

# JHS Svendgaard Laboratories Limited

CIN: L24230HP2004PLC027558

Regd. Office: Trilokpur Road, Kheri Kala -Amb, Tehsil - Nahan, Distt: Sirmaur, Himachal Pradesh kala Amb, Distt Sirmaur, Himachal Pradesh Tel.: + 91- 1702 – 302100, Fax: + 91 - 1702 - 238831

Website: www.svendgaard.com, email: investors@svendgaard.com

#### Dear Shareholders:

#### Postal Ballot Notice pursuant to Section 110 of the Companies Act, 2013

**NOTICE** is hereby given that pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Managements and Administration) Rules, 2014, JHS Svendgaard Laboratories Limited (the "Company") is seeking the consent of its members through postal ballot.

The proposed Special Business(es), along with explanatory statement pursuant to section 102 of the Companies Act, 2013, a postal ballot form ("Form") along with a self-addressed, postage pre-paid envelope are enclosed for your consideration and voting

The Board of Directors of the Company ("Board") has appointed Mr. Mohit (MOHIT & Associates (membership No. ACS:-30192), Practising Company Secretary as scrutinizer ("Scrutinizer") who will be responsible for the fair and transparent conduct of the vote through postal ballot.

Members(s) are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed in the attached self-addressed, prepaid postage envelope, so as to reach the Scrutinizer on or before the close of Business hours on March 24, 2015.

#### **Electronic Voting**

The company is pleased to offer e-voting facility to its members enabling them to cast their vote electronically, instead of physical Postal Ballot Form. E-voting is optional. Please read the instructions carefully before exercising your vote.

The company has signed an agreement with the National Securities Depository Limited (NSDL) for facilitating e-voting to enable the shareholders to cast their votes electronically pursuant to Clause 35B of the Listing Agreement and Section 108 of the Companies Act 2013.

The Scrutinizer will submit his report to the Company after completion of the scrutiny of the Postal Ballot Forms and after verifying the voting as per the data received from the e-voting portal. The result of the Postal Ballot shall be announced in accordance with the provisions of Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Managements and Administration) Rules, 2014 at 05:30 P.M. at the corporate office of the Company situated at B-1/E-23, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi – 110044 on Wednesday, March 25, 2015 by the Chairman or in his absence by any other person authorized by the Chairman.

The result of the postal ballot will immediately be intimated to the **National Stock Exchange of India Limited** (NSE) and BSE Limited (BSE). The result of the postal ballot will also be displayed at website of the Company (www.svendgaard.com). The resolution, if approved, will be considered as passed effectively on the date of declaration of results i.e. on Wednesday, 25<sup>th</sup> day of March, 2015.

## PROPOSED RESOLUTIONS:

# Special Businesses:

<u>Item No. 1:</u> Issuance of 2,46,00,000 Fully Convertible Warrants on a Preferential Basis

To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 42, Section 62 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as the "Companies Act") read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and other relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Memorandum and Articles of Association of the Company, Listing Agreement entered into by the Company with the Stock Exchange(s) where the shares of the Company are listed, and in accordance with the existing guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI") (including the SEBI (Issue of Capital And Disclosure Requirements) Regulations, 2009, the SEBI (Substantial Acquisition of Shares and Takeovers Regulations, 2011) (including any statutory amendment(s), modification(s) and or re-enactment(s) thereof, for the time being in force) and subject to the approvals, consents, permissions and/ or sanctions, as may be required from the Government of India, the Reserve Bank of India, Securities and Exchange Board of India, Stock Exchanges and any other relevant statutory, governmental authorities or departments, institutions or bodies ("Concerned Authorities"), institution or body 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 up to 2,46,00,000 (Two Crores Forty Six Lacs) Warrants, each convertible into, or exchangeable for one Equity Share of face value of Rs.10/- (Rupees Ten only) each for cash, at the option of Warrant holders in one or more trenches, within 18 (eighteen) months from its allotment at an issue price of Rs. 10/- (Rupees Ten Only) per share or such other price as may be determined in accordance with the provisions of Chapter VII of SEBI (ICDR) Regulations and to issue fresh Equity Shares on the conversion of the Warrants on such further terms and conditions as may be finalized by the Board of Directors, to the persons belonging to the Promoter as well as Non-Promoter Category.

