

**TRANSCRIPT  
OF  
53<sup>RD</sup> ANNUAL GENERAL MEETING**

**HELD ON 21<sup>ST</sup> AUGUST, 2025 AT 11:00 AM  
THROUGH VIDEO CONFERENCING (VC)/  
OTHER AUDIO VISUAL MEANS (OAVM)**

# *Oriental Aromatics*

## **AGM PROCEEDINGS**

### ***WELCOME ADDRESS & INTRODUCTION OF BOARD MEMBERS***

**Company Secretary:** Good Morning, Ladies & Gentlemen,

I Kiranpreet Gill, Company Secretary & Compliance Officer, attending the meeting from Mumbai, on behalf of the Board of Directors and entire team of Oriental Aromatics welcome you all to the 53<sup>rd</sup> Annual General Meeting of the Company.

This meeting is being held via Video Conferencing, in compliance with the provisions of the Companies Act, 2013, the Listing Regulations, and the circulars issued by the Ministry of Corporate Affairs.

We are pleased to have you with us today. Before we proceed with the agenda for today's meeting, I would like to introduce the distinguished members of our Board of Directors, Key Managerial Personnel, Scrutinizer, and Auditors who are joining us today.

It is my privilege to introduce Mr. Dharmil Bodani, the Chairman and Managing Director of Oriental Aromatics Limited.

Mr. Dharmil Bodani brings with him over three decades of rich and diverse experience in the fragrance, flavors, and chemical industry. He is professionally trained in perfumery from Grasse, France. Under his dynamic and visionary leadership, Oriental Aromatics has evolved into a fully integrated player in the fragrance and flavor industry, with a strong focus on innovation, research, and strategic growth.

As the Chairman and Managing Director, Mr. Bodani has been instrumental in driving the company's long-term vision and shaping its strategic roadmap. His deep understanding of the industry, coupled with his unwavering commitment to excellence, has consistently steered the organization towards sustainable growth and value creation.

Mr. Dharmil Bodani is an active member of the Board's Audit Committee, Stakeholders Relationship Committee and the Corporate Social Responsibility Committee.

With that, now I would like to request our Chairman, Mr. Dharmil Bodani, attending the meeting from Mumbai, to

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welcome everyone to the 53<sup>rd</sup> Annual General Meeting of the Company.

**Chairman:**

Good Morning, Ladies & Gentlemen,

On behalf of the Board of Directors, I extend a heartfelt welcome to all of you at the 53<sup>rd</sup> Annual General Meeting of Oriental Aromatics. We are truly honored to have you with us today.

I would like to take this opportunity to express my sincere gratitude for your unwavering trust, continued support, and encouragement. It is your belief in our vision and strategies that has been a driving force behind the company's growth and achievements over the years.

Thank you once again for your presence, and I look forward to a fruitful and engaging meeting

I would now request **Shyamal Bodani**, to introduce himself.

**Shyamal Bodani:**

Good Morning, Everyone

I am Shyamal Bodani, the Executive Director of the Company and have joined this meeting from Mumbai.

**Company Secretary:** Mr. Shyamal Bodani brings with him over two decades of extensive experience in the fragrance, flavors, and chemical industry. He plays a key leadership role in shaping and executing the company's strategic initiatives, both in domestic and international markets.

Mr. Shyamal Bodani oversees the company's marketing and sales functions, with a strong focus on export development and global market expansion. He is actively involved in the financial management of the organization. As the head of execution for the group, he leads project planning and implementation, ensuring timely and efficient delivery.

He currently serves as the Chairman of the Corporate Social Responsibility (CSR) Committee and is also a member of the Risk Management Committee of the Company, contributing significantly to the company's governance and sustainability agenda.

I would now request **Mr. Satish Ray**, to introduce himself.

**Satish Ray:**

Good Morning, Everyone

I am Satish Ray, Executive Director-Operations of the Company and have joined this meeting from Bareilly.

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**Company  
Secretary:**

Mr. Satish Ray holds a Master's degree in Business Administration and serves as the occupier of the company's manufacturing facilities in Bareilly, Vadodara, and Ambarnath, as well as the R&D laboratory in Chandivali. With nearly three decades of extensive experience in factory operations, human resources management, and strategic planning, Mr. Ray brings a wealth of knowledge to his role.

His expertise spans policy formulation, operational excellence, and optimizing workforce management, making him a key contributor to the company's growth and operational efficiency.

I would now request **Mr. Deepak Ramachandra**, to introduce himself

**Deepak  
Ramachandra:**

Good Morning, Everyone

I am Deepak Ramachandra, Independent Director of the Company and have joined this meeting from Mumbai.

**Company  
Secretary:**

Mr. Deepak is an experienced finance professional who completed his MBA from London Business School. He served as the Managing Director & Head of Equities at Axis Capital. Additionally, he was the Co-Head of Equities at the Bank of America Merrill Lynch India, prior to that he served as the Head of Emerging Markets for EMEA at Credit Suisse in London.

He was also part of Citigroup, India and led business development and distribution at Sharekhan. He is currently serving as the CEO of Value Quest Investment Advisors.

He currently serves as the Chairman of the Audit Committee, Corporate Social Responsibility Committee, and Stakeholders Relationship Committee of the Board, where he plays a key role in strengthening the company's corporate governance framework.

I would now request **Mr. Cyrus J. Mody**, to introduce himself.

**Cyrus J. Mody:**

Good Morning, Everyone

I am Cyrus Mody, Independent Director of the Company and have joined this meeting from Mumbai.

**Company Secretary:** Mr. Cyrus holds a bachelor's degree in economics and strategy from Bucknell University, USA. After gaining experience in various roles, which included legal, investment, strategy and town planning, and following a two year stint with the Boston

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Consulting Group, he transited to the real estate industry. He currently manages Viceroy Properties LLP, a leading real estate development firm.

Mr. Cyrus serves as the Chairman of the Risk Management Committee and is a member of the Audit Committee, Corporate Social Responsibility Committee, Stakeholders Relationship Committee, and the Nomination and Remuneration Committee of the Board, contributing his expertise to the governance and strategic direction of the company.

I would now request **Mr. Parag Satoskar**, to introduce himself

**Parag Satoskar:** Good Morning Everyone

I am Parag Satoskar, Chief Executive Officer of the Company and have joined this meeting from Mumbai.

Mr. Parag Satoskar has over two decades of experience in the chemical, fragrance and flavor industries. As CEO of Oriental Aromatics, he is responsible for the overall management and performance of the company.

He leads with a focus on marketing, operational efficiency, and sustainable practices across all divisions. His ability to integrate strategic planning with hands-on execution has been instrumental in the company's continued success. Mr. Satoskar's leadership ensures that Oriental Aromatics remains aligned with evolving industry trends and stakeholder expectations.

Now I would request **Mr. Girish Khandelwal** to introduce himself.

**Girish Khandelwal:** I am Girish Khandelwal, Chief Financial Officer of the Company and have joined this meeting from Mumbai.

**Company  
Secretary:**

Mr. Girish Khandelwal is a Chartered Accountant with extensive expertise in financial management and strategic oversight. He is responsible for guiding the company's financial strategy and overseeing critical functions such as budgeting, taxation, financial reporting, and risk management.

Mr. Khandelwal's expertise extends to evaluating the company's financial performance, identifying key opportunities, and addressing potential challenges with effective corrective actions. His leadership ensures that the company's financial health is consistently aligned with its long-term objectives.

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**Further from the Compliance Team Ms. Anusha Bafna and Ms. Karishma Mrug have also joined.** Now I would request them to introduce themselves.

**Anusha Bafna:** Hi, I am Anusha Bafna, Assistant Company Secretary in Oriental Aromatics Limited. I have joined this meeting from my office in Mumbai.

