



## **JHS SVENDGAARD LABORATORIES LIMITED**

Regd. Office: Trilokpur Road, Kheri Kala -Amb, Tehsil - Nahan,  
Distt: Sirmaur, Himachal Pradesh kala Amb, Distt Sirmaur, Himachal Pradesh  
Corporate Identity Number: L24230HP2004PLC027558  
Tel.: + 91- 1702 – 302100 • Fax: + 91 - 1702 - 238831  
Website: www.svendgaard.com • email: investors@svendgaard.com

### **NOTICE TO THE MEMBERS**

Notice is hereby given that an Extraordinary General Meeting of the members of JHS Svendgaard Laboratories Limited will be held on Tuesday, 10th day of January, 2017 at 12:00 P.M. at the registered office of the Company at Trilokpur Road, Kheri Kala -Amb, Tehsil - Nahan, Distt: Sirmaur, Himachal Pradesh, to transact the following businesses:

#### **SPECIAL BUSINESS**

##### **ITEM NO.1: APPROVAL FOR INCREASE IN AUTHORIZED SHARE CAPITAL**

**To consider and if thought fit, to pass, with or without modification(s), the Resolution for Increase in Authorized Share Capital as an Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, the Authorized Equity Share Capital of the Company be and is hereby increased from Rs. 60,00,00,000 (Rupees Sixty Crores) divided into 6,00,00,000 (Six Crores) Equity Shares of Rs. 10/- each to Rs. 65,00,00,000 (Rupees Sixty Five Crores) divided into 6,50,00,000 (Six Crores Fifty Lacs) Equity Shares of Rs. 10/- each by creation of additional 50,00,000 (Fifty Lacs) Equity Shares of Rs. 10/- amounting to Rs. 50,000,000 (Rupees Five Crore) each ranking pari- passu in all respect with the existing Authorized Equity Share Capital.

**RESOLVED FURTHER THAT** pursuant to Section 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted with the following new Clause V as follows:

“The Authorized Share Capital of the Company is Rs. 65,00,00,000/- (Rupees Sixty Five Crores Only) divided into 6,50,00,000 (Six Crores Fifty Lacs) Equity Shares of Rs. 10/- each”

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, Mr. Nikhil Nanda, Managing Director of the company and/or Ms. Deepshikha Tomar, Company Secretary & Compliance Officer of the company be and are/is hereby jointly/severally authorized to do all such acts, deeds and things as it may in its absolute discretion considered necessary, desirable or expedient and to sign, execute and submit all the requisite documents with the appropriate authority including filing of requisite documents with the Registrar of Companies.

##### **ITEM NO.2: ISSUANCE OF EQUITY SHARES ON PREFERENTIAL BASIS:**

**To consider and if thought fit, to pass, with or without modification(s), the Resolution for Issuance Of Equity Shares On Preferential Basis To The Person Belonging To Non- Promoter Category as a Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014 and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions of Memorandum of Association and Articles of Association of the Company, provisions of the Listing Agreement entered into by the Company with the Stock Exchange(s) where the shares of the Company are listed (“Stock Exchange(s)”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), including the SEBI (Issue of Capital And Disclosure Requirements) Regulations, 2009 (“SEBI ICDR Regulations”), SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, SEBI (Substantial Acquisitions and Takeovers) Regulations, 2011 and subject to the approvals, consents, permissions and/ or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or, modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed by the Board of Directors of the Company (hereinafter referred to as the “Board” which terms shall be deemed to include any committee duly constituted by the Board or any committee, which the Board may hereafter constitute, to exercise one or more of its powers, including the powers conferred by this resolution), the consent of the members be and is hereby accorded to the Board to offer, issue and allot, in one or more tranches upto 18,60,466 Equity Shares (Eighteen Lacs Sixty Thousand Four Hundred and Sixty Six only) of face value of Rs. 10/- (Rupees Ten only) each fully paid-up at an issue price of Rs. 43/- (Rupees Forty Three only) each or such other price as may be determined in accordance with the provisions of Chapter VII of SEBI (ICDR) Regulations, and on such other terms and conditions as may be approved by the Board to the below mentioned allottee:

Name of the Proposed Allottee	Category	No. of Equity Shares proposed to be issued
HT MEDIA LIMITED	Non Promoter	18,60,466

**RESOLVED FURTHER THAT** the Relevant Date, as per the provisions of Chapter VII of SEBI (ICDR) Regulations, 2015, for the determination of issue/exercise price of the Equity Shares is Friday, December 09, 2016.

