

**Megraj Holdings Private Limited**  
Corporate Identity Number: U74140TG2022PTC167061

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Date: 27<sup>th</sup> January, 2024

To  
**The General Manager**  
**Department of Corporate Services**  
**BSE Limited**  
P.J. Towers, Dalal Street  
Mumbai - 400001.

Scrip Code: 974917 | Scrip ID: 7MHPL26 | ISIN Number: INE0NZ807013

Dear Sir/Ma'am,

**Subject: Declaration relating to disclosure of all material facts and request for waiver of requirement of e-voting in connection with application for obtaining No-Objection Letter under Regulation 59A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the proposed Scheme of Amalgamation between Megraj Holdings Private Limited ("Transferor Company") into and with Green Gold Animation Private Limited ("Transferee Company") and their respective shareholders and creditors**

With reference to the above mentioned subject, this is to apprise you that, the Company is a debt listed entity and the number of non-convertible debenture holders ("**NCD Holders**") of the Company is less than 1000 (One Thousand), and currently has only One NCD Holder. Accordingly, as per the provisions of the Companies Act, 2013, there is no requirement of providing facility of e-voting to the NCD Holders of the Company for obtaining the approval/NOC for the Scheme.

Further the Company declares that, it would disclose all the material facts and other information, as may be required, to the NCD Holders including No-Objection Letter of the exchange and also follow the orders/directions of NCLT in this regard. Further the Company is in receipt of In-principle approval for the Scheme from the only current NCD Holder, who has also expressed their no-objection, if the Company seeks to waive the requirement of providing the e-voting facility. Copy of said In-principle approval cum no-objection letter from NCD Holders is annexed along with the aforementioned Application as **Annexure 15**.

In view of the aforementioned, it is requested to waive the requirement for providing the e-voting facility to the NCD Holders of the Company.

Thanking you

**For and on behalf of**  
**Megraj Holdings Private Limited**

**Mohammed Younus**  
**Company Secretary & Compliance Officer**  
**Membership No: A42532**