RESOLVED FURTHER THAT the Relevant Date, as per the SEBI (ICDR) Regulations, 2009, as amended up to date, for the determination of issue price of the Equity Shares is February 23, 2015 being the date which is 30 days prior to the date of declaration of Results of Postal Ballot by the Chairman i.e. March 25, 2015.

**RESOLVED FURTHER THAT** aforesaid issue of Warrants and subsequent conversion into Equity Shares shall be subject to the following terms & conditions:

- (a) The proposed allottee(s) of Warrants shall, on the date of allotment of warrants, pay an amount equivalent to at least 25% of the price fixed per Warrant in terms of the SEBI (ICDR) Regulations, 2009. The balance 75% of the Issue Price shall be payable on or before the conversion of said Warrants into Equity Shares, within a maximum permissible period of 18 months from the allotment thereof.
- (b) Warrants, being allotted to the persons belonging to Promoter and Non-Promoter Category and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock in for such period as may be prescribed by the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.
- (c) Warrants so allotted 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.

RESOLVED FURTHER THAT the equity shares proposed to be so allotted upon conversion of Warrants shall rank pari passu in all respects including as to dividend, with the existing fully paid up equity shares of face value of Rs. 10/each of the Company, subject to the relevant provisions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Nikhil Nanda, Managing Director and/or Ms. Isha Sablok, Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable or expedient including listing of shares with the Stock Exchanges, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said securities, 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 shareholders.

**RESOLVED FURTHER THAT** the Board/Committee of the Board/person authorized by the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Director or Directors or to any Committee of Directors, including obtaining requisite consents from the allottees and filing of documents required for In Principle approvals etc and to give effect to this resolution."

Item No. 2: To sell, lease or otherwise dispose of whole or substantially the whole of the undertaking:

To consider and, if thought fit, to pass, with or without modification, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to provisions of Section 180(1)(a) of Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or reenactment thereof) the consent of Company be and is hereby accorded to the Board of Directors (hereinafter referred as "Board" which term shall include a committee thereof authorized for the purpose) of the Company to sell, lease or otherwise dispose of the whole or substantially the whole of the Hygiene Products Business Undertaking (hereinafter referred to as 'Undertaking' or 'Waves Hygiene Business') of the Company located at Kala Amb, Himachal Pradesh, including the land and factory building along with vacant land appurtenant thereto, access to the road and relevant common utilities, effluent treatment plants belonging to the undertaking.

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"RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing, varying and settling the terms and conditions to sell, lease or otherwise dispose of or cause to be sold, leased and delivered the whole or substantially the whole of Hygiene Products Business Undertaking of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution, to any Director(s) or to any Committee of Directors or any other Officer(s) / Authorized Representative(s) of the Company to give effect to this resolution.

# Item No. 3: Appointment of Mr. Pradeep Kumar Misra (Retired) IAS 1976 Batch as an Independent Director of the Company

To consider and, if thought fit, to pass with or without modification(s) the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 of the Companies Act, 2013 ('Act') and Schedule IV of the Act, and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and clause 49 of the Listing Agreement, Mr. Pradeep Kumar Misra (DIN No.01471543), in respect of whom the Company has received a notice in writing signifying his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company to hold the office for a period of 5 consecutive years w.e.f. February 14, 2015, being the date of Board meeting recommending his appointment up to February 13, 2020.

**RESOLVED FURTHER THAT** in pursuance with the provision of Section 152 of the Act, Mr. Pradeep Kumar Misra shall not be liable to retire by rotation, during the tenure of his appointment as Independent Director of the Company."