**RESOLVED FURTHER THAT** aforesaid issue of Equity Shares shall be subject to the following terms & conditions:

- a) The Proposed Allottees of Equity Shares shall be required to bring in 100% of the consideration, on or before the date of allotment thereof.
- b) The consideration for allotment of Equity Shares shall be paid to the Company from the bank account of the Proposed Allottee;
- c) The Equity Shares to be allotted to the Proposed Allottee shall be under lock in for such period as may be prescribed under Chapter VII of the SEBI ICDR Regulations;
- d) The Equity Shares so allotted to the Proposed Allottee under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under;
- e) Allotment shall only be made in dematerialized form.

**RESOLVED FURTHER THAT** the equity shares proposed to be allotted shall rank pari-passu in all the respect including as to dividend with the existing equity shares of the Company of face value of Rs. 10/- each.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution and for the purpose of issue and allotment of the Equity Shares and listing thereof with the Stock Exchange(s), the Board of Directors/Committee(s) of the Board be and are hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchanges for obtaining in-principle approval, listing

of shares, to decide and approve the other terms and conditions of the issue of the aforesaid equity shares, to vary, modify or alter any of the terms and conditions, and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment, utilization of issue proceeds, filing of requisite documents with the Registrar of Companies, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Equity Shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any other Directors/ Officers of the Company(as it may consider appropriate) to give effect to the aforesaid resolution.”

**By Order of the Board  
For JHS Svendgaard Laboratories Ltd**

**Sd/-  
Deepshikha Tomar  
Company Secretary  
Membership No. A40863**

**Date: 10.12.2016**

**Place: New Delhi**

**Notes:**

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
3. The instrument appointing the proxy, duly completed, stamped and signed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. The Proxy form for the EGM is enclosed herewith.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company.
5. Members / proxies should bring the duly filled Attendance slip enclosed herewith to attend the meeting.
6. The Notice of the EGM along with the Attendance slip and Proxy form is being sent by electronic mode to all members whose email addresses are registered with the Company / Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email address, physical copy of the Notice is being sent by the permitted mode.
7. Members may also note that the Notice of the EGM will be available on the Company's website, [www.svendgaard.com](http://www.svendgaard.com). The Notice will also be available at the Company's registered office for inspection during normal business hours on working days. Members may write to us at [cs@svendgaard.com](mailto:cs@svendgaard.com) if they have any queries or require communication in physical form in addition to electronic communication.
8. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the EGM.
9. Voting through electronic means
1. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment

Rules, 2015 and SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Extraordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

- II. The facility for voting through ballot paper shall be made available at the EGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on 07th January, 2017 (09:00 am) and ends on 09th January, 2017 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 03rd January, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/ Depository Participants(s)] :

- (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsd.com/>
- (iii) Click on Shareholder – Login
- (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of "Name of the company".
- (viii) Now you are ready for remote e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.\
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [scrutinizer@svendgaard.com](mailto:scrutinizer@svendgaard.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

B. In case a Member receives physical copy of the Notice of EGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the EGM:

<b>EVEN (Remote e-voting Event Number)</b>	<b>USER ID</b>	<b>PASSWORD/PIN</b>
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- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 03rd January, 2017.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 03rd January, 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [cs@svendgaard.com](mailto:cs@svendgaard.com)/ [rta@alankit.com](mailto:rta@alankit.com).
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
- XI. A member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EGM through ballot paper.
- XIII. Mr. Mohit Dahiya (Membership No.-30192, COP: 11722) of M/s. Mohit & Associates, Company Secretaries has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the EGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.svendgaard.com](http://www.svendgaard.com) and on the website of NSDL immediately after the declaration of result by the Chairman or any person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and NSE India Limited, Mumbai.

