

Oriental Aromatics

Ref: OAL/BSE/NSE/124/2022-23

20th March, 2023

To
The Manager
Department of Corporate Services,
BSE Limited,
Phiroz Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001
Scrip ID : OAL
Scrip Code: 500078

To
The Manager
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai - 400 051
Symbol: OAL
Series : EQ

Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 of Voting Results

Dear Sir / Madam,

In compliance with Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, we are submitting the details of the voting results of the Postal Ballot in respect of the resolutions set out in the Postal Ballot notice dated 13th February, 2023 in the prescribed format, which is attached herewith as Annexure I.

A copy of the Report of Scrutinizer is also attached in terms of the Companies (Management and Administration) Rules, 2014, issued by CS Shreyans Jain, Practicing Company Secretary, Mumbai.

All the resolutions set out in the Postal Ballot notice dated 13th February, 2023 have been passed with requisite majority.

The aforesaid reports are being uploaded on the website of the Company at www.orientalaromatics.com and on the website of NSDL at www.evoting.nsdl.com

You are requested to take note of the above.

Thanking you,
Yours faithfully,
For Oriental Aromatics Limited


Jinal Shah
Assistant Company Secretary



Oriental Aromatics Ltd.

Annexure-I

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015	
Last date of completion of e-voting	18.03.2023
Total number of shareholders on cut off date i.e 10 th February, 2023	28920
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable



Resolution No.1: Approval of payment of remuneration to Mr. Dharmil A. Bodani, Managing Director (DIN: 00618333).

Resolution Required (Special Resolution)					Approval of payment of remuneration to Mr. Dharmil A. Bodani, Managing Director (DIN: 00618333).			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled*	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	24960000	24960000	100	24960000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24960000	24960000	100	24960000	0	100
Public Institutions	E-voting	301097	288858	95.93519696	288858	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		301097	288858	95.93519696	288858	0	100
Public Non-Institutions	E-voting	8392479	302125	3.599949431	298455	3670	98.785271	1.214729003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8392479	302125	3.599949431	298455	3670	98.785271
Total		33653576	25550983	75.92353039	25547313	3670	99.98563656	0.01436344

*No. of votes polled does not include "no. of votes invalid" and "no. of votes abstain".



Resolution No.2: Approval of payment of remuneration to Mr. Shyamal A. Bodani, Executive Director (DIN: 00617950)

Resolution Required (Special Resolution)					Approval of payment of remuneration to Mr. Shyamal A. Bodani, Executive Director (DIN: 00617950)			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled*	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	24960000	24960000	100	24960000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	24960000	24960000	100	24960000	0	100	0
Public Institutions	E-voting	301097	288858	95.93519696	288858	0	100	0
	Poll -		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	301097	288858	95.93519696	288858	0	100	0
Public Non-Institutions	E-voting	8392479	302125	3.599949431	298127	3998	98.67670666	1.323293339
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8392479	302125	3.599949431	298127	3998	98.67670666	1.323293339
Total		33653576	25550983	75.92353039	25546985	3998	99.98435285	0.015647148

*No. of votes polled does not include "no. of votes invalid" and "no. of votes abstain".



Resolution No.3: Approval of payment of remuneration of Mr. Satishkumar Ray, Executive Director – Operations (DIN: 07904910)

Resolution Required (Special Resolution)					Approval of payment of remuneration of Mr. Satishkumar Ray, Executive Director – Operations (DIN: 07904910)			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled*	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	24960000	24960000	100	24960000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	24960000	24960000	100	24960000	0	100	0
Public Institutions	E-voting	301097	288858	95.93519696	288858	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	301097	288858	95.93519696	288858	0	100	0
Public Non-Institutions	E-voting	8392479	302125	3.599949431	299188	2937	99.02788581	0.972114191
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8392479	302125	3.599949431	299188	2937	99.02788581	0.972114191
Total		33653576	25550983	75.92353039	25548046	2937	99.98850533	0.011494665

*No. of votes polled does not include "no. of votes invalid" and "no. of votes abstain".





Shreyans Jain & Co.

