at "Mahalaxmi House", YSL Avenue, Opp. Ketav Petrol Pump, Polytechnic Road, Ambawadi, Ahmedabad – 380 015, Gujarat, for the purpose of scrutinizing voting process conducted at the Hon'ble NCLT convened Meeting ("Meeting") of the Unsecured Creditors of the Company held on Thursday, the 30th day of November, 2023, at 12:00 p.m. (IST), at Industrial Textile Processing Unit, at Survey No. 317/2, Next to H. P. Petrol Pump, B/s Weigh Bridge, Nr. Narol Chowkdi, Narol – Naroda Highway, Narol, Ahmedabad - 382 405, Gujarat. I say, I am familiar and well versed with the concept of voting system at the Meeting.

I Submit my Report as under:-

1. The Meeting was held in compliance with the said Hon'ble NCLT Order and the Companies Act, 2013, at Survey No. 317/2, Next to H. P. Petrol Pump, B/s Weigh Bridge, Nr. Narol Chowkdi, Narol – Naroda Highway, Narol, Ahmedabad - 382 405, Gujarat.
2. The list of Unsecured Creditors to whom the Notice for the Meeting of the Unsecured Creditors was served is attached herewith as an Annexure – A.
3. Notices and the accompanying documents, have been sent on 27th October, 2023, through electronic mode to those Unsecured Creditors whose e-mail addresses are available with the Company and through courier to those Unsecured Creditors whose e-mail addresses are not available with the Company.
4. Notices were also published in English Daily, Business Standard on 28th October, 2023 and in Gujarati Daily, Financial Express, on 28th October, 2023, informing the Unsecured Creditors about convening the Meeting of the Unsecured Creditors for approving the Scheme.
5. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting to the Unsecured Creditors on the Resolution proposed in the Notice calling the Meeting of the Company was the responsibility of the Management. My responsibility as a Scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a Scrutinizer's Report on the voting to the Chairperson or a Person authorised by her.

GS

Gauri Sethi

Advocate

Office Address:- 71 New York Tower A, 7th Floor, Thaltej Crossroads Char Rasta, Ahmedabad – 380 054.

E-mail:- gaurisethi1103@gmail.com; Mobile No.:- 9136873147

6. The identity of the Unsecured Creditors present whether in Person or through Proxy were verified before the commencement of the Meeting. 114 valid Proxy Forms were received by the Company before the prescribed time.
7. The Quorum fixed for the said Meeting was 50 (Fifty) Unsecured Creditors in number, present either in Person or through Proxy or through Authorised Representatives. At the time fixed by the Hon'ble Tribunal at 12:00 p.m. for the Meeting, the Quorum was present and the Meeting was attended by 157 (One Hundred Fifty Seven) Unsecured Creditors in number - either in Person or through Proxy or through Authorised Representatives. The list of Unsecured Creditors who were present at the Meeting either in Person or through Proxy or through Authorised Representatives is attached herewith as an **Annexure – B**.
8. After the announcement of declaring the Meeting open was made by the Chairperson, the following procedure for voting and scrutinizing was adopted in the Meeting:-
 - a. The Polling Papers were provided to all the Unsecured Creditors who has attended the Meeting.
 - b. An empty Ballot Box was kept for depositing the Polling Papers of all Creditors presented the Meeting and the same was locked by me in presence of all those who were present in the Meeting.
 - c. The Unsecured Creditors present in Person or through Proxy or through Authorized Representatives at the venue of the Meeting casted their vote in the Polling Papers provided to them and dropped the same in the Ballot Box.
 - d. Upon Completion of the voting by the Unsecured Creditors, the locked Ballot Box was subsequently opened after the Meeting was Concluded. The Polling Papers were diligently scrutinized in presence of the Chairperson. None of the Polling Papers were invalid / incomplete.
 - e. Each of the Polling Papers was duly initialled by me and reconciled with the records maintained by the Company.
9. I hereby submit a Scrutinizer's Report, on the Resolution contained in the Notice of the Meeting based on the scrutiny of voting at the Meeting and votes cast therein.
10. The result of the Resolution considered and voted by the Unsecured Creditors along with the list of Unsecured Creditors voted on the Resolution is attached herewith as **Annexure – C**.