**By Order of the Board  
For JHS Svendgaard Laboratories Ltd**

**Sd/-  
Deepshikha Tomar  
Company Secretary  
Membership No. A40863**

**Date:10.12.2016  
Place: New Delhi**

## EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 1

In order to meet the working capital requirements of the growing business, the Company is proposing Preferential Issue of Equity Shares to the tune of appx. Rs. 8 Crores. Accordingly, the Board of Directors of the Company in their meeting held on August 02, 2016 has taken into consideration the existing Authorized Share Capital base and the proposed allotments, and considered it imperative to increase the Authorized Equity Share Capital of the Company.

In light of the above proposed allotments, your directors recommend the passing of resolutions set out at item No. 1 as an Ordinary Resolution.

None of the promoters, Directors, Key Managerial Personnel or their relatives have any material or other financial interest in passing of the aforesaid resolution.

### Item No. 2

The Special Resolution contained in the Notice, have been proposed pursuant to the provisions of Sections 42, 62 of the Companies Act, 2013, in view of the fact that the Shares proposed to be issued by the Company will be issued to HT Media Limited at an issue price of Rs. 43/- per share.

The Board of Directors, in their meeting held on October 27, 2016, have considered the proposal to make Preferential Allotment to the extent of Rs 8,00,00,000/- (Rupees Eight Crore) Equity Shares in accordance with the SEBI (ICDR) Regulations, to the persons to Non-Promoter Category.

The details of the issue and other particulars as required in terms of Regulation 73 of the SEBI (ICDR) Regulations, 2009 and other applicable statutes in relation to the proposed Special Resolution are given hereunder:

#### A. The Objects of the issue through preferential offer:

The Company requires infusion of funds to augment the long-term funding needs of the Company viz., to support the expansion of business and for general corporate purposes, accordingly in order to finance the said fund requirement, the Company proposes to issue and allot Equity Shares on Preferential basis.

#### B. The proposal of the promoters, directors or key management personnel of the issuer to subscribe to the offer:

None of the Directors/ Promoters/ Key Management Personnel of the Company intends to subscribe to the preferential offer.

#### C. The shareholding pattern of the issuer Company before and after the preferential issue;

The shareholding pattern before and after the proposed preferential issue:

Name of shareholders	Pre issue Shareholding Structure		No. of Equity Shares to be allotted	Post issue Shareholding Structure	
	No. of Shares	% of shares		No. of Shares	%
<b>Promoter &amp; Promoter Group</b>					
<b>(1) Indian</b>					
(a) Individuals /HUF	14547988	35.51	-	14547988	33.97
(b) Central Govt. /State Govt.	-	-	-	-	-
(c) Bodies Corporate	-	-	-	-	-
(d) Financial Institutions /Banks	-	-	-	-	-