**Company Secretary:** Karishma, please introduce yourself.

**Karishma Mrug:** Good Morning Everyone, My name is Karishma Mrug. I am Joint Assistant Company Secretary and attending this meeting from our Head Office in Mumbai.

Apart from the management team, **CS Shreyans Jain**, our Secretarial Auditor and Scrutinizer for today's meeting and **Mr. A M. Hariharan** representative of Statutory Auditor, Lodha & Co LLP, have joined this meeting.

Now I would request them to introduce themselves.

Shreyans kindly introduce yourself

**Shreyans Jain:** I am Shreyans Jain, founder of Shreyans Jain & Co.. I am Secretarial Auditor to the Company and Scrutinizer for today's Annual General Meeting.

**A M. Hariharan:** I am A M. Hariharan representative of Statutory Auditor, Lodha & Co. LLP and have joined this meeting from Goregaon.

**Company Secretary:** Thank you, Mr. Shreyans, Mr. Hariharan for joining this meeting today.

Anusha please confirm if the requisite quorum is present?

**Anusha Bafna:** Yes Kiran Ma'am, the requisite quorum is present

**Company Secretary:** As the requisite quorum is present, I request our Chairman to call the meeting to order.

**Chairman:** Thank you, Kiran. I call the meeting to order.

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## **CHAIRMAN'S DECLARATION CALLING MEETING TO ORDER**

**Dharmil A.  
Bodani:**

Participation of members through video conference is being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013. The requisite quorum for the meeting being present, I call the meeting to order.

Now I would request our Company Secretary, Kiran to highlight certain points with respect to today's proceedings.

**Company  
Secretary:**

Thank you, Dharmil.

The joining to this meeting opened 15 minutes before the scheduled time of the commencement of the meeting, which is 11:00 am and it will remain open for another 15 minutes after the end of the meeting.

Further, as mentioned in the notice, the facility of participation at the AGM through video conferencing or other audio/visual means has been made available for 1000 members on first come first serve basis, except for large shareholders, promoters, institutional investors, directors, KMP, the chairperson of the audit committee, nomination and remuneration committee, and stakeholders relationship committee as well as the auditors who are allowed to attend the AGM without any restrictions on account of first come first serve basis.

To transact the business as mentioned in the notice, all documents/Registers are available in electronic mode, for inspection by the members, throughout the meeting, and the same are available on website of the Company [www.orientalaromatics.com](http://www.orientalaromatics.com) under the head Investor Relations-Inspection documents.

The registered office of the company at 133, Jehangir Building, 2<sup>nd</sup> Floor, M.G. Road, Fort, Mumbai, shall be deemed to be the venue for this meeting and proceedings of the meeting shall be deemed to be made here at.

The Company has received, 4 authorization letters, authorizing representatives to attend the AGM on their behalf representing 0.47 % of the voting Capital. As physical attendance of Members has been dispensed with, the facility for appointment of proxies by the Members is not available for this meeting.

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We have received requests from 13 members for registration as a speaker shareholder in the AGM. All those shareholders have been provided specific links to login to the meeting by NSDL and we shall be inviting them to speak one by one. We request speakers to confine their questions to the financial statements, Board's report and Agenda of the Annual General Meeting.

Further, your Company is also providing the facility of e-voting during the AGM. Members who had not exercised their right to vote through remote e-voting are entitled to vote during the meeting. Therefore, only those of you who have not already cast your votes through remote e-voting are entitled to vote at this Meeting by using the electronic voting system, which is now available on the screen. This electronic voting facility will close 15 minutes after the conclusion of the AGM.

Members are requested to refer to the instructions provided in the notice for seamless participation through video conference. In case members face any difficulty, they may reach out on the helpline numbers.

With this, I now hand over the proceedings to the Chairman and request him to deliver his formal address.

## **CHAIRMAN'S SPEECH**

**Dear Shareholders,**

This year, as we proudly celebrate 70 years of excellence, 2025 stands as a testament to the resilience, dedication and vision that have defined Oriental Aromatics' journey from strength to strength.

From a humble venture started by my grandfather, Keshavlal V. Bodani, to a fully integrated, publicly listed company with global operations, our journey has been shaped by vision, resilience, and deep-rooted values passed down through generations. What began as the distribution of essential oils from France, has evolved into a dynamic enterprise with strong capabilities in flavours & fragrances, specialty aromatic ingredients, and camphor & terpene derivatives.

Backed by a talented team, robust R&D and a culture of creativity, we've consistently delivered innovative solutions and built enduring relationships with customers worldwide. This year, we have taken significant strides by commissioning two new manufacturing facilities in Vadodara and Mahad, while further strengthening our global presence through enhanced customer engagement.

These achievements are a testament to the unwavering support of our stakeholders and the passionate efforts of our people. As we mark this milestone year, we remain committed to building on our legacy with future-ready ideas and sustainable growth.



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## **DETAILED BUSINESS PERFORMANCE**

Given the volatility of the macro-economic environment, we remain prudently optimistic with a view to sustaining long-term growth.

### **FLAVOURS & FRAGRANCES:**

- The Flavours & Fragrances division delivered steady growth despite global headwinds and a temporary dip in domestic FMCG demand. While the Indian market saw brief destocking by large FMCG clients, order flow normalized by year-end.
- Fragrance applications remained resilient worldwide. Fine fragrances continued to perform well, driven by post-pandemic lifestyle shifts, while personal care and hygiene products retained their essential status.
- Domestically, trends like premiumization and rising rural consumption created new opportunities. We expanded business with existing clients, added new accounts and continued to collaborate closely with Research & development to drive product innovation.
- Looking ahead, we aim to strengthen our flavours portfolio and remain alert to macro-economic risks while focusing on operational efficiency and market responsiveness.

### **AROMA CHEMICALS:**

- The Aroma Chemicals division delivered strong growth in FY 2024-25, driven by robust demand from both our in-house fragrance team and external clients. Volumes improved across key products, and despite pricing pressure across categories, we maintained stability by focusing on high-value, niche offerings.
- Globally, the aroma ingredients industry remained resilient, with modest growth amid raw material inflation and increased capacity in certain markets. The focus shifted toward innovation, productivity, and backward integration trends we continue to align with.
- While geopolitical factors and emerging tariffs in mature markets remain a concern, we are de-risking by broadening our customer base and focusing on operational excellence.

### **CAMPBOR & TERPENE CHEMICALS:**

- Oriental Aromatics is one of India's oldest and largest manufacturers of formulated camphor, with our flagship brands Saraswati and 3 Pine holding market-leading positions in the spiritual segment.

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- FY 2024–25 was a mixed year for the Camphor & Terpene Chemicals segment. While pricing pressure persisted due to increased global supply, demand in our key segments, spiritual and pharmaceutical remained resilient.
- We retained our US FDA certification following a successful audit at our Bareilly facility.
- In the spiritual segment, we internalized our heritage camphor brands, Saraswati and 3 Pine, managing the complete product lifecycle in-house improving brand control and operational efficiency.
- Camphor demand in India, led by devotional use, remains steady and largely insulated from global tariff risks. Demand for camphor in topical balms and pain management products has also remained stable, while the broader terpene segment continues to show long-term growth potential.
- While pricing pressures may persist, we remain focused on supply chain discipline and product quality.

We continue to pursue new growth opportunities while strengthening existing client relationships. Our integrated manufacturing model remains central to driving long-term value for all stakeholders.

## **PRODUCTION & FINANCIAL PERFORMANCE**

FY 2024–25 was a year of strong operational and financial performance, driven by our capacity expansion, improved product mix and disciplined cost control. Our consolidated operating revenue grew by 11% year-on-year to ₹928 crore, up from ₹836 crore in FY 2023–24.

EBITDA nearly doubled, rising by 97.8% to ₹93.4 crore from ₹47 crore, with EBITDA margins improving from 5.62% to 10.06%, a gain of 444 basis points. This reflects improved efficiency and product portfolio optimisation.