By Order of the Board For JHS Svendgaard Laboratories Ltd

Isha Sablok Company Secretary Membership No. A34289

NOTES:

Date: February 14, 2015

Place: New Delhi

- An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013
  read with Section 110 of the Companies Act, 2013 in respect of proposed special
  business(es) along with the Postal Ballot form setting out material facts are
  appended herein below
- Only a member who is entitled to vote is entitled to exercise his/her vote through
  postal ballot. The Notice is being sent to all the Members, whose names would
  appear in the Register of Members/ list of Beneficial Owners, received from
  National Securities Depository Limited (NSDL)/ Central Depository Services
  (India) Limited as on as on February 13, 2015.
- The voting rights of Members shall be in proportion to their shares of the Paid up Equity Share Capital of the Company.
- 4. As per Rule(s) enumerated in Companies (Management and Administrative) Rules 2014, details of dispatch of Notice and Postal Ballot Paper to the members will be published in one (1) English and one (1) Vernacular language newspaper circulating in the State in which the registered office of the company is situated.

- 5. Members(s) are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed in the attached self-addressed, prepaid postage envelope, so as to reach the Scrutinizer on or before the close of Business hours on Tuesday, March 24, 2015. Forms received after this date will be strictly treated as if the reply from the concerned member has not been received.
- 6. The postage will be borne and paid by the Company; however envelopes containing Postal Ballots, if sent by courier or by Registered Post at the expense of the Members will also be accepted. It is, however, clarified that members desiring to exercise their vote from outside of India will have to arrange for postage from the country where the ballot papers are dispatched to the Scrutinizer.
- 7. The Company is pleased to offer e-voting facility as an alternate, for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. The member may opt for e-voting facility for giving their assent/ dissent to the proposed resolution(s). Please note that any Postal Ballot Form received after the close of working Hours on Tuesday, March 24, 2015 will be treated as not having been received. The e-voting facility shall be disabled by NSDL accordingly.
- The date of Declaration of Result of the Postal Ballot shall be deemed to be the date of the General Meeting and the date of passing of the proposed resolution(s).
- The shareholders are requested to exercise their voting rights by using the attached postal ballot Form only. No other form or photocopy of the form is permitted.
- The Company has appointed Mr. Mohit, Mohit & Associates, Practicing Company Secretary, (Membership No. ACS:-30192), to act as the Scrutinizer, for conducting the postal ballot process, in a fair and transparent manner.

# EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 1: Issuance of 2,46,00,000 Fully Convertible Warrants on Preferential Basis

The Board of Directors, in their meeting held on February 14, 2015 have considered the proposal to make Preferential Allotment to the extent of 24,600,000 Warrants of Rs. 10/- each at an issue price of Rs. 10/- per share computed in accordance with the SEBI (ICDR) Regulations, to the persons presently belonging to Promoter as well as Non-Promoter Category.

Therefore, in compliance with the provisions of applicable laws, the proposed Resolution as set out at Item No. 1 is recommended for the approval of Shareholders as a Special Resolution. Further, in terms of Regulation 73 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, the following disclosures are needed to be made in the Explanatory Statement to the Notice of the General Meeting:

# A. <u>Object of the Issue:</u>

The objective of the proposed preferential allotment is to meet the long term working capital requirements of the business.

B. Intention of the Promoters, directors or key managerial personnel:

None of the directors or key managerial persons, except Mr. Nikhil Nanda, Managing Director intends to subscribe to any shares pursuant to this preferential issue of warrants.

Further, the persons belonging to the Promoter Category have shown their interest in subscribing to the Equity shares of the Company.