<b>Sub Total (A)(1)</b>	14547988	35.51		14547988	33.97
<b>(2) Foreign</b>					
(a) Individuals (NRIs/ Foreign Individuals)	-	-	-	-	-
(b) Bodies Corporate	-	-	-	-	-
(c ) Institutions	-	-	-	-	-
Sub Total (A)(2)	-	-	-	-	-
<b>Total shareholding of Promoter &amp; Promoter Group</b>					
<b>(A) = (A)(1) + (A)(2)</b>	<b>14547988</b>	<b>35.51</b>		<b>14547988</b>	<b>33.97</b>
<b>Public</b>					
<b>B1) Institutions</b>					
Mutual Funds/	-	-	-	-	-
Foreign Portfolio Investors	50000	0.12		50000	0.12
Financial Institutions/ Banks	-	-	-	-	-
Foreign Venture Capital Investors	2137355	5.22		2137355	4.99
Insurance Companies	-	-	-	-	-
<b>Sub Total B1</b>	<b>2187355</b>	<b>5.34</b>		<b>2187355</b>	<b>5.11</b>
B2) Central Government/ State Government(s)/ President of India	-	-	-	-	-
B3) Non-Institutions					
Individual share capital upto Rs. 2 Lacs	6884568	16.81		6884568	16.08
Individual share capital in excess of Rs. 2 Lacs	11540168	28.17		11540168	26.95
NBFCs registered with RBI	173	-		173	-
Any Other (specify)					
Bodies Corporate	5493713	13.41	1860466	7354179	17.17
Foreign Nationals	1000	0.00		1000	0.00
Foreign Individuals or NRI	310035	0.76		310035	0.72
Trusts	-	-	-	-	-
<b>Sub Total B3</b>	<b>24229657</b>	<b>59.15</b>		<b>26090123</b>	<b>60.92</b>
<b>Total Public Shareholding</b>					
<b>B=B1+B2+B3</b>	<b>26417012</b>	<b>64.49</b>		<b>28277478</b>	<b>66.03</b>
<b>TOTAL (A+B)</b>	<b>40965000</b>	<b>100.00</b>	<b>1860466</b>	<b>42825466</b>	<b>100.00</b>

**D. Proposed time within which allotment will be completed:**

In terms of Regulation 74(1) of the SEBI ICDR Regulations, preferential allotment to proposed allottee pursuant to the special resolution will be completed within a period of 15 (fifteen) days from the date of passing of special resolution.

Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, stock exchange(s) or other concerned authorities.

E. Identity of the proposed allottees of the issue and the percentage of post preferential issue capital that may be held by them:

1) Identity of the proposed allottees and the percentage of post preferential issue capital that may be held by them:

Identity of proposed allottees	Category	Pre-issue holding	No. of shares to be allotted	Post Issue Holding (%)
HT Media Limited	Non Promoter	Nil	18,60,466	4.34

The identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees is as follows:

**Name of proposed allottee**

**Details of Ultimate Beneficial Owners**

HT Media Limited

Not applicable as the proposed allottee is a Listed Company.

**F. Consequential Changes in the Voting Rights and Change in Management:**

As a result of the proposed preferential issue of Equity Shares, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

**G. Lock In Requirement:**

- i) The Equity Shares to be allotted on a preferential basis to Non- Promoter Group of the Company, shall be subject to 'lock-in' for a period of one year from the date of trading approval for such Equity Shares in accordance with Regulation 78(2) of the SEBI ICDR Regulations.
- ii) Since, the proposed allottee doesn't have any pre-preferential shareholding, so there is no requirement of lock-in of pre-preferential shareholding as per Regulation 78(6) of the SEBI ICDR Regulations.

**H. Issue Price and Relevant Date:**

Since, the Relevant Date computed in terms of Regulation 71(a) of Chapter VII of SEBI (ICDR) falls on a weekend i.e., Saturday, December 10, 2016.

Therefore, Friday, December 09, 2016 being the day preceding the Weekend will be reckoned as the Relevant Date on the basis of which the issue price of Equity shares has been calculated.

It is proposed to issue Equity Shares at an issue price of Rs. 43/- per Equity Share or such other price as may be determined on Relevant Date in compliance with the provisions of Chapter VII of SEBI ICDR Regulations, whichever is higher.

**I. Re-computation of Issue Price:**



The Board of Directors of the Company undertakes that:

Since the Company's Equity Shares are frequently traded, therefore, there is no need for the Company to re-compute the price of Equity Shares in terms of the provisions of the SEBI ICDR Regulations.

**J. Auditor's Certificate:**

The certificate from M/s S.N. Dhawan & Co., Chartered Accountants, being the Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements of Chapter VII of the SEBI ICDR Regulations shall be available for inspection at the registered office of the Company up to the date of declaration of results and shall also be placed before the shareholders at the Extra Ordinary General Meeting.