Net profit after tax grew 3.8 times, reaching ₹34.3 crore, compared to ₹9.1 crore last year. Cash profit also doubled to ₹58 crore from ₹28.9 crore.

Return on capital employed (ROCE) rose to 9.33%, up from 3.90%, highlighting stronger capital productivity across the business.

Despite global uncertainties, we maintained financial discipline. Our Net Debt-to-Equity ratio stood at 0.51x, reflecting prudent capital management and a strong, resilient balance sheet.

These results reaffirm our long-term strategy and demonstrate the momentum we are building as we grow sustainably and profitably.

## **EXPANSION & MILESTONES**

# *Oriental Aromatics*

FY 2024–25 was a landmark year as we marked 70 years since the inception of our business journey, a legacy built on the entrepreneurial vision of our founding generation. This year, we strengthened that legacy with key expansions. We commissioned two major facilities a greenfield plant at Mahad for Evermoss, and a hydrogenation unit at Vadodara. Both are now operational and have enhanced our production capabilities.

We also internalized our heritage camphor brands, Saraswati and 3 Pine, bringing the full value chain in-house. These now contribute to 60% of our internal camphor usage, improving operational efficiency and control.

These milestones reflect our continued focus on scale, innovation, and execution as we carry forward the vision laid down seven decades ago.

## **SUSTAINABILITY & COMMUNITY ENGAGEMENT INITIATIVES**

At Oriental Aromatics, sustainability and responsible business practices are central to our long-term vision. Our environmental, social, and governance (ESG) initiatives are guided by a dedicated ESG Committee, which ensures that we operate with integrity, accountability, and respect for all stakeholders.

In FY 2024–25, we strengthened our environmental efforts by achieving Zero Liquid Discharge (ZLD) status at our Ambarnath and Mahad units, while progressing toward ZLD compliance at Bareilly and Vadodara. We invested in energy-efficient systems, water recycling technologies, and green chemistry to reduce our ecological impact and enhance operational efficiency.

Our facilities are certified by globally recognised standards, including FSSAI, US FDA, REACH, ISO, as well as Halal, Kosher, and EcoVadis. These certifications reflect our ongoing commitment to product quality, employee safety, environmental stewardship, and ethical business conduct.

We remain focused on strengthening ESG practices across the organisation as we continue to build a more resilient and sustainable future.

## **OUTLOOK**

While macroeconomic headwinds continue to shape the external environment, we remain optimistic about the year ahead. With our Mahad and Vadodara units ramping up to optimal levels, we expect stronger operational throughput and top-line contribution across verticals.

We are focused on expanding our market reach, building on our brand strength, and delivering value through continued efficiency, product innovation, and customer-centric growth. As we enter the next phase of our journey, we do so with discipline, agility, and a clear long-term vision.

## **GRATITUDE NOTE**

# *Oriental Aromatics*

As we complete 70 years of business legacy, I extend my heartfelt gratitude to our stakeholders, customers, partners, and employees for your enduring support. It has been a deeply meaningful journey for our family to lead Oriental Aromatics through multiple decades of growth and transformation. I also sincerely thank our Board of Directors for their vision, guidance, and unwavering support. Together, we have built a resilient, values-driven organisation and I am confident that, with our collective strength, the road ahead will be even more rewarding.

In recognition of the Company's performance in FY 2024-25, the Board has recommended a dividend of ₹0.50 per share (10%), reaffirming our commitment to delivering value to our shareholders.

We thank you for your partnership and your commitment to our vision and look forward to scripting a dynamic growth story with each one of you in the future.

Thank you.

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## **Company**

**Secretary:** Now I would request Shyamal to address the members.

## **EXECUTIVE DIRECTOR'S SPEECH**

**Dear Shareholders,**

It is my pleasure to welcome you to the 53<sup>rd</sup> Annual General Meeting of Oriental Aromatics. I am delighted to share with you the highlights of our journey over the past year, as well as our strategic direction moving forward.

Our capacity for innovation and ingenuity continues to be the foundation of our success. Our creative approach, combined with a state-of-the-art research and development facility, has made Oriental Aromatics a pioneer in the flavours, fragrance, specialty aroma chemicals and camphor space.

We are well entrenched as a preferred supplier of specialty aroma chemicals for renowned brands both in India as well as internationally. We are also well established as a trusted supplier of camphor for religious and spiritual products, as well as a certified global supplier of pharmaceutical grade camphor for pain management.

The combined expertise and market knowledge of our in-house team has helped us to gain a stronger foothold and develop new products in the FMGC, food & beverage, fine fragrance and flavour verticals.

## **REFLECTIONS ON THE PAST YEAR**

As we celebrate 70 years of our business, I am delighted to share that our footprint has expanded across the globe. We have doubled down to penetrate even deeper into key

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export markets like the Middle East and South-East Asia. Our focus on regional markets in India has also yielded excellent results.

In FY 24-25, we experienced renewed demand across all our areas of business i.e. Flavours & Fragrances, Aroma Chemicals, Camphor & Terpene Chemicals. We saw a 12.9% increase in production volume, while sales volumes went up by 4.8% YoY, taking our total operating income up by 11% and our EBITDA up by 10.79%.

As a result, we have seen positive traction in sales and we are confident of sustaining this trend in the coming year. We have also made a concerted effort to engage more proactively with our customers by attending a series of trade shows and industry events that help us to strengthen our existing partnerships, leverage our industry relationships, and connect with new clients for future growth.

We have completed a significant capacity building exercise in the last year. Our new hydrogenation plant in Vadodara, Gujarat became fully operational in 2024-25. This is a multi-product facility and is already contributing to our profitability. As we continue to streamline our operations, we expect to maximize its performance in the coming year. Our new specialty aroma chemical unit in Mahad, Maharashtra is also up and running. This is a single product facility and we are already seeing a growth in demand for this ingredient.

## **STRATEGY & GROWTH**

Even as our business continues to grow, we remain mindful of the larger global perspective. Our team is continuously analyzing the scope of developing new products that will strengthen our position in the global market.

We are also constantly looking at opportunities to optimize our reach in new geographies, while reinforcing our hold in existing key markets.

In India, we have found two key themes that have emerged in the past year. One of these is a trend towards premiumization, while the other is the rapid rise of rural India as a major consumer of FMCG products, which have created favourable conditions for fragrance & flavour companies to flourish. While the inventories of some fragrance products dropped in the first half of the year, we have now seen a robust recovery in this segment, and we are working closely with all our customers to be agile, innovative and disciplined to overcome volatility, cost pressures and inflation.

We have seen sustained growth across all product segments in India. We intend to maintain our focus on nurturing more customers in different regions of the country, as well as developing differentiated products and segments that will expand the growth of our business.

Seamless integration across all our operations and supply chain, combined with the vast knowledge and expertise of our in-house team, has given us total control over the end-to-end value chain.

Oriental Aromatics is in a prime position to exceed our customers' expectations and deliver our products on time at a competitive price point.

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Our growth trajectory for the last seventy years has only been positive, creating trust in our customers and value for all our stakeholders that we believe will sustain us in the long run.

## **DRIVING COMMUNITY DEVELOPMENT AND WELLBEING**

We believe in creating positive social impact, driving change through our educational and social initiatives.

In 2024-25 we continued to support the Keshavlal V. Bodani Educational Foundation, a non-profit arm of our company, that has set up The Gateway School, Mumbai to support and nurture the potential of young students with learning differences who face challenges in mainstream education and schooling.

We have also undertaken a variety of sustainability and social responsibility initiatives. From deploying environmentally conscious systems across our units to minimize pollution, to social initiatives such as children's education, health and hygiene, medical aid and women's empowerment, we are dedicated to giving back to the communities in which we work.