RESOLUTION:-

To approve the Scheme of Arrangements between Mahalaxmi Rubtech Limited (MRT) (CIN:- L25190GJ1991PLC016327) ("Demerged Company"); Mahalaxmi Fabric Mills Private Limited (Formerly known as "Sonnet Colours Pvt Ltd") (MFMPPL) (CIN:- U17100GJ1991PTC015345) ("First Resulting Company"); and Globale Tessile Private Limited (GTPL) (CIN:- U17299GJ2017PTC098506) ("Second Resulting Company") and their respective Shareholders and Creditors ("Scheme"):-

"RESOLVED THAT pursuant to the provisions of Sections 230, 232 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016; Regulation 37 and any other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; the SEBI Master Circular No.:- SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th

GTS

Gauri Sethi

Advocate

Office Address:- 71 New York Tower A, 7th Floor, Thaltej Crossroads Char Rasta, Ahmedabad – 380 054.

E-mail:- gaurisethi1103@gmail.com; Mobile No.:- 9136873147

June, 2023 (Including any statutory, modification or re-enactment or amendment thereof for the time being in force); and in accordance with the provisions of the Memorandum and Articles of Association of the Company; and subject to sanction of the Hon'ble National Company Law Tribunal, Ahmedabad Bench (NCLT) and subject to such other approvals, permissions and sanctions of the any other Regulatory and Authority, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or by any other Regulatory and Authority, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company, consent of the Unsecured Creditors of the Company be and are hereby accorded to the Demerger embodied in the draft Scheme of Arrangements between Mahalaxmi Rubtech Limited (MRT) (CIN:- L25190GJ1991PLC016327) ("Demerged Company"); Mahalaxmi Fabric Mills Private Limited (Formerly known as "Sonnet Colours Pvt Ltd") (MFMPPL) (CIN:- U17100GJ1991PTC015345) ("First Resulting Company"); and Globale Tessile Private Limited (GTPL) (CIN:- U17299GJ2017PTC098506) ("Second Resulting Company") and their respective Shareholders and Creditors ("Scheme").

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the Demerger embodied in the Scheme and to make any modification(s) or amendment(s) to the Scheme at any time and for any reason whatsoever and to accept such modification(s), amendment(s), limitation(s) and/or condition(s), if any, which may be required and/or imposed by the NCLT while sanctioning the Demerger embodied in the Scheme or by any other Regulatory and Authority under law or as may be required for the purpose of resolving any question(s) or doubt(s) or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board of Directors of the Company may deem fit and proper, without being required to seek any further approval of the Unsecured Creditors and the Unsecured Creditors shall be deemed to have given their approval thereto expressly by authority under this Resolution."

(i) Voted in favour of the Resolution:-

Particulars of Voting	Number of Unsecured Creditors voted	Percentage of total number of Unsecured Creditors voted	Value of debt voted by Unsecured Creditors	Percentage of total value of debt voted
Voting by Unsecured Creditors	157	100	35,46,36,236	100
Total	157	100	35,46,36,236	100

(ii) Voted against the Resolution:-

Particulars of Voting	Number of Unsecured Creditors voted	Percentage of total number of Unsecured Creditors voted	Value of debt voted by Unsecured Creditors	Percentage of total value of debt voted
Voting by Unsecured	0	0	0	0

GS

Gauri Sethi

Advocate

Office Address:- 71 New York Tower A, 7th Floor, Thaltej Crossroads Char Rasta, Ahmedabad – 380 054.

E-mail:- gaurisethi1103@gmail.com; Mobile No.:- 9136873147

Creditors				
Total	0	0	0	0

(iii) Invalid / Abstained Votes:-

Particulars of Voting	Total Number of Unsecured Creditors whose votes were declared invalid	Total number of votes held by Unsecured Creditors
Voting by Unsecured Creditors	0	0
Total	0	0

Based on the foregoing, the Resolution is unanimously approved by the Unsecured Creditors of the Demerged Company without any modification.

All the relevant records of voting are under my safe custody until the Chairperson considers, approves and signs the Minutes of the Meeting of the Equity Shareholders of the Company convened in Compliance of the Order passed by the Hon'ble NCLT and the same shall be handed over to the Company for safe keeping after the signing of this Report by me.

Yours Truly,

GAURI SETHI
SCRUTINIZER APPOINTED BY
HON'BLE NATIONAL COMPANY LAW TRIBUNAL
AHMEDABAD BENCH

DATE:- 01ST DECEMBER, 2023

PLACE:- AHMEDABAD