

**TRANSCRIPT OF THE PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF YASHO INDUSTRIES LIMITED (“THE COMPANY”) HELD ON TUESDAY, JULY 20, 2020 AT 11.00 A.M. THROUGH VIDEO-CONFERENCING (‘VC’) / OTHER AUDIO VIDEO MEANS (‘OAVM’)**

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**WELCOME ADDRESS BY MS. KOMAL BHAGAT, COMPANY SECRETARY.**

Dear Shareholders, Good Morning!

I am Komal Bhagat, Company Secretary of Yasho Industries Limited welcome all the members to this 35th Annual General Meeting of the Company which is being held through video conferencing.

Hope, all of you are safe & in good health. Due to lockdown and social distancing consequent to COVID-19 Pandemic, we are conducting this Annual General Meeting through video conference.

All the members who have joined this meeting are by default placed on mute, to avoid any disturbance from background noise and ensure smooth and seamless conduct of the meeting

Apart from Chairman present on the dais, other Board members have joined through Video Conference.

1. **Mr. Parag Jhaveri** who is a Managing Director and CEO of the Company. He is also a Chairman of CSR Committee and member of Stakeholder Relationship Committee.
2. **Mr. Yayesh Jhaveri** who is a Whole Time Director and CFO of the Company. He is also a member of Audit Committee and CSR Committee.
3. **Mr. Ashok Malaviya** who is a Non-Executive Independent Director of the Company. He is also a Chairman of Stakeholder Relationship Committee and member of Nomination and Remuneration committee.
4. **Mr. Prakash Bhate** who is a Non-Executive Independent Director of the Company. He is also a member of Audit Committee, Stakeholder’s Committee, Nomination and Remuneration committee and CSR Committee.
5. **Mrs. Mila Desai** who is a Non-Executive Independent Director of the Company. She is also a Chairman of Audit Committee, Nomination and Remuneration committee.

We also welcome Mr. Chintan shah, partner of M/s V J Shah & Co, Statutory Auditors of the Company Mr. Raviskumar Varma representing Internal Auditor Varma & Associates and Mr. Dhrumil M Shah of M/s Dhrumil M Shah & Co, Secretarial Auditor of the Company and Scrutinizer for e-voting who have also joined from their respective locations.

All the necessary documents as are required to be made available, under the provisions of the Companies Act or rules or regulations there under are available for inspection during the course of this meeting

## **START OF CHAIRMAN'S SPEECH**

Today, as we convene the 35<sup>th</sup> Annual General Meeting of Yasho Industries Limited, I warmly welcome each one of you. On behalf of the Yasho Industries Limited Board of Directors, I want to thank you for making the time to join us. Your trust and support over the past few years have given us the confidence to push ourselves past challenges and complexities to deliver market-leading returns and consistent value for you year after year.

Our revenue for the year grew by 21% from Rs. 29,706.30 lakhs to Rs. 35,943.60 lakhs in FY 2020-21. Turnover volume increased by 21% at 7712 MT from 6388 MT in the previous year. This year, over 62% of our total revenues were contributed by exports, compared with 57% in the previous year. EBITDA grew by 38% to Rs. 5908.64 lakhs from Rs. 4291.47 lakhs in the previous year. Our improved performance was driven by new product development, better capacity utilisation along with robust demand for our products worldwide.

We are deeply grateful to our employees for their efforts and dedication in putting our clients above and over their personal travails. Their grace and fortitude make us proud. We share credit for our performance over the past year with them, our clients, co-founders and governments of the several countries and states that we operate in.

Since the Notice and Directors' Report are already circulated in advance, it is proposed to take them as read. Pursuant to the provisions of the Section 145 of the Companies Act, 2013 and the applicable Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India, the Auditor's Report are required to be read only when there are qualifications or adverse observations or comments in the Report. He further mentioned that since there were no such qualifications,

observations or comments, the Auditor's Report was not required to be read at the meeting. Hence, with the permission of the shareholders, I take it as read.

Then after, Auditor's Report shall taken as read by the members.

Thank you!

### **START OF MANAGING DIRECTOR'S SPEECH**

Good Morning to all

Your Company has grown in last year by 21% in revenue & also in quantum by 21%

Current capacity utilization of all the units are.....

Unit I - 100%

Unit II - 85%

Unit III - 15%

Your Company has revenue split as.....

Food Antioxidant - 17%

Aroma Chemicals - 25%

Lube Additives -- 8%

Rubber Chemicals - 35%

Specialty Chemicals - 15%

Volume break-up (7712 MT) are -----

Food Antioxidant - 1012MT

Aroma Chemicals - 775MT

Lube Additives -- 701MT

Rubber Chemicals - 4154MT

Specialty Chemicals - 1070 MT

Revenue break-up is .....

Domestic Sales - 38%

Export Sales - 62% (More than 50 Countries)

Geographical break up is .....

North America – 38%

South America – 7%

Europe – 36%

Middle East – 5%

African- 1%

Asia pacific – 13%

Your Company work on multiple models On sales front, like long term contract (2-3 years), yearly or supply agreement with price revision at quarterly or half yearly.

Future growth from Lube/ Rubber/ Specialty segments, all major capex done since 2018 was on these three segments.

In the current financial year 2021-22, is going to be challenging year as there is overall demand growth along with shipping challenges & availability of raw materials issues. Despite these challenges, Company is confident in achieving healthy growth with improved margins.

Company hopes to achieve sales of 550-600 Cr by 2023 with expected EBITDA – 18 from current year 15.50 (16.5 since one time income)

Hope to see you in next AGM in person.

## **VOTING INSTRUCTION FOR AGM BY MS. KOMAL BHAGAT**

At the outset, I will take you through certain points regarding the participation and voting at this meeting. Members who have not voted through remote e-voting can cast their votes through e-voting facility during the AGM.

Some of the shareholders have registered themselves as speakers for the AGM please mention your name, folio number and the location from where you are joining. Each shareholder will have 2 minutes for their questions. Once you have asked your question, you can switch to watch the proceedings. I shall now invite them one-by-one to speak.

## **QUESTION AND ANSWER SESSION**

The questions raised by the members were satisfactorily answered by Mr. Parag Jhaveri.

**Komal Bhagat**

Thank you every one The Board of Directors has appointed M/s Dhrumil M Shah & Co, a Practicing Company Secretary, as a Scrutiniser to supervise the e-voting process.

Results for remote e-voting and e-voting during AGM will be placed on the website of the Company. It will also be submitted to the Stock Exchanges as per the relevant provisions of the Companies Act and the listing regulations. The meeting is concluded with a vote of thanks to the Chairman Sir. I express my gratitude to all the members for their co-operation. Thank you. Thank you everyone now the meeting is concluding.

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