## **WAY FORWARD**

In 2025-26 we expect to see sustained growth and enhanced contribution to our profitability from our new units in Vadodara and Mahad.

An uptick in our exports, expanded capacity, and a diversified basket of products, we feel that we are in a strong position to sustain a positive trajectory in our growth story, both in India and overseas.

We will keep a close watch on changes in the global landscape but are confident that we can be agile and are capable of pivoting towards a positive outcome should the need arise.

## **NOTE OF THANKS**

We deeply appreciate our stakeholders for the immense trust and faith placed in the company. On behalf of the entire Oriental Aromatics family, I would like to thank you for your support.

We are humbled and grateful for the support and loyalty that we have received from all our stakeholders and remain firmly committed to upholding your trust with integrity, innovation and operational excellence.

It is our ultimate goal to continue to deliver exceptional value and strong results as we work towards creating sustained growth in our business.

Thank you once again for your invaluable support.

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**Company**

**Secretary:** I would now like to request our Chairman, Mr. Dharmil Bodani to proceed with the formal business of the meeting.

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## **PROCEEDINGS OF THE MEETING**

**Dharmil A. Bodani:** I now proceed with the formal business of the meeting.

The Annual Report for the Financial Year 2024-25, containing the Notice convening the Meeting together with the audited annual financial statements as on 31<sup>st</sup> March, 2025 as well as the reports of the Board of Directors and Auditors thereon had already been circulated electronically to the Members of the Company. I hope that most present here have got an opportunity to go through the Annual Report.

With your permission, I take the Notice as read.

Members may please note that as the Statutory Auditor's Report and the Secretarial Auditor's Report do not contain any adverse qualifications, observations or comments on financial transactions. Therefore I request the members to take the reports as read.

I would like to inform that CS Shreyans Jain, Practicing Company Secretary, has been appointed as Scrutinizer to scrutinize the remote e-voting and voting at the AGM in a fair and transparent manner as stipulated under the Companies (Management & Administration) Rules, 2014.

We now take up the resolutions as set forth in the Notice. In short, the resolutions are as under:

**Ordinary Business:**

1. To consider and adopt the Annual Standalone and Consolidated Financial Statements and Reports thereon for the financial year ended 31<sup>st</sup> March, 2025.  
**(Ordinary Resolution).**
2. To declare final dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2025.  
**(Ordinary Resolution)**
3. To appoint a director in place of Mr. Shyamal A. Bodani, who retires by rotation and being eligible, offers himself for re-appointment  
**(Ordinary Resolution)**



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## **SPECIAL BUSINESS:**

4. To ratify the remuneration to be paid to M/s V. J. Talati & Co. (Firm Registration No. R00213), Cost Auditors of the Company  
**(Ordinary Resolution)**
5. To appoint Shreyans Jain & Co., Company Secretary in Practice as Secretarial Auditor of the Company  
**(Ordinary Resolution)**
6. To revise the terms of appointment (remuneration) of Mr. Dharmil A. Bodani, Managing Director  
**(Special Resolution)**
7. To revise the terms of appointment (remuneration) of Mr. Shyamal A. Bodani, Executive Director  
**(Special Resolution)**
8. To approve payment of remuneration to Mr. Satishkumar Ray, Executive Director-Operations  
**(Special Resolution)**

As all the Resolutions mentioned in the Notice of the AGM have already been put to vote through e-voting, the resolutions are not to be proposed or seconded by Members at the meeting. As the objective and implications of the Resolutions have been explained in detail in the Explanatory Statement accompanying the Notice, the same is not being repeated.

Now I would request our Company Secretary to explain the Voting Process.

## **VOTING**

### **Company Secretary:**

All the eligible Members as on the cut-off date i.e. 14<sup>th</sup> August, 2025 are entitled to cast their vote electronically through the e-voting services provided by NSDL on all resolutions mentioned in the Notice of the AGM in compliance with the provisions of Companies Act, 2013 and rules made thereunder and Listing Regulations.

Accordingly, your Company had provided the facility for electronic voting which began at 9 a.m. on 18<sup>th</sup> August, 2025 and ended at 5 p.m. on 20<sup>th</sup> August, 2025 and has now been disabled for voting.

As informed earlier, members who have not already cast their votes through remote e-voting are entitled to vote at this Meeting



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by using the electronic voting system, which is already available on the screen. Members are requested to Vote on the resolutions. This electronic voting facility will close 15 minutes after the conclusion of the AGM.

The outcome of the meeting will be a cumulative count of the valid votes cast through remote e-voting and voting at the AGM.

The Consolidated Voting Results and the Report of the Scrutinizer will be displayed on the website of the Company i.e [www.orientalaromatics.com](http://www.orientalaromatics.com), NSDL Website i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and will also be intimated to the Stock Exchanges within stipulated time.

Now I would like to invite the registered speakers one by one, to express their views or ask questions.

Speakers are requested to keep their questions, if any, brief and specific and avoid repeating the questions that have been asked by earlier speakers. Further I would like to inform that when your name is announced, your mike will be opened by the moderator of this meeting. You will also have to unmute mike from your end and enable your web-cam, if you wish to appear on the video and thereafter you may share your views/opinions and comments.

Sr. No.	Name of Speakers
1	Himanshu Anilbhai Trivedi
2	Aneesha Dalal
3	Manjit Singh
4	G. V. Naga Brahma
5	Jehangir Batiwala
6	Anil Mehta
7	Prakashini G Shenoy
8	Lekha Satish Shah
9	Aspi Bhesania
10	Bimal Agarwal
11	Vinay Vishnu Bhide
12	Celestine Elizabeth Mascarenhas
13	Mr Aloysius Peter Mascarenhas

**Kiranpreet Gill:** Our today's moderator is Ms. Anusha. Anusha, you may start calling the names of the speakers.

**Anusha Bafna:** Now, I would like to invite the registered speakers one by one to express their views or ask questions. Speakers are requested to keep their questions, if any, brief and specific and avoid

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repeating the questions that have been asked by earlier speakers. Further, I would like to inform that when your name is announced, your mic will be opened by the moderator of this meeting. You will also have to unmute mic from your end and enable your webcam if you wish to appear on the video and thereafter, you may share your views, opinions and comments.

With this, I would now like to hand over the proceedings to Ms. Anusha, she is the moderator for today's meeting.

**Anusha Bafna:** Hi, good morning. The first speaker for the day is Mr. Himanshu Trivedi. Sir, I am promoting you to panelists, kindly accept the request, unmute yourself, start your video and you can ask your questions. So, today we will be taking up questions from all the speakers at once and then the management will be answering to all the speaker shareholders. Mr. Himanshu Trivedi, you may now unmute yourself, start your video.

**Himanshu Trivedi:** Hello, madam. Good morning, everybody.

**Dharmil Bodani:** Good morning, Himanshu.

**Himanshu Trivedi:** Respected Chairman, Dharmil Bodani, and other Board of Directors sitting on the dais, this is myself, Himanshu Trivedi from Vadodara, Gujarat state. First of all, I am thankful to our Company Secretary, Gill madam, who is sending us a hard copy of the AGM report well in advance which is a pool of information and tactics are in place. Report is nicely prepared with a wonderful, all corporate goals are covered by our company and all are set up.

I do not have much questions because I have full faith on Board and their resolution. I support all the resolution items. Sir, I have sent my question and query to the email well in advance. We will save the time of AGM and give the opportunity to speak to my other speakers and shareholders.

Sir, still I have a few questions, sir. What are the key properties of our Speciality Chemical? My second question, what are the specific applications of this chemical? Who are the main competitors of this market, sir? And who are the leading manufacturing applications of this chemical, sir?

**Dharmil Bodani:** Excuse me, Himanshu. Himanshu, sorry. So Kiran, are we going to write all the questions and then answer at one time?

