



Gem Aromatics Limited

Manufacturer & Exporters of Essential Oils & Aromatics Chemicals

Registered Office: A/410-411, A-Wing, Kailash Ind. Complex, Powai Vikhroli link Rd, Vikhroli West,
Mumbai-400079. Maharashtra, India, Tel No: +91-2225185231/25185931
CIN: L24246MH1997PLC111057

Date: September 22, 2026

To,
Listing / Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

BSE CODE: 544491

To,
Listing / Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

NSE SYMBOL: GEMAROMA

Sub: Intimation pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) – Approval for conversion of inter-company loan into equity shares of Krystal Ingredients Private Limited (“Wholly Owned Subsidiary”)

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI Listing Regulations, we wish to inform you that the Executive Committee of the Board of Directors of the Company, at its meeting held on September 22, 2026, authorized and approved the conversion of pre-existing inter-company loans into equity shares of Wholly owned subsidiary.

The transaction does not involve any fresh infusion of capital by the Company and solely involves conversion of the pre-existing inter-company loans into equity shares of Wholly owned subsidiary.

The meeting commenced at 5.00 P.M. and concluded at 5.15 P.M.

The detailed disclosure as required under Regulation 30 of the SEBI Listing Regulations, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is enclosed as **Annexure-A**.

The same will be available on the website of the Company at www.gemaromatics.com.

Kindly take the above information on record.

Thanking you,

Yours faithfully,
For Gem Aromatics Limited

Kaksha Vipul Parekh
Whole-Time Director & CFO
DIN: 00235998

Enclosed: As Above



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Annexure-A

Name of the target entity, details in brief such as size, turnover etc.	Name of the target entity: Krystal Ingredients Private Limited ("Krystal") Turnover FY 2025-26: ₹3,23,296.64 (in Thousands) Net Worth FY 2025-26: ₹5,98 643.63 (in Thousands)
Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Krystal Ingredients Private Limited, a Wholly Owned Subsidiary of the Company is a related party of the Company. Promoters of Gem Aromatics Limited are Directors on the Board of Krystal Ingredients Private Limited. Furthermost, as the transaction is between holding company and its wholly owned subsidiary, it is exempt from the provisions applicable to Related Party Transaction under Listing Regulations. The said transaction is on arm's length basis.
Industry to which the entity being acquired belongs	Krystal Ingredients Private Limited is engaged in manufacturing and exporting of Essential Oils, Aroma Chemicals and Specialty Chemicals and other related products.
Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The objective of the proposed conversion is to strengthen its capital base and to provide greater financial flexibility to support its business operations and future growth plans.
Brief details of any governmental or regulatory approvals required for the acquisition	No regulatory approvals are required for the acquisition.
Indicative time period for completion of the acquisition	The acquisition will be completed within one month from the receipt of requisite approvals.



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Nature of consideration – whether cash consideration or share swap and details of the same	Conversion of the pre-existing inter-company loan extended by the Company to Krystal Ingredients Private Limited into equity shares of Krystal Ingredients Private Limited. Further the said transaction will not involve any fresh infusion of capital.
Cost of acquisition and/or the price at which the shares are acquired	The equity shares of Krystal Ingredients Private Limited are proposed to be acquired at an issue price ₹47,710/- per share (comprising face value of ₹10/- and premium of ₹47,700/-).
Percentage of shareholding/control acquired and/or number of shares acquired	The said investment will not cause any change in the percentage of the equity shareholding of the Company in Krystal Ingredients Private Limited. Krystal Ingredients Private Limited will continue to remain a 100% wholly owned subsidiary of the Company.
Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information	Krystal Ingredients Private Limited is a company incorporated under the Companies Act, 2013, having its registered office at A/410, Kailash Complex, Powai Vikhroli Link Road, Parksite, Vikhroli (West), Mumbai – 400079, Maharashtra, India. Date of Incorporation: April 22, 2021 Country: India Line of Business: Manufacturing of essential oils, aroma chemicals and specialty chemicals. Last 3 years Turnover (₹ in Thousands): FY 2025-26: 3,23,296.64 FY 2024-25: 29,027.46 FY 2023-24: 1,111.35