



JAGSONPAL PHARMACEUTICALS LIMITED

Company Identification Number : L74899DL1978PLC009181

Registered Office : T-210 J, Shahpur Jat, New Delhi – 110049 (India)

Website: jagsonpal.com, Ph. : 011-46181100 & 46109900, Fax No. : 011-26498341, E-mail : cs@jagsonpal.com

39th Annual General Meeting To Be Held on Friday, the 28th September, 2018

ADMISSION/ATTENDANCE SLIP

PLEASE COMPLETE THE ADMISSION SLIP AND HAND IT OVER AT THE ATTENDANCE VERIFICATION COUNTER AT THE ENTRANCE OF MEETING HALL

Full Name and Registered Address of the Member (IN BLOCK LETTERS)	
Folio No./DP Id/Client ID No:	
No. of shares held: (Equity shares)	

I HEREBY RECORD MY PRESENCE AT THE ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 28th SEPTEMBER, 2018 AT 10.00 A.M. AT 13, VANITA SAMAJ, INSTITUTIONAL AREA, LODHI ROAD, NEW DELHI-110003.

Name(s) of the Shareholder(s)/Proxy (IN BLOCK LETTERS)

Member's/Proxy in Block Letter

Member's/Proxy's Signature

Note:

- Please complete this attendance slip and hand it over at the entrance of the meeting Hall.
- You are requested to bring your copy of the Annual Report to the Meeting Hall.
- You are requested to bring your proof of identity like voter card / Aadhar Card / Passport.

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ELECTRONIC VOTING PARTICULARS

EVENT (E-Voting Event Number)	USER ID	PASSWORD / PIN

Notes : 1. The e-voting period will commence on Tuesday, 25th September, 2018 (9.00a.m. IST) and will end on Thursday, 27th September, 2018 (5.00 p.m. IST).



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Name of the sole/first named Member	
Address of sole/first named member	
Name(s) of joint member(s) if any	
Registered folio no./ DP-ID no./Client-ID no.	
No. of shares held	

Dear Member,

Sub : Process and manner for availing remote E - Voting facility

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations"), the Company is pleased to offer remote e-voting facility to the members to cast their votes by electronic means on all resolution set forth in the Notice convening the 39th Annual General Meeting (AGM). **The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facilities. The remote e-voting facility is available at the link www.evoting.nsdl.com.**

The electronic e-voting particulars are set out below:

EVEN (Electronic Voting Event Number)	User ID	Password / PIN

The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting	End of remote e-voting
Tuesday, the September 25th, 2018, 9.00 a.m. onwards, (IST)	Thursday, the 27th, 2018 September 5.00 p.m. (IST)

The voting rights of shareholders shall be in proportion to their share of the paid up equity share capital of the Company as on the cut of date of 21st September, 2018, subject to applicable laws.

Please read the instructions printed overleaf before exercising the vote.

These details and instructions form integral part of the Notice for the 39th Annual General Meeting to be held on Friday, the 28th September, 2018.

The Notice of the Annual General Meeting and this communication are also available on the website of the Company at www.jagsonpal.com

Subject:- Jagsonpal Pharmaceuticals Limited /Notice of 39th Annual General Meeting / “Vanita Samaj” 13, Institutional Area, Lodhi Road, New Delhi – 110003, on Friday the 28th September, 2018 at 10.00 a.m.

Dear Shareholder/s,

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 39th Annual General Meeting (AGM) 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 AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).**

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/ Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the **39th Annual General Meeting (AGM)** of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or (www.jagsonpal.com)

The e-voting period commences on 25th September, 2018 (9:00 am) and ends on 27th September, 2018 (5:00 pm). During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

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 21st September, 2018**. 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. **21st September, 2018**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or cs@jagsonpal.com, sagar@jagsonpal.com and admin@mcsregistrars.com.

The facility for voting through remote e-voting / ballot paper / Poling Paper shall be made available at the **39th Annual General Meeting (AGM)** 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.