**Himanshu Trivedi:** Yes, yes. We will answer. We will take questions from all the speakers.

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**Dharmil Bodani:** Yes. Sorry, Himanshu. Please continue.

**Kiranpreet Gill:** Okay, sir. What is the market share we have in domestic and international markets? Sir, what would be the effort of a small unorganized sector? And what would be the profit-sharing ratio in the coming financial year?

Sir, if any plan of our company to introduce a new product in the current financial year? If we have to say something. I wish good luck and bright future for the coming financial year. Thank you for allowing me to speak, sir.

**Dharmil Bodani:** Thank you, Himanshu.

**Kiranpreet Gill:** Thank you, sir.

**Anusha Bafna:** The next speaker shareholder is Mr. Naga Brahma. Sir, you are promoted as a panelist. You may now unmute yourself.

**Naga Brahma:** Okay. Good morning. Thanks for the opportunity. So, sir, I have a few questions, which I will start reading out, someone can note down. The first question is, I would like to know what would be the depreciation and interest cost for FY '26 and FY '27?

My second question is, in one of the earlier con-calls of about, I think, almost two years back, MD had announced that the company has technology to produce alpha-pinene from CST root also, so any updates on that? Once if the entire thing gets stabilized, are we going to start that CAPEX or not?

My third question is, sir, with the commissioning of hydrogenation plant at Vadodara and ingredient facilities at Mahad, so what would be the contribution of the each three verticals that we have when they run at optimum capacities? Sub-part of that is, also going ahead can we expect a stable EBITDA margin at the consolidate level irrespective of camphor sales or its margins?

My next question is, sir, the hydrogenation plant being completed at Vadodara, do we have any more space to do CAPEX there? I know Mahad there is a lot of space and Bareilly maybe a little bit, but just want to know only at Baroda what is the space left or any more CAPEX can be done?

My next question is, sir, particularly in the ingredients and F&F we have a lot of business which are run on a contract basis where the prices are already contracted for six months or a year, whatever it is. Just wanted to know what is the percentage of that of our overall sales where the prices are contracted and which

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can be, any rise or decrease in raw materials can be passed on maybe once in two months or three, whatever the duration is there?

Sir, my next question is, I think regarding the utilization of the F&F plant, I think in the call it was generally said that most of them are running at 65% to 70% capacity. Just wanted to know how is it going to be in '26 or '27. And it's also mentioned that there is no overhead cost, but by doubling the capacity where you have to just add employee cost, so the margin should improve there as and when we start running the second shift, please share your thoughts.

Sir, my next question is again to one of the participants in the last call, it was not mentioned when all three verticals put together at the prevailing prices, how much is the turnover possible? So, I just want to take clarification because you have mentioned in the numerous calls, hydrogenation plant asset turnover is 1.7 and the CAPEX done is Rs. 150 crores. So, I think that should give around Rs. 250 crores of turnover. Then Mahad plant Rs. 180 crores is the CAPEX done and asset turnover of 1.2 should give us around Rs. 215 crores. And taking FY '22 revenue as a base, where we had done around Rs. 869 crores, so I have taken a 20% price reduction from there. So, that should give us around Rs. 1,166 crores, around Rs. 1,200 crores of revenue.

So, why I am asking these details is, now you have given us EBITDA margin of 8% to 10% for the current financial year, but nowhere you have shared what would be the revenue growth. So, if I take even 10% growth for next two years, so we would be reaching close to Rs. 1,135 crores. That means we must be running all our capacities at whatever is practically possible, maximum utilization. So, then does it mean that we may have to do CAPEX in FY '27?

So, I want clarification regarding how much revenues can be generated from the current facilities, the growth guidance for this year and next year, and do you have any CAPEX plan for FY '27? And my last question is, sir, with Mahad plant not contributing much and there is a loss, we have done around 8% EBITDA margin in Q1. So, as and when, let us assume that by this year-end if it starts making money, so then what is the margin we can expect? You have given 10% EBITDA margin; can we take in Q4 we may do 10% with considerable revenue and EBITDA positive at the Mahad plant?

These are my questions. I would be happy if I can get answers for each one of them.

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**Anusha Bafna:** Yes, sir. We have noted down all your questions. If we miss out any of them while answering them, you may email it to us.

**Naga Brahma:** Okay, madam. Thank you.

**Anusha Bafna:** Thank you, sir. The next speaker shareholder is Mr. Anil Mehta. Sir, I have promoted you to the panelist. Kindly accept the request and unmute yourself.

**Anil Mehta:** Thank you, madam. Good morning. This is Anil Mehta. I am attending this meeting from my residence, Kandivali, Mumbai. From our side only one question, that looking to the trade war and present situation with our neighbor country, and also the present repo rate, how much the growth can we expect in the current FY '2025-26? With this, we are supporting all the resolutions and thanks to the secretarial department led by Ms. Kiranpreet Gill for their cooperation and support. Thank you and all the best for the practices of our company.

**Anusha Bafna:** Thank you.

**Kiranpreet Gill:** Thank you, sir.

**Anusha Bafna:** The next speaker shareholder is Ms. Prakashini Shenoy. Ma'am, I have promoted you to the panelist. Kindly accept the request. Unmute yourself.

**Prakashini Shenoy:** I am Prakashini Ganesh Shenoy from Bombay. Respected honorable Chairman, other dignitaries on the board and my fellow shareholders, good morning to all of you. I received the AGM report well in time, which is helpful, informative, transparent and contains all the information as per the corporate governance.

The Chairman and Mr. Shyamal ji has given a beautiful picture regarding the company and its working in all parameters. So, I absolutely have no questions. All my questions are covered in that speech. So, at the outset, I am thankful to the board for giving the dividend for the financial year 2024-'25. I am also glad to note that the company is doing outstanding work in the field of CSR activities.

Last but not the least, Chairman sir, my personal request to you, please continue with VC so that people all over will have an opportunity to express their views. I wish the company good luck for a bright future and pray God that the profit of the company shall reach the peak in due course. Sir, I strongly and wholeheartedly support all the resolutions put forth in today's meeting. Thank you, sir.

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**Dharmil Bodani:** Thank you.

**Anusha Bafna:** Thank you, ma'am. Mr. Aspi Baisania is the next speaker shareholder. Mr. Aspi, I have promoted you to the panelist. Kindly accept the request and unmute yourself.

**Aspi Baisania:** Okay. Ma'am, I am Aspi from Bombay. Thanks for giving me an opportunity to speak. Ma'am, why do not you have a physical meeting? Because there are hardly any shareholders from outside Bombay. And even Mr. Bajaj holds physical meetings for his entire group in Pune. If anybody wants to go to Pune, they go there to attend the meetings.

Ma'am, now today one IPO is closing by the name Gem Aromatics. We are their competitors. So, please inform why their margins are so high and ours are so low. If you can please inform that. Their margins are so high compared to us. And they claim to be our competitors. And please ask the Company Secretary to respond to me on this point, because just now there are so many other meetings, all my three mobiles are busy with meetings. Okay, thank you very much and all the best for the future.

**Dharmil Bodani:** Thank you, Aspi.

**Anusha Bafna:** Thank you so much. Thank you, sir. The next speaker shareholder is Mr. Vinay Bhide. Sir, I have promoted you to the panelist. Kindly accept the request. Sir, kindly unmute yourself.

**Vinay Bhide:** Chairman and Managing Director, Mr. Dharmil Bodani, Mr. Shyamal Bodani, Mr. Satish Ray, other directors present in today's call, company executives, fellow shareholders, as already announced, my name is Vinay Bhide. I am a long-term supporter and shareholder, if you will recall. And I am speaking from Mumbai.

I have gone through the Annual Report. Thank you for the excellent presentation, as always. You have given a good overview of not only the company's performance, but also a backdrop of what the scenario is there in the industry. I have got just a few questions to ask from the reading of the Annual Report. And the questions are as follows.

