



JEEVAN SCIENTIFIC TECHNOLOGY LIMITED
a symbol of quality and diverse solutions

Extra-ordinary General Meeting of the Shareholders
Of
JEEVAN SCIENTIFIC TECHNOLOGY LIMITED

JEEVAN SCIENTIFIC TECHNOLOGY LIMITED

**Regd. Off: III Floor, North Block, Ragha Ratna Towers, Chirag Ali Lane, Abids,
Hyderabad – 500001**

NOTICE OF EXTRA ORDINARY GENERAL MEETING:

Notice is hereby given that the Extra Ordinary General Meeting of M/s Jeevan Scientific Technology Limited will be held on Monday 19th May, 2014 at 10.00 A.M. at the Registered Office of the company at III Floor, North Block, Ragha Ratna Towers, Chirag Ali Lane, Abids, Hyderabad – 500001 to transact the following business:

1. APPOINTMENT OF SRI M. RAJENDRA PRASAD AS WHOLE TIME DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT in accordance with the provisions of Sections 196, 197,198 and other applicable provisions if any read with Schedule V of the Companies Act, 2013, (“the ACT”) and subject to the approval of the Central Government, if necessary, and such other approvals, permissions and sanctions, as may be required, and subject to such conditions, modifications as may be prescribed or imposed by the authorities concerned while granting such approvals, permissions and sanctions, the approval of the Company be and is hereby accorded to the appointment of Mr. M. Rajendra Prasad as Whole Time Director and also for the payment of Remuneration of Rs. 1,00,000/- (including all allowances and perquisites) per month to him for a period of 3 (Three) years with effect from 1st April 2014.”

“RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any Financial Year during the tenure of the Whole Time Director, the Company shall pay to the Whole Time Director the remuneration by way of salary, allowances, perquisites amenities, facilities incentives and retirement benefits as stated above, as minimum remuneration for a period not exceeding 3 (three) years from the date of appointment subject to the required approvals, if any, from the Central Government.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized, for the purpose of giving effect to this resolution, to do all such acts, deeds, things and matters as it may, in its’ absolute discretion, deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be deemed necessary, proper, desirable and expedient.”

2. APPOINTMENT OF M/s. L N P & Co, CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS IN PLACE OF M/S K S RAO & CO, CHARTERED ACCOUNTS:

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 provision of section 139 of the Companies Act 2013, M/s L N P & Co, Chartered Accountants, Hyderabad, be and hereby appointed statutory auditors of the company to fill the vacancy caused by the resignation of M/s K S Rao & Co, Chartered Accountants, Hyderabad, present audit of the company, to hold the office from the date of this meeting until the conclusion of the next annual general meeting of the company on a remuneration as fixed by the Board of Directors plus reimbursement of out of pocket expenses they may be incurred by the auditor in the performance of their duties as auditor of the company”.

**For and on behalf of the Board of Directors of
Jeevan Scientific Technology Limited**

**Place : Hyderabad
Dated: 01.04.2014**

**K. Gopi Krishna
Managing Director**

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND TO VOTE, ON A POLL, INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.**
- 2. PROXIES, IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
3. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business is annexed hereto.
4. Voting through electronic means:
 - i. According to Section 108 of Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014 e-voting is mandatory for all listed companies or companies having Shareholders not less than one thousand.
 - ii. In compliance with provisions of Section 108 of the companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote at the Extraordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting services provided by Central Depository Services Limited (CDSL):
 - iii. A member may exercise his vote at any general meeting by electronic means and company may pass any resolution by electronic voting system in accordance with the Rule 20 of the Companies (Management and Administration) Rules, 2014.