C. Shareholding Pattern of the Company before & after the Issue:

The shareholding pattern of the Company before issuance of Warrants and after conversion of the said Warrants is outlined as under:

Name of shareholders	Pre issue shareholding		No. of Warrants allotted	Post issue Shareholding# (After conversion of warrants)	
	No of Shares held	% of shares		No of Shares Held	% of shares
(A) Promoter & Promoter Group					
(1) Indian	-	-		-	-
(a) Individuals /HUF	9060365	37.60	13500000	22560365	46.33
(b) Central Govt. /State Govt.	-	-	-	-	-
(c) Bodies Corporate	-	-	-	-	-
(d) Financial Institutions /Banks	-	-	-	-	-
Sub Total (A)(1)	9060365	37.60	13500000	22560365	46.33
(2) Foreign					
(a) Individuals (NRIs/ Foreign Individuals)	-	-	-	-	-
(b) Bodies Corporate	-	-	-	-	-
(c) Institutions	-	-	-	-	-
Sub Total (A)(2)	-	-	-	-	-
Total shareholding of Promoter & Promoter Group (A) = (A)(1) + (A)(2)	9060365	37.60	13500000	22560365	46.33
(B) Non Promoters' Shareholding					
Institutions					
Financial Institutions/Banks	980	0.00	-	980	0.00

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Name of shareholders	Pre issue shareholding		No. of Warrants allotted	Post issue Shareholding# (After conversion of warrants)	
	No of Shares held	% of shares		No of Shares Held	% of shares
Foreign Institutional Investors	3693588	15.33	-	3693588	7.59
Sub-Total (B1)	3694568	15.33	-	3694568	7.59
Non-Institutions:					
(a) Bodies Corporate	1828818	7.59	-	1828818	3.76
(b) (i) Individual holding nominal share capital up to Rs. 1 Lacs	5415785	22.48	-	5415785	11.12
(ii) Individual holding nominal share capital in excess of Rs 1 Lacs	3906382	16.21	11100000	15006382	30.82
(c) Any Other –					
(i) Non Resident Indians	188334	0.78	-	188334	0.39
(ii) Foreign Nationals	1000	0.00	-	1000	0.00
(iii) Trust	-	-	-	-	-
Sub-Total (B2)	11340319	47.06	24600000	22440319	46.08
Total Public Shareholding (B1+B2)	15034887	62.40	24600000	26134887	53.67
TOTAL (A+B)	24095252	100.00	24600000	48695252	100.00

<sup>#</sup> The Post Shareholding structure is presuming full conversion of all the warrants issued; and it may vary depending upon any other corporate action in between.

#### D. Proposed time within which allotment shall be completed:

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

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

Name of propsoed allottees	Category	Category Pre issue shareholding		Allotment	Post issue Shareholding#	
		No of Shares	%	No. of warrants	No of Shares	%
Nikhil NandaPromoter	8810774	36.57	12300000	21110774	43.35	
Harish Chander Nanda	Promoter	19731	0.08	1200000	1219731	2.50
Mohit Burman	Non-Promoter	-	-	1000000	1000000	2.05
Surinder Kaur	Non-Promoter	-	-	1000000	1000000	2.05
Sanjay kaul Non-Promoter	-	-	1000000	1000000	2.05	
Nikhil Vohra Non-Promoter	-	-	700000	700000	1.44	
Bharat R. Kadyam	Non-Promoter	-	-	500000	500000	1.03
Meenu Puri Non-Promoter			200000	200000	0.41	
Ashish Goel Non-Promoter	-	-	175000	175000	0.36	
Paramvir Singh	Non-Promoter	-	-	175000	175000	0.36
Zaki Uddin Ansari	Non-Promoter	-	-	175000	175000	0.36
Gopal Krishana Rawat	Non-Promoter	-	-	175000	175000	0.36
Sujata Dhoke	Non-Promoter			100000	100000	0.21
Karan Mittal Non-Promoter	-	-	300000	300000	0.62	
Jyoti Jahnavi Rai	Non-Promoter	-	-	2800000	2800000	5.75
Kusum Saxena	Non-Promoter	-	-	2800000	2800000	5.75

<sup>#</sup> The Post Shareholding structure is presuming full conversion of all the warrants issued; and it may vary depending upon any other corporate action in between.

## F. Consequential changes in the Voting Rights & change in management:

Voting rights will change in tandem with the shareholding pattern. However, there shall not be any change in the management control of the Company.