We are into three broad areas of business, flavors and fragrance is one; speciality aroma ingredients, two; camphor and terpene, three. I looked through the Annual Report and even in the consolidated figures that we have shown, we have not shown a breakup of the percentage revenue of each of these categories. So, if you could please give us an idea as to what is the breakup in each of these three categories. That is point number one.

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And the related question on these three categories, if you can even indicate the margins that we have got in the consolidated financial year, or the broad band of margins in each of these segments that we would normally expect. That is one.

Question number two is that we have got four manufacturing plants; Ambernath, Bareilly, Vadodara and Mahad. For the concluded financial year, what was the blended capacity utilization of the plants, of the manufacturing plants at the company level? And what has been the individual capacity utilization at these plants?

I think we are at an inflection point in terms of our company's performance. So, I have no further questions to ask at this point of time. If there is any, I will send it separately on mail. I support all the resolutions. And thank you for giving opportunity to speak.

**Anusha Bafna:** Thank you, sir, for joining the meeting. The next speaker shareholder is Mr. Bimal Agarwal. Sir, I have promoted you to the panelist. Kindly accept the request and unmute yourself and ask your question.

**Bimal Agarwal:** Thank you, Bafna ji. First of all, I thank the company secretary, his team management, staff and the shareholders. Good morning to you, good afternoon, good evening and good night to other shareholders who have joined from different parts of the world? I do not know, maybe, shareholders also sometimes they join from there.

Sir, my question was already raised by the other speaker. I just got one or two questions. What is the future roadmap? And what is the attrition rate of our employees? And if you do not mind, can you try to arrange a plant visit? We are asking you all from many years for a plant visit. 50th year also we thought we will get a chance to visit a plant, one of the plants. See that this year you arrange a plant visit. It should be in October or November.

That's all from me. Thank you very much. And please continue the video conference in future. Because last few days it was raining like cats and dogs, we couldn't have come for the meeting. That's all from me. Thank you very much.

**Anusha Bafna:** Thank you, sir, for joining this meeting. The next speaker shareholder is Ms. Celestine Mascarenas. Ma'am, I have promoted you to the panelist. Kindly accept the request and unmute yourself.



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**Celestine Mascarenas:** Thank you very much. Respected Chairman, Mr. Dharmil A. Bodani, ED, Mr. Shyamal A. Bodani, other members, distinguished esteemed directors on the board, my dear fellow shareholders in this VC meet, I am Ms. C. Mascarenas speaking from Mumbai. First, I thank the madam, Kiranpreet Gill, for sending me an Annual Report, also registering me as a speaker at my request, and also giving me this platform, which was very easy to operate. Thank you so much, madam.

Our report is full of information, facts, figures, self-explanatory, adhering to all the norms of corporate governance. What I admire here is a very good CSR work also. Dividend, you have given Rs. 0.50 in such difficulty, I really give thanks for that.

Now, as many people have asked questions, I also had some few. So, I would ask you, how many employees are there? What is their average age and attrition rate? We have four plants, what is the average capacity utilization of these plants? How many staff is in the R&D facility? The CAPEX requirement for the next five years for organic and inorganic growth?

Next question is, 43% of the total sales is exports, I would like to know, out of that 43%, how much is to USA? And because of that, more it is, do we find any challenges by Trump tariffs, geopolitical problems and currency fluctuations, whether in the pricing pressures?

Lastly, but not the least, I ask you for a plant visit, at least Ambarnath, which has an R&D. So, I would like to see how the aromas and of course that camphor we made, that is a separate plant, not very close.

With this, I support all the regulations. I wish you and the entire team very good health. And also, I wish your upcoming festivals all the best. With this, thank you so much and namaskar. Now, Mr. Aloysius will speak.

**Dharmil Bodani:** Thank you.

**Anusha Bafna:** Yes, Mr. Aloysius Mascarenas.

**Aloysius Mascarenas:** Yeah, I will proceed. Respected Chairman sir, very distinguished members of the board, and my fellow shareholders, good morning to all. My name is Aloysius Mascarenas. I am a proud shareholder of this prestigious company, which is near and dear to me. And I am holding it for a very long time.



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Our results are very good, but very small dividend of 10%. Looking to the performance, our PBT, PAT, EPS, everything has gone up compared to last year, but this small dividend is very discouraging. I hope that next year we will compensate. And our products are so good. We are in chemicals which are used for food, beverages, sweets, dairy products, incense sticks, personal and home care, so very good. I would like to use some products like incense, you can send it to me so that I can use it for religious purpose.

We have five plants, Ambernath, Bareilly, Vadodara, Mahad, which plant gives us the great revenue? We have been told in the Annual Report that 43% of our income is to exports, which country do we export? And if it is dollars, dollar is very good with the rising dollar and falling rupee, so what is our revenue? And more importantly, the current topic is Trump's tariff, how far it is affecting our company and its products? And how are we going to manage to overcome the tariff?

And I would also like to go for a factory visit to see, because seeing is believing. And I am happy with the CSR work and risk management. Here I would like to know our peers and competitors, how far are they compared to us? I would like to know.

Rest, many questions have been asked by my fellow shareholders and more will be asked by my other succeeding shareholders. So, I throw this floor open to them. And I end my speech wishing you personally, all the board members, and more importantly, all the employees, all the very best in the days and years to come. And happy festive season. With this, sir, thank you very much. Good health, good luck, and goodbye.

**Dharmil Bodani:** Thank you, sir.

**Anusha Bafna:** Thank you, sir, for joining the meeting. So, four speaker shareholders, Ms. Anisha Dalal, Mr. Manjeet Singh, Ms. Lekha Shah, and Mr. Jahangir Patiwala have not joined. So, if they have joined through some other link and they are able to hear us, you can send your questions on email and we will be happy to answer them. So now the management can start answering the questions of all our speaker shareholders. Thank you.

**Dharmil Bodani:** So Parag and Girish, I will leave it to you all because there are some depreciation etc. questions also.

**Parag K. Satoskar:** So I will start by answering Himanshu bhai's questions and then I will go speaker-wise. And wherever I feel there is repetition, I

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probably will kind of refer to the earlier answers so that I do not have to repeat the same answer.

So Himanshu bhai, to answer your question about some key properties of the chemicals that we manufacture, I will have to answer that in three compartments because we manufacture chemicals which are primarily in our Baroda plant which are aroma chemicals. So a common property that all of them have is they have this nice aroma, and so they are used as key materials for making functional fragrances which are then used across applications.

When it comes to our camphor and terpene derivative plants, we have certain derivatives that are derived from the terpene chemistry which have certain properties. Say for example, we manufacture products like terpineol or pine oil which have a disinfectant kind of impact and so they are used in floor cleaners. So broadly speaking, on the chemical ingredient side, we make aroma chemicals. And on the terpene chemical side, we have certain materials which have properties which are used in floor cleaning, etc.

In terms of applications, I will probably focus more on the fragrance side. You have asked what are the applications of the products that we make. So, I think the fragrances that are compounded by the fragrance division are used across a wide range of applications, Mr. Mascarenas mentioned a few. They are key valued prepositions for a lot of FMCG products like incense, personal care, home care, fine fragrances. So, these are the wide applications in which the products made by our fragrance division get used. And our ingredients division, by the virtue of them making aroma chemicals are used as raw materials for making these fragrances.

The third question was about competitors. So, in every space, the three verticals, we have different kind of competitors. I mean, in the fragrance vertical we compete with Indian fragrance compounding companies as well as large multinationals who have been long sustainable players in the Indian market. So we compete with them.

On the camphor side, there has been substantial capacity addition in camphor in India. So, we compete with the older players who have been active in camphor and also with the newer capacities. And because of this additional capacity, we see that there is a pressure in terms of pricing.