**K. Disclosure with regard to the names of issuer, its promoter or any of its directors not appearing in the list of willful defaulter as issued by RBI.**

In this regard, the company would like to confirm that the Company/ any of its promoters or directors are not in the willful defaulter's list as issued by RBI.

**L. Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.**

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

**By Order of the Board  
For JHS Svendgaard Laboratories Ltd**

**Sd/-  
Deepshikha Tomar  
Company Secretary  
Membership No. A40863**

**Date:10.12.2016  
Place: New Delhi**



**JHS Svendgaard Laboratories Limited**

Regd. Office: Trilokpur Road, Kheri Kala -Amb, Tehsil - Nahan, Distt: Sirmaur,  
Himachal Pradesh kala Amb, Distt Sirmaur, Himachal Pradesh  
Corporate Identity Number: L24230HP2004PLC027558  
Tel.: + 91- 1702 – 302100 • Fax: + 91 - 1702 - 238831  
Website: www.svendgaard.com • email: investors@svendgaard.com



**ATTENDANCE SLIP**  
**(Please complete this form and hand it over at the entrance)**

Extra General Meeting held on Tuesday, 10th January, 2017 at at 12:00 P.M. at the registered office of the Company at Trilokpur Road, Kheri Kala -Amb, Tehsil - Nahan, Distt: Sirmaur, Himachal Pradesh.

Name of the attending Member (in Block Letters)	
Member's Folio Number / Client ID & DP ID	
No of shares held	
Name of Proxy (in Block Letters) (to be filled in if the Proxy attends instead of the Member)	

I / We hereby record my/ our presence at the Extra Ordinary General Meeting being held at on Tuesday, 10th January, 2017 at 12:00 P.M. at the registered office of the Company at Trilokpur Road, Kheri Kala -Amb, Tehsil - Nahan, Distt: Sirmaur, Himachal Pradesh in respect of such resolutions as are indicated herein below:

Item No.	Resolution	For	Against
1.	Increase in Authorised Share Capital Of The Company		
2.	Issuance Of Equity Shares On Preferential Basis To the Entity belonging to Non- Promoters Group		

Signed this .....day of ....., 2017

Signature of Member(s).....

Signature of proxy holder(s) .....

Signature of the Shareholder /

Please ( ) in the box

MEMBER

PROXY

Signature of Member / Proxy

**JHS Svendgaard Laboratories Limited**

Regd. Office: Trilokpur Road, Kheri Kala -Amb, Tehsil - Nahan, Distt: Sirmaur,  
Himachal Pradesh kala Amb, Distt Sirmaur, Himachal Pradesh  
Corporate Identity Number: L24230HP2004PLC027558  
Tel.: + 91- 1702 – 302100 • Fax: + 91 - 1702 - 238831  
Website: www.svendgaard.com • email: investors@svendgaard.com



**Form MGT 11  
FORM OF PROXY**

Pursuant to Section 105 (6) of the companies act 2013 and Rules 19(3) of Companies (Management and Administration Rules, 2014)

<b>Name of the member(s)</b>		<b>Email Id</b>	
Address:		Folio No/ *Client Id *DP Id:	

I/We being the member(s) of.....shares of JHS Svendgaard Laboratories Limited, hereby appoint:

- 1) \_\_\_\_\_ of \_\_\_\_\_ having email id \_\_\_\_\_ or failing him
- 2) \_\_\_\_\_ of \_\_\_\_\_ having email id \_\_\_\_\_ or failing him
- 3) \_\_\_\_\_ of \_\_\_\_\_ having email id \_\_\_\_\_

and whose signature(s) are appended below as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held on Tuesday, 10th January, 2017 at 12:00 P.M. at Trilokpur Road, Kheri Kala -Amb, Tehsil - Nahan, Distt: Sirmaur, Himachal Pradesh.

Dated this .....day of ....., 2017



Signature of Shareholder/First named holder

Signature of first  
Proxy holder

Signature of second  
Proxy holder

Signature of third  
Proxy holder

**Note:**

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (4) Appointing a proxy does not prevent a members from attending the meeting in person if he so wishes.
- (5) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.