## G. Issue Price and Relevant Date:

The "relevant date" as per Chapter VII of the SEBI (ICDR) Regulations, for the determination of applicable price for issue and allotment of the Equity Shares is February 23, 2015, i.e. 30 days prior to the date of the General Meeting.

The Equity Shares will be allotted in accordance with the price determined in terms of Regulation 76 of the SEBI (ICDR) Regulations, 2009.

The shares of the Company are listed only on NSE Limited and BSE Limited and are frequently traded share thereat. Accordingly, in compliance with the provisions of Regulations 76, the proposed allotment would be made at an issue price of Rs. 10/- per Equity Share or such other price as may be determined in terms of Chapter VII of the SEBI (ICDR) Regulations, 2009.

# H. Re-computation of Issue Price:

As the company is listed at BSE Limited for a period of more than 6 months, therefore the Company need not to re-compute the price of the equity shares in terms of Regulation 76(3) of the SEBI (ICDR) Regulations, 2009.

Accordingly, the requirement to furnish undertakings under Regulation 73(1) (f) and (g) of the SEBI (ICDR) Regulations is not applicable.

## I. <u>Auditor's Certificates</u>

The certificate from M/s Haribhakti & Co., LLP (ICAI Firm Registration Number:

103523W), Chartered Accountants, being the Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements contained in SEBI (ICDR) Regulations, 2009 shall be available for inspection at the registered office of the company upto the date of declaration of results and shall also be placed on the website of the company.

## J. Lock-in Period:

The securities proposed to be allotted shall be locked in as per the provisions of SEBI (ICDR) Regulations, 2009

The Directors, Key managerial personnel and their relatives are deemed to be concerned or interested, financially or otherwise in the above resolution to the extent of their shareholding in the Company.

None of the other Directors of the Company are, in any way, concerned or interested in passing of the aforesaid resolution. Accordingly, the Board recommends passing of the Special Resolution as set out at Item No. 1 of the accompanying notice.

# Item No. 2: To sell, lease or otherwise dispose of whole or substantially the whole of the undertaking:

The Hygiene Product Business Undertaking, comprises of land and factory building along with vacant land appurtenant thereto and access to the road and relevant common utilities, effluent treatment plants at Kala Amb, Sirmour District in the state of Himachal Pradesh.

The Company in the year 2009-10, pursuant to an agreement with Procter & Gamble Home Products Ltd. ('P&G'), established the manufacturing facilities for the Hygiene

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Products for P&G at this unit. However, owing to certain dispute in the year 2013-14 with P&G, P&G suddenly terminated the manufacturing arrangement with the Company and hence the manufacturing facilities at this undertaking was shut down and no manufacturing activities are being carried at this unit. The sudden termination of the manufacturing arrangement by P&G has given a big financial jolt and irreparable damage to the Company. The Company is thus, struggling to come out of the current financial crisis. Your management is keeping no stone unturned to sail through this crisis situation. The present resolution is one of the possible steps to revive the business by realizing the blocked funds of this undertaking.

Your management wish to apprise that, the idle assets are only incurring fixed cost to the Company. Selling of this undertaking or part thereof, shall help to unblock the funds , which may be utilized in working capital or for reducing the debt burden of the Company, thereby, providing interest cost reduction and improving the financials and valuation of the Company.

The provisions of Section 180(1)(a) of Companies Act, 2013, provides that the Board of Directors of the Company cannot, except with the consent of the Company by Special Resolution, sale, lease or dispose of the whole or substantially the whole of the undertaking of the Company. In terms of section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014, in case of listed company this approval of shareholders has to be through the postal ballot only, Hence, in accordance with the said provisions, the Board of Directors seeks your approval for sell, lease or dispose of the whole or substantially the whole of the Hygiene Products Business Undertaking by way of Special Resolution.