In the aroma chemical space, we are manufacturing generic materials. But we have a wide range of materials that we offer to

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our customers in India and globally. So, because it's generic, we normally have the inventor who is the creator of that molecule with whom we compete. And we also have certain other generic aroma chemical manufacturers based in India, based in China, other geographies with whom we compete. But we are very confident that because of our scale, because of our backward integration, and because of our understanding of olfaction, we can very easily compete and get business to fulfill our plants.

When it comes to market share, I mean, when it comes to, say, the fragrance piece, we can say that we being the oldest player, we have a sizable market share in a lot of the generational products where we make fragrances. But it's really very, very complicated and difficult to really come at a percentage point. Because a lot of fragrance houses are not being listed, their numbers are not published. So there's lack of public information about the sales and the volumes that a lot of our competitors claim.

Our general objective when we get into a new aroma chemical is over the period of two to three years after we commercially launch the product, we should have anywhere between 30% to 50% of the available market share globally. So, in the aroma ingredient space, we are looking at capturing substantial market share on a global basis. In camphor, because of our competitive moat on the pharma camphor as well as the formulated camphor side, we have a substantial share on the value-added business when it comes to market share. And in aroma chemicals, it's always a challenge competing with the existing players since generic new players are coming in. So that's about market share.

I think it's very difficult to really talk about profit share when you are in multiple verticals which are catering to completely different kind of industries. So broadly, the guidance given by finance and the management at least for now, and we believe in under-committing and over-delivering, want to stick to the guidance of trying to achieve 8% to 10% EBITDA year-on-year basis. And hopefully kind of take it up as we see more stability in terms of the business environment that we operate out of.

In terms of new product launches, which was your last question, I can say that when it comes to the fragrance division, I mean, we launch new products probably every day. A new creation is a new product which is then done for the customer. When it comes to the speciality aroma ingredients, like Shyamal mentioned in his speech, that we are now seeing kind of a program that was envisioned way back in 2016 and actioned in 2018 when we build our first multi-product plant in Baroda. I think that program is now seeing its culmination where all the products that were

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thought about during that time have now been successfully and commercially launched and globally accepted. And the Mahad facility was probably one of the last key products.

So we are now going to focus more on consolidation. We are going to focus more on internal process re-engineering so that we achieve cost leadership. And as we move on, because of our access to technology, because of our access to knowledge on the creation side, if and when we see more opportunities, we have the ability, from a P&L perspective, from an R&D perspective, and since we have a large multi-product plant infrastructure, from an infrastructure perspective, to really launch new products as and when. But we are going to more focus now on consolidation.

So these are, Anusha, hopefully I have answered all the questions of Himanshu bhai.

**Anusha Bafna:** Yes, sir.

**Parag K. Satoskar:** Dharmil, anything you want to add?

**Dharmil Bodani:** No, that's fine.

**Parag K. Satoskar:** Okay. So I will now go to the questions of Mr. Naga. Girish, you can just probably answer the first question, which is, what is going to be the depreciation amount and the expected interest costs for 2026-'27?

**Girish Khandelwal:** So, Brahma ji, the depreciation would be in the range of Rs. 30 crores for FY '25-'26. And as we are not doing any major CAPEX during the financial year, so next year also we are expecting the same amount of depreciation in the financial year. And the finance cost, we are expecting to be around Rs. 31 crores in the FY '25-'26 financial year. And next financial year, the finance cost we are expecting in the range of Rs. 27 crores somewhere.

**Parag K. Satoskar:** So, Brahma ji, also to add on to what Girish says, I mean, a lot of the finance cost that he mentioned is not long-term debt. Unlike a lot of other companies, it's primarily driven by short-term working capital debt, which is backed by either orders or which is backed by raw material inventory or finished goods stocks. Because I think whenever we see an opportunity, especially in the chemical side, where we are seeing stability in terms of raw material pricing, and wherever we are seeing opportunities we are going to take those benefits. And hence, we kind of lock up capital for inventory, and that kind of increases the cost. So, it's something which is backed by a certain asset in terms of raw

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material or finished goods inventory. So, that's on the depreciation and interest.

Brahma ji, I will now talk about alpha-pinene from CSC is a project which is always active. I think we are seeing the whole CSC availability piece across the world evolve. And the expected leverage that is always talked about, when you get alpha-pinene from CSC that it is cheaper and it is better, we are seeing that particular notion which had stayed for a long period of time being challenged.

So, if that notion is going to be challenged, and if there is not going to be a substantial and sustainable price advantage, then it is in your interest as a shareholder and my interest as management to stick to then our older plan, which is buying alpha-pinene from the turpentine sources across the world and not put good money behind setting up a plan, which eventually might not give you the price advantage.

And when you look at the alpha-pinene processing plants worldwide, these are all from CSC, these are all very old, fully depreciated plant. So, if there is no substantial price advantage over a period of time, which is what our understanding time and again is, we probably will stick to the older plan, which is not as capital intensive, and then we have to further service that debt. So, that is about alpha-pinene from CSC.

I think as we continue in our journey of focusing a lot on ingredients and putting up infrastructure on ingredients, the popular perception, including the perception internally was that we will become more ingredients heavy and the contribution of those verticals will start increasing. But we are always pleasantly surprised by how the fragrance vertical catches up when these new ingredients are launched because of the backward integration advantage.

So, we will try to stick with our guidance that the three verticals continue to contribute 33% each. We might see a plus or minus few percentage points every year, where one vertical takes over the other vertical. But broadly, I think as we go on this journey, we should see those three verticals staying in the same zone.

So, I think when you look at stable EBITDA, I mean, your second question was the possibility of stable EBITDA and stable margin. I think it's a very Yin & Yang question because we operate out of three distinct verticals, three distinct industries, and these three distinct industries have their own way in which they are evolving. I mean, for a lot of people with the Gen Zs, the perception was that camphor and incense would not grow in

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India. But contrary to that, we are seeing double digit growth in both these segments. So, I think the puja segment continues to surprise all and everyone who is in the active space there.

There are challenges in terms of pricing. So, to answer your question, being in three different verticals, in three different industries, and not each one of it contributing more than 35% to my top line and profitability, when we look at it internally, it's an advantage. Because one vertical, if it's going down or if it's going through a rough phase, you normally see the other vertical kind of coming and helping out and contributing to value creation.

I mean, if you look at last year specifically, although we had substantial pressures on camphor, but we have shown a sales growth, we have shown a volume growth, we have shown a production volume growth primarily because there were other divisions who came to the rescue of the division which was under stress. And it will probably turn around going in the future.

So, I think stable EBITDA is an objective which we all try to do. It needs two components. It needs a stable business environment, and it needs a bit of kind of cohesiveness in the industry. Since we are in different industries, we continue to see a little bit of ups and downs. However, we can assure you that we are trying to work on the stable EBITDA of 8% to 10% and try to take it forward is our objective. However, we always under-commit and over-deliver.

When it comes to Baroda, we still have space for one more plant. I mean, so the utility setup, the ESH environment safe and health setup, all of them, and the physical space that is allowed for us to build plants. We can have one more plant that can come up there. So, that's your question on the Baroda infrastructure.

On ingredients or our business, which is contracted, normally, if you look at firm contract, then it's anywhere between 25% to 30%, mostly on the ingredient side, which is a firm contract. These contracts also rarely go beyond six months. When you look at the fragrance side of the business, it's actually not a contract, but it's an understanding between the supplier and the customer. Since we are so actively engaged with the success of FMCG products, that unless there is a substantial risk to pricing, we do not go and really kind of ask for a price hike.

And also, if you look at the fragrance composition per se, the contribution of one or two single materials in the overall cost of the fragrance is substantially low because there are so many materials which are put together. So, therefore, it is very relatively de-risked and easy to offer stability in terms of pricing

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for the fragrance business. So, that's to answer your question on the contracted base.