Company Secretaries

Off: 603, Ashok Heights, Opp. Saraswati Apartments, Near Nicco Circle,
Niklaswadi Road, Gundavali, Andheri (E), Mumbai – 400069, Maharashtra.

Tel: 022 – 4600 2079; email: shreyanscs@gmail.com

REPORT OF THE SCRUTINIZER

[Pursuant to Sections 110, 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman
Oriental Aromatics Limited
133, Jehangir Building,
2nd Floor Mahatma Gandhi Road,
Fort, Mumbai – 400 001, Maharashtra

Dear Sir,

I, Shreyans Jain, Proprietor of Shreyans Jain & Co, Company Secretaries (Membership Number: FCS 8519), was appointed as Scrutinizer by the Board of Directors of **Oriental Aromatics Limited** (“Company”) for Scrutinizing Postal Ballot which was conducted only through electronic means in respect of the resolutions contained in the Notice of Postal Ballot dated 13th February, 2023 in a fair and transparent manner and for ascertaining the requisite majority for the resolutions proposed to be passed with respect to the provisions of Sections 108 and 110 of the Companies Act, 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of the General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022 and 11/2022 dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020 and 31st December, 2020, 23rd June, 2021, 08th December, 2021, 05th May, 2022 and 28th December, 2022 respectively issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as “MCA Circulars”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations, 2015”) and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and to submit our report thereon to the Company on the resolutions as set out in Notice of Postal Ballot (hereinafter referred to as “Notice”).

MANAGEMENT’S RESPONSIBILITY:

1. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder; including MCA Circulars issued by MCA, the SEBI Circulars; and Listing Regulations pertaining to postal ballot / e-voting conducted through electronic means on the resolutions contained in the Notice.
2. The Board of Directors has authorised Ms. Kiranpreet Gill, Company Secretary and Compliance Officer of the Company to ensure the conduct of Postal Ballot process.



Shreyans Jain & Co.

Company Secretaries

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Tel: 022 – 4600 2079; email: shreyanscs@gmail.com

CUT-OFF DATE:

3. Pursuant to the MCA Circulars, the Members of the Company holding Equity Shares as on **Friday, 10th February, 2023**, being the cut-off date were entitled to vote on the proposed resolutions as set out in the Notice through e-voting only.
4. Pursuant to the provisions of the Act and MCA Circulars, the Company has sent Notice to its Members whose name appeared in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited / Central Depository Services (India) Limited as on the cut-off date i.e. 10th February, 2023 and whose e-mail IDs were available with the Company / RTA / Depositories, through electronic means only. In accordance with the MCA Circulars, no physical copy of the Notice, postal ballot form and pre-paid business reply envelope was dispatched to the Members. Also, the Company was not required to provide the facility of voting through physical postal ballot. Therefore, the voting done through e-voting only was considered for this report.

REMOTE E-VOTING:

5. The Company has engaged services of National Securities Depository Limited ('NSDL') as the Agency for providing the facility of remote e-voting to the Members of the Company.
6. The remote e-voting period commenced on **Friday, 17th February, 2023 at 9:00 a.m. I.S.T.** and concluded on **Saturday, 18th March, 2023 at 5:00 p.m. I.S.T.** on NSDL's e-voting platform.

SCRUTINIZER'S RESPONSIBILITY:

7. My responsibility as a scrutinizer is restricted to make Scrutinizer's report of the total votes cast in "favour" and "against" including the details of invalid votes, if any, on the resolutions stated in the Notice.

ADVERTISEMENT:

8. As stated in sub-rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time-to-time, public notices were published by the Company in The Financial Express ('English Language') and in Loksatta ('Marathi Newspaper') on 17th February, 2023 informing about the completion of dispatch of notices to its Shareholders through electronic means.
9. I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer's secured link provided by NSDL through its designated platform.
10. After completion of e-voting, votes cast by the Members, were unblocked by me in the presence of two witnesses, Mr. Vishal Yadav and Mr. Sandeep Jha who are not in the employment of the Company.



Shreyans Jain & Co.