- iv. During the e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on the fixed date, may cast their vote electronically.
- v. The e-Voting shall remain open from May 13, 2014 (09:00 A.M.) till May 15, 2014 (06:00 P.M.).
- vi. E-Voting shall be completed three days prior to the date of Extraordinary General Meeting.
- vii. The Board of Directors at their meeting have appointed Mr. Ch. Veeranjanyulu, Practicing Company Secretary as the scrutinizer for e-Voting to unblock the votes in favour or against, if any, and to report forthwith to the Chairman. The scrutinizer will be responsible to conduct e-Voting in a fair and transparent manner.
- viii. Vote once cast by the member cannot be changed/altered.

4. The instructions for e-voting are as under:

<u>EVSN</u>	140422002
<u>USER ID</u>	
<u>PASSWORD</u>	

In case, if the PAN of the Member is not updated with the Company / RTA then the default PAN Would be **ABCDE1234F.*

- i. The notice of the EGM of the Company *inter alia* indicating the process and manner of e-Voting process along with printed Attendance Slip and proxy form is being dispatched to all the members.

EVEN (E Voting Event Number) USER ID PASSWORD/PIN

- ii. CDSL shall also be sending the user-id and password to those members whose shareholding is in the dematerialized format and whose email addresses are registered with the Company/Depository Participant(s). For members who have not registered their email address, can use the details as provided above.
- iii. Launch internet browser by typing the following URL:
- iv. Click on the Shareholder – Login
- v. Put User ID and Password as initial password noted in step (ii) above. Click Login.
- vi. Password change menu appears. Change the password with the 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.
- vii. Home page of e-Voting opens. Click on e-Voting: Active voting cycles.
- viii. Select “EVEN” of JEEVAN SCIENTIFIC TECHNOLOGY LIMITED
- ix. Now you are ready for e-Voting as Caste Vote Page opens.
- x. Cast your vote by selecting appropriate option and click on “Submit” and also “confirm” when prompted.

- xi. Upon confirmation, the message "Vote Cast successfully" will be displayed.
- xii. Once you have voted on the resolution, you will not be allowed to modify your vote.
- xiii. 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 authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail www.evotingindia.com.
- xiv. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for shareholders available at the Downloads section of www.evotingindia.com.
- xv. If you are already registered with CDSL for e-voting then you can use your existing user-id and password for casting your vote.
- xvi. 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.
- xvii. The e-Voting period commences on May 13, 2014 (09:00 A.M.) till May 15, 2014 (06:00 P.M.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of i.e., 01.04.2014 may cast their vote electronically. The e-voting module shall also be disabled by CDSL for voting thereafter. Once the vote on a resolution is casted by the Shareholder, the shareholder will not be allowed to change it subsequently.
- xviii. The voting rights of the shareholders shall be in proportion to the shares of the paid up equity share capital of the Company as on 01.04.2014.
- xix. Since the Company is required to provide facility to the members to exercise their right to vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 01.04.2014 and not casting their vote electronically, may cast their vote at the Extra-ordinary General Meeting.
- xx. The Scrutinizer shall, within a period of not exceeding three (3) working days from the conclusion of the e-Voting period unlock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- xxi. The results shall be declared on or after the Extra-ordinary General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.jeevanscientific.com and on the website of the CDSL within two (2) days of passing of the resolutions at the Extraordinary General Meeting of the Company on May 19, 2014 and communicated to the stock exchange concerned.
- xxii. **Members holding shares in electronic form are requested to update the e-mail id with the Depository Participant.**
- xxiii. **Members holding shares in physical form are requested to register / update the same by sending an email to shareholders@jeevanscientific.com for future correspondence.**

ANNEXURE TO THE RESOLUTION

Explanatory statement

Pursuant to section 102 of the Companies Act, 2013

Item 1:

The Board of Directors at their meeting held on 1st April 2014 have approved the appointment and payment of remuneration to Mr. M. Rajendra Prasad as Whole Time Director of the Company for a period of 3 (Three) Years, with effect from 1st April 2014, subject to the approval of members and the Central Government.

The other terms of remuneration and perquisites payable to Mr. M. Rajendra Prasad are set out under Item No. 1 of the Notice. This may be treated as an abstract of the terms of appointment of Mr. M. Rajendra Prasad, Whole Time Director under Section 190 of the Companies Act, 2013.