On plant utilization, I think most of the plants except Mahad and Ambarnath are always running at anywhere between 80% to 90%. So, we can say that they are optimal or a little above optimal. We have always mentioned in our investor calls that in Ambarnath, currently, the few thousand tonnes of fragrances that we compound are done in one shift. So, if we can increase the number of shifts, we will be in a position to kind of increase our production without too much of investment which needs to be done in terms of infrastructure. But we will have to invest in inventories and human resources. So, that's on plant utilization.

I have already answered your questions on overheads for the fragrance business, that if we increase our capacity we will have to primarily only, I mean, the incremental costs would be the cost of holding more inventory to ensure price stability and the human cost. All the other infrastructure is already built into our Ambarnath facility.

So, then the next question was about your asset turnover and what should be our revenue. I think principally when it comes to internal discussions as well as our commentary with the external world, we avoid giving even medium to long term projections on where we want to go. Because I think once you give a projection, once you give a commitment, then you have to kind of achieve it is how we believe in giving out a number.

And so, to answer your question on Mahad, the investment of Rs. 180 crores actually will have to be divided into Rs. 100 crores which was the investment which was done for actually developing that whole plot of land. So, the Mahad investment has a development cost and then has the cost of utility plus building that single product plant, so that is around Rs. 70 crores to Rs. 80 crores.

And if you look at the hydrogenation facility, the investment of Rs. 150 crores again there had the investment in the hydrogenation facility and also an upgradation for the overall Baroda utility setup. So, that hydrogenation plus that one plant that we spoke about could then come with minimal investment. Hence, if you look at Rs. 70 crores to Rs. 80 crores as the investment done for the plant in Mahad and around Rs. 70 crores to Rs. 80 crores done as the investment in the hydrogenation facility, I think it would be safe to say that the trajectory that you mentioned aligns with our objective, internal objective which we do not talk a lot about is to reach between Rs. 1,100 crores to Rs. 1,200 crores in the next two years.



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So, you have done the math right, I just wanted to correct the numbers a little bit. And we are completely aligned with that activity of having 10% to 12%. Because if you look at my feed industry, my feed industry is growing at 7% to 8%, global fragrance industry is growing at anywhere between 7% to 12%. So, for me to kind of have a commentary that I am going to grow at 20% or 25% really, I mean, the math does not add up.

There was a question about Gem Aromatics and the profitability by one of the speakers. I mean, if you look at the broad commentary about the fragrance and flavor business to whom all of us supply, globally as well as in India, the commentary broadly says that the F&F industry is at anywhere between 13% to 18% EBITDA business. So, if that is the EBITDA that your customer industry is achieving, then for you to claim anything more than that, I mean, is something which we normally do not comment on what our competitors are doing but it's something which all of us with relatively stable knowledge should be in a position to understand.

So, the last question was on CAPEX in 2027. Girish has already answered that we are going to go slow unless and until we see a massive opportunity in terms of having a quick turnaround in a plant and sustainable margins, we will not be very keen on doing CAPEX.

Anusha, I have kind of cleared Brahma ji's questions.

**Anusha Bafna:** Yes, yes, I have gone through, even I had noted so all are answered. Next is Mr. Anil Mehta.

**Parag K. Satoskar:** Correct. So, Anil Bhai, we do not have a substantial exposure in the US market, point number one. Point number two, when it specifically comes to aroma chemicals and then these aroma chemicals are used in fragrances, unlike extremely commoditized materials, and we have seen that with our own creative division. I mean, even my creative division takes four to six months to change from their current supplier to an internal material which is offered by us.

So, because there's a lot of application testing, there's a lot of stability testing that goes. And in the current global macro geopolitical environment, which is the new word, which is surprisingly peeped into the AGMs, which was not there all this time, I think 24 hours is a long time. So, if it's going to take six months, we do not know. I think what's going to happen with me is going to happen with all the others as well. So I think it's just probably wait and watch.



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Having said that, we do not have a substantial exposure to America, which might give us sleepless nights. And needless to say, we already are looking at alternative supply channels, just in case we have a gradual dip in our America contribution. That's Anil bhai.

Prakashini had no questions. Aspi's question only Mr. Dharmil can answer about physical meeting.

**Dharmil Bodani:** I leave it to the board and I leave it to all of you. I am happy to do it.

**Parag K. Satoskar:** Gem Aromatics, I have already answered the question. Vinay, I have already answered your question on the three divisions' breakup. Margins also I have answered. Capacity utilization I have answered.

Bimal Agarwal, future roadmap, we will continue to focus on growing the fragrance division where we are acquiring successfully new business from our existing customers and we are acquiring new customers in the Indian subcontinent, as well as Southeast Asia and the Middle East.

On the speciality ingredient side, we continue to acquire and be a global supplier to more and more customers globally. We now have our materials which is placed across multiple stock points in the world, which makes it easier for our customers to source it, because a lot of our materials are not containers, but they are container fillers. So we are probably among the very few companies which have container fillers, as well as non-container materials. So we can put them together and send it to our stock points.

When it comes to attrition rate, I mean, I would not go into micro, but I can say that the plant at Bareilly has the lowest attrition rate, and the plant at Gujarat and the plants in Maharashtra have relatively higher attrition rates, the fragrance plant in Ambernath being an exception.

And we will definitely take your request for a plant visit internally, talk with the team and see if we can get it organized in October and November.

Mrs. Mascarenas, the total number of employees, including employees that work on contract is, to the best of my knowledge, Girish correct me if I am wrong, last number was 1,684, including the contract itself.

**Girish Khandelwal:** Yes, it is between 1,600 - 1,700 all together.

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**Parag K. Satoskar:** So that's the number. We are very proud of our teams who are working at the plants, and who actually are the contributors to all these numbers that we see. We have a very continuous dialogue happening with them about how we can make things better, how we can make things safer. In fact, we have just embarked on an investment plan in the Ambernath facility to kind of upgrade the safety systems there.

So, I have answered your question on capacity utilization. The R&D facility has two elements to it. We have the R&D center at Mumbai which has around 20 scientists working with our Chief Technology Officer. And the pilot plant in Baroda has around, if I am not mistaken, 30 employees who are part of the pilot plant. So, all the products from the R&D center go to pilot before they go to the commercial plants.

CAPEX for the next five years, we have already said that we are going to go slow. But if there is any opportunity that comes by, the P&L and our ability or knowledge give us the opportunity to quickly build assets and get products out of them.

Mr. Mascarenas, I have already answered the question on tariff. The ninth speaker, I do not have the name Anusha, but it was about the dividend, or it was Mr. Mascarenas only?

**Anusha Bafna:** Mr. Mascarenas only.

**Parag K. Satoskar:** Okay. So, we will definitely take your observation on the dividend internally and revert back to you. Also, your request for some incense sticks, so we would definitely look at that and also probably some candles. Because I am at the fragrance plant and when I was just walking up, I could see some candles that they were testing so we could explore that as well. I think we have covered all the questions. Thank you.

## **CHAIRMAN TO ADDRESS QUERIES OF SPEAKERS ONE BY ONE**

**Company  
Secretary:**

We hope most of the queries raised by the members have been dealt with. Should there be any further queries, then we request the members to address the same to us at the email id: [cs@orientalaromatics.com](mailto:cs@orientalaromatics.com) and we would be happy to furnish our response.

**I now request our Chairman to give vote of Thanks**

## **VOTE OF THANKS**

**Dharmil A. Bodani:** On behalf of the Board of Directors, I would like to thank

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all the Members for attending and participating in this Annual General Meeting.

The E-Voting facility on NSDL portal shall remain open for the next 15 minutes post conclusion of AGM. Members who haven't casted their vote may proceed to vote.

Thank You Everyone, It was a pleasure to connect with you all. Wishing you and your family good health and happiness. I now declare the proceedings of the 53<sup>rd</sup> Annual General Meeting of the Company as closed.