Your Board of Directors, recommends the passing of the resolution by the Members of the Company, as set out in Item No. 2 of the accompanying Notice, by casting vote either through the Postal Ballot Form or e-Voting as explained in the notes appended

Except to the extent of the shares, if any, held by the directors, none of the Directors of the Company is, in any way, concerned or interested in the proposed resolution.

## Item No. 3: Appointment of Mr. Pradeep Kumar Misra (Retired) IAS 1976 Batch as an Independent Director of the Company

Pursuant to the provisions of Section 149 of the Act, every listed public company is required to have Independent Directors, who are not liable to retire by rotation. Keeping in view the aforesaid provisions, the Board of Directors in its meeting held on February 14, 2015 had appointed Mr. Pradeep Kumar Misra (DIN No. 01471543) as an Independent Director of the Company for a period of five consecutive years upto February 14, 2015. The Board of Directors while appointing him as an Independent Director on the Board, has ensured about the balance of skills, knowledge and experience for carrying on his duties effectively.

In the opinion of the Board, Mr. Pradeep Kumar Misra fulfills the eligibility criteria as specified under the Act read with the rules, and his appointment is independent on the management of the Company.

Further, in pursuance of Section 149(6) of the Companies Act, 2013, the Company has received a declaration from the appointee, that he meets the criteria of independence, along with his consent in writing to act as Director in Form DIR-2 prescribed under Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Accordingly, in terms of provisions of Section 149, 150, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Board seeks your approval for appointment of proposed appointee as an Independent Directors for the tenure as mentioned in the resolutions mentioned in the notice. The tenure of appointment of proposed appointee shall not be liable to retire by rotation.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Pradeep Kumar Misra are concerned or interested in the aforesaid resolution. Mr. Pradeep Kumar Misra, does not hold any shareholding in the company.

### Brief Profile the Independent Director proposed to be appointed:

Mr. Pradeep Kumar Misra	(DIN No. 01471543)		
Particulars	Sh. Pradeep Kumar Misra		
Date of Birth	01-07-1953		
Date of Appointment	14th February, 2015		
Qualification	(Retired) IAS, 1976 Batch		
Expertise in specific functional area	After joining the IAS in 1976, he worked in the State of Uttar Pradesh, his allotted cadre, in the field and District level and was District Magistrate at Etah District. He worked for about 3-1/2 years in the late 1980s as Director, Tourism and Managing Director, U.P. Tourism Development Corporation before moving to the Centre in late 1989 as Director in the Ministry of Surface Transport, where he held important positions in the Ports and Shipping sectors.		
	Thereafter, he worked in the State of U.P. as Registrar of Cooperative Societies, Sales Tax Commissioner and Secretary Finance, Government of U.P. In addition, he has worked at the State level in diverse fields which include Industrial Finance, Health & Education.		
	After joining the IAS in 1976, he worked in the State of Uttar Pradesh, his allotted cadre, in the field and District level and was District Magistrate at Etah District. He worked for about 3-1/2 years in the late 1980s as Director, Tourism and Managing Director, U.P. Tourism Development Corporation before moving to the Centre in late 1989 as Director in the Ministry of Surface Transport, where he held important positions in the Ports and Shipping sectors.		
	Thereafter, he worked in the State of U.P. as Registrar of Cooperative Societies, Sales Tax Commissioner and Secretary Finance, Government of U.P. In addition, he has worked at the State level in diverse fields which include Industrial Finance, Health & Education.		
List of public companies in which outside directorship held	NIL		
Chairman/Member of the Committee of Board of Directors of Companies	NIL		
Shareholding in the Company	NIL		
Your Board of Directors, recommends the passing of the resolution by the Members			

Your Board of Directors, recommends the passing of the resolution by the Members of the Company, as set out in Item No. 3 of the accompanying Notice, by casting vote either through the Postal Ballot Form or e-Voting as explained in the notes appended

> By Order of the Board For JHS Svendgaard Laboratories Ltd

> > Sd/-Isha Sablok Company Secretary

Date: February 14, 2015 Place: New Delhi Membership No. A34289

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