Pursuant to the provisions of Sections 196,197 and 198 read with Schedule V and all other applicable provisions of the Companies Act. 2013, the appointment and the payment of remuneration to Mr. M. Rajendra Prasad, Whole Time Director is placed before the members for their approval by way of a Special Resolution.

Mr. Rajendra Prasad is joining Jeevan Scientific Technology Limited as Director. Mr. Prasad is qualified as Post-graduate in Pharmacy with 20 years of experience, he comes with a strong technical and commercial background acquired from his earlier associations with different Pharmaceutical Companies and Contract Research Organizations. Before joining with Jeevan, Mr. Prasad was associated with Veeda Clinical Research as Chief Business Officer. He has been with Veeda since its inception in 2004, joined as Bioanalytical Head and moved to Business Development in 2008 to suit company requirement. Mr. Prasad has contributed immensely for the growth of Veeda both in "Technical" and "Business" aspects. Earlier to Veeda he worked with GVK Bio (Clinical Research) as Bioanalytical Head and involved in setting-up their Hyderabad facility and building the initial team. He is well-known "team builder" in CRO industry.

Your Directors recommend the special resolution for approval of the Members.

Mr. M. Rajendra Prasad is interested in this resolution. None of the other Directors are interested in this resolution.

Item 2:

As per the provisions of Section 139 of the Companies Act 2013 lays down that where vacancy in the office of the auditor is caused by the resignation of the existing auditor, the vacancy shall be filled only by the company in the general meeting. Hence this resolution for approval of the members.

The letter of resignation of M/s K S Rao & Co, Chartered Accountants, may be inspected at the registered office of the company at Hyderabad during the business hours on any working day.

None of the directors are interested or concerned in the proposed resolutions.

**For and on behalf of the Board of Directors of
Jeevan Scientific Technology Limited**

**Place : Hyderabad
Date: 01.04.2014**

**K. Gopi Krishna
Managing Director**

JEEVAN SCIENTIFIC TECHNOLOGY LIMITED

III Floor, North Block, Ragma Ratna Towers, Chirag Ali Lane, Abids ,Hyderabad – 500001

PROXY FORM

I/We _____ of _____ being a Member(s) of above named company, hereby appoint _____ of _____ or failing him/her _____ of _____ as my/our proxy to attend and vote for me/us, on my/our behalf at the Extra-Ordinary General Meeting of the Company to be held on 19th May, 2014 at 10.00 A.M at the registered office of the Company at III Floor, North Block, Raghava Ratna Towers, Chirag Ali Lane, Abids (Opp. Chermas Lane), Hyderabad - 500001.

As Witnessed Signed this _____ day of 2014

Signed by the said _____

Folio No./Client ID _____

No. of shares held _____

Affix
Re.1/-
Revenue
Stamp.

Note:

The proxy in order to be effective should be duly stamped, completed, signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.

JEEVAN SCIENTIFIC TECHNOLOGY LIMITED

III Floor, North Block, Ragma Ratna Towers, Chirag Ali Lane, Abids ,Hyderabad – 500001

ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

I hereby record my presence at the Extra-Ordinary General Meeting of the members of the company to be held on 19th day of May, 2014 at 10.00 A.M at the registered office of the Company at III Floor, North Block, Raghava Ratna Towers, Chirag Ali Lane, Abids (Opp. Chermas Lane), Hyderabad - 500001.

Shareholders/Proxy's Signature _____

Shareholders/Proxy's full name _____
(In block letters)

Folio No./ Client ID _____

No. of shares held _____

Note:

Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

BOOK POST
PRINTED MATTER

If undelivered please return to:
JEEVAN SCIENTIFIC TECHNOLOGY LIMITED
III Floor, North Block, Ragha Ratna Towers, Chirag Ali Lane, Abids, Hyderabad – 500001