Company Secretaries

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Tel: 022 – 4600 2079; email: shreyanscs@gmail.com

11. The remote e-voting report downloaded from the website of NSDL has been kept separately for the purpose of Postal Ballot.
12. The detailed result of the Postal Ballot (through remote e-voting) is annexed herewith as **Annexure – A**.
13. The combined list of Members who voted “FOR / AGAINST / INVALID” for the resolutions through remote e-voting process will be handed over to the Company Secretary of the Company, who is authorised in this behalf.
14. Based on such results, I hereby certify that the Special resolutions as contained in the Notice have been approved and passed with the requisite consent of the Members and accordingly, I request the Company to announce the voting results.
15. The resolutions specified in the Notice are deemed to be passed on the last date of remote e-voting i.e. **Saturday, 18th March, 2023.**

Digitally signed
by SHREYA
JAIN
Date: 2023.03.20
17:41:49 +05'30'

CS Shreyans Jain
Scrutinizer
Practicing Company Secretary
FCS 8519 / C.P. No. 9801

Place: Mumbai
Date: 20th March, 2023

UDIN: F008519D003296914

Digitally signed by DHARMIL ANIL BODANI
DN: cn=DHARMIL ANIL BODANI, o=ORIENTAL AROMATICS LIMITED, ou=ORIENTAL AROMATICS LIMITED, email=DHARMIL.ANIL@ORIENTALAROMATICS.COM, c=IN

For and on behalf of **Oriental Aromatics Limited**
Dharmil A. Bodani
Chairman & Managing Director

We the undersigned witnessed that the votes were unblocked from the e-voting platform of NSDL in our presence on Saturday, 18th March, 2023.

Mr. Vishal Yadav

Mr. Sandeep Jha



Shreyans Jain & Co.

Company Secretaries

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ANNEXURE – A: RESULT OF THE POSTAL BALLOT

I. Approval of payment of remuneration to Mr. Dharmil A. Bodani, Managing Director (Special Resolution)

a. Votes in favour of the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	136	2,55,47,313	99.9856
TOTAL	136	2,55,47,313	99.9856

b. Voting against the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	15	3,670	0.0144
TOTAL	15	3,670	0.0144

c. Invalid Votes:

Manner of Voting	Number of members who voted (whose votes were declared Invalid)	No. of votes cast by Members
Remote E-voting	0	0
TOTAL	0	0

II. Approval of payment of remuneration to Mr. Shyamal A. Bodani, Executive Director (Special Resolution)

a. Votes in favour of the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	134	2,55,46,985	99.9844
TOTAL	134	2,55,46,985	99.9844



Shreyans Jain & Co.

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Tel: 022 – 4600 2079; email: shreyanscs@gmail.com

b. Voting against the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	17	3,998	0.0156
TOTAL	17	3,998	0.0156

c. Invalid Votes:

Manner of Voting	Number of members who voted (whose votes were declared Invalid)	No. of votes cast by Members
Remote E-voting	0	0
TOTAL	0	0

III. Approval of payment of remuneration to Mr. Satishkumar Ray, Executive Director - Operations (Special Resolution)

a. Votes in favour of the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	137	2,55,48,046	99.9885
TOTAL	137	2,55,48,046	99.9885

b. Voting against the resolution:

Manner of Voting	Number of members voted	No. of votes cast by Members	% of Total number of votes casted
Remote E-voting	14	2,937	0.0115
TOTAL	14	2,937	0.0115



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c. Invalid Votes:

Manner of Voting	Number of members who voted (whose votes were declared Invalid)	No. of votes cast by Members
Remote E-voting	0	0
TOTAL	0	0

Based on the aforesaid result, we report that the **Special Resolutions** as contained in the Item No. 1 to 3 of the Notice of Postal Ballot dated February 13, 2023 have been passed with **requisite majority**.

SHREYA Digitally signed by
SHREYANS JAIN
NS JAIN Date: 2023.03.20
17:42:25 +05'30'

CS Shreyans Jain
Scrutinizer
Practicing Company Secretary
FCS 8519 / C.P. No. 9801

Place: Mumbai
Date: 20th March, 2023
UDIN: F008519D003296914