



Camphor & Allied Products Ltd.

H. O. : Jehangir Bldg., 2nd Floor, 133 M.G. Road, Mumbai - 400001 India
T : 91 22 43214000 F : 91 22 43214099 E : sales@camphor-allied.com
CIN : L17299GJ1972PLC011626

4th April, 2016

To

Corporate Relationship Department

BSE Limited

P.J. Towers, 1st Floor,

Dalal Street,

Mumbai - 400 001.

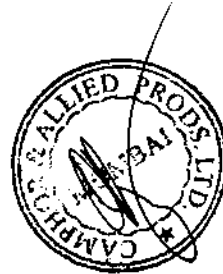
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Dear Sir/Madam,

Sub.: Outcome of the Board Meeting held on 4th April, 2016.

With reference to the subject captioned above, we would like to inform you that at the Meeting of the Board of Directors of the Company held on **Monday, 4th April, 2016** the Board of Directors inter alia approved the following:

1. The Company has appointed Ms. Kiranpreet Gill as Company Secretary cum Compliance Officer with effect from 04th April, 2016 under section 203 of the Companies Act, 2013, Regulation 6 and Regulation 30 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.





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- The Board has also proposed change of present registered office from Gujarat to Maharashtra under Section 12 of the Companies Act, 2013 subject to approval of shareholders and such other regulatory authorities, if any.
- The Board has also approved the Scheme of Amalgamation of Oriental Aromatics Limited ("OAL") with the Company under the provisions of Sections 391 to 394 of the Companies Act, 1956 and other applicable provisions of Companies Act, 1956/Companies Act, 2013 ("Scheme" and such amalgamation referred to as "Amalgamation") and under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as recommended by the Audit Committee of the Company and subject to such approvals, as may be required.

Following are the details required as per the SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015:

(Rs. In Lakhs)

| <i>Sr. No.</i> | <i>Particulars</i> | <i>Camphor & Allied Products Limited (Transferee Company)</i> | <i>Oriental Aromatics Limited (Transferor Company)</i> |
|----------------|---|---|--|
| 1. | Turnover of Financial Year 2014-15 (Audited) | Rs. 35,592.73 | Rs. 11,575.87 |
| 2. | Size - Networth (as per unaudited financial statements as on 31 st December, 2015) | Rs. 15,244.20 | Rs. 13,617.72 |
| 3. | Area of business | Engaged in manufacturing of | Engaged in the business of |





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| | | | |
|----|----------------------------|--|---|
| | | variety of terpene chemicals and other speciality aroma chemicals and its vast product range includes Synthetic Camphor, Terpeneols, Pine Oils, Resins, Astromusk, and several other chemicals finding applications in vast array of industries ranging from Flavours & Fragrances, Pharmaceuticals, Soaps & Cosmetics, Rubber & Tyre, Paints & Varnishes and many more. | manufacturing of flavour and fragrances in India and abroad since more than four decades and has tremendous experience and expertise in the business. Its custom designed fragrances are found in fine fragrances, soaps, incense sticks, candles, floor cleaners, and mosquitoes gels. |
| 4. | Rationale for Amalgamation | Amalgamation of the Transferor Company with the Transferee Company will provide significant synergistic benefits, economies of scale, consolidation of finances & operations, strong assets base and | |





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| | | | |
|----|--|--|----------------|
| | | operational efficiencies. | |
| 5. | Share Exchange Ratio | Shareholders of Transferor Company will receive 1.56 equity shares of Rs. 10/- each of Transferee Company for every 1 equity share of Rs. 10/- each held in Transferor Company | |
| 6. | Change in shareholding Pattern of the Transferee Company | As given below | Not Applicable |

| Particulars | Present Shareholding | | Post Amalgamation Shareholding | |
|---------------|----------------------|----------------|--------------------------------|----------------|
| | No. of Shares | % | No. of Shares | % |
| Promoters | 2,960,280 | 57.66% | 6,240,000 | 74.17% |
| Non-Promoters | 2,173,394 | 42.34% | 2,173,394 | 25.83% |
| Total | 5,133,674 | 100.00% | 8,413,394 | 100.00% |

The transaction will fall under Related Party Transactions and the same is at Arm's Length basis. The Amalgamation shall be subject to the approval/ sanction of the Scheme of Amalgamation by the Hon'ble High Court and such other authority/ies, as may be necessary. The appointed date of the Amalgamation is April 01, 2016.

We request you to kindly take note of the same.

For Camphor & Allied Products Limited


Dharmil A. Bodani

Managing Director

(DIN: 00618333)