The procedure to login to e-Voting website consists of two steps as detailed hereunder:

Step 1 : Log-in to NSDL e-Voting system

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details will be as per details given below :
 - a) **For Members who hold shares in demat account with NSDL:** 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
 - b) **For Members who hold shares in demat account with CDSL:** 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c) **For Members holding shares in Physical Form:** EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***).
5. Your password details are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need enter the ‘initial password’ and the system will force you to change your password.
 - c. How to retrieve your ‘initial password’?
 - i. If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - ii. If your email ID is not registered, your ‘initial password’ is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a. Click on **“Forgot User Details/Password?”**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. **“Physical User Reset Password?”** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2 : Cast your vote electronically on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail jagsonpal.bansal@gmail.com to with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "**Forgot User Details/Password?**" or "**Physical User Reset Password?**" option available on www.evoting.nsdl.com to reset the password.

Please note the following:

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

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 AGM through ballot paper.

The Chairman shall, at the AGM, 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 AGM but have not cast their votes by availing the remote e-voting facility.

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 AGM, 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

Other information:

- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

Assuring you of our best services,

Regards,
e-Voting support desk
National Securities Depository Limited (www.nsdl.co.in)



JAGSONPAL PHARMACEUTICALS LIMITED

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration, Rules, 2014)

Registered Office : T-210 J, Shahpur Jat, New Delhi – 110049 (India)

Company Identification Number : L74899DL1978PLC009181

Form No. MGT-11

PROXY FORM

Name of the Shareholder	
Registered Address	
E-mail ID	
Folio No. / Client ID	
DP ID	
No. of Shares	

I/We being the member(s) holding Equity Shares of the above named company. Hereby appoint:

Name	Address & E-mail	Signatures
1		
or failing which		
2		
or failing which		
3		

As my/our proxy to attend and vote (on a poll) for me/us and on behalf at the 39th Annual General Meeting of the Company, to be held on Friday the 28th September, 2018 at 10.00 a.m. at Vanita Samaj, 13th Institutional Area, Lodhi Road, New Delhi – 110003 and at any adjournment thereof in respect such resolutions as are indicated below:

Reso Nos.	Description	No. of Shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
Ordinary Business				
01	To receive, consider and adopt the Audited Financial Statements of the Company for the period ended on 31st March, 2018 together with the reports of the Board of Directors and the Auditors' report.			
02	To declare dividend on Equity Shares			
Special Business				
03	To, consider and, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:- Resolved that Mrs. Jasbir Kaur Kochhar (DIN 01460798) be and is hereby re-appointed as Woman Director from this 39th Annual General Meeting till the conclusion of 43rd Annual General Meeting.			
04	To, consider and, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:- "Resolved that Mr. Bharat Singh, (DIN: 00347364) be and is hereby re-appointed as Non-Executive Independent Director of the Company from this 39th Annual General Meeting till the conclusion of the 43rd Annual General Meeting pursuant to Section 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 27(2) of LODR, 2015 SEBI amended or re-enacted form time to time.			

Reso Nos.	Description	No. of Shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
05	To, consider and, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:- “ RESOLVED That , Dr. Ishpal Singh Ghai, (DIN:006551659), be and is hereby re-appointed as Non-Executive Independent Director of the Company from this 39th Annual General Meeting till the conclusion of the 43rd Annual General Meeting pursuant to Section 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 27(2) of LODR, 2015 SEBI amended or re-enacted from time to time.			
06	To approve and ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2019, to consider and if thought fit, pass the following resolution as an Ordinary Resolution. “ RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or enactment(s) thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019 be paid the remuneration of Rs. 1.90 lac plus out of pocket expenses.			
07	To, consider and, if thought fit, to pass, with or without modifications(s), the following resolution as Special Resolution:- RESOLVED THAT pursuant to provisions of Section 186 and clause (77) of Section 2 and other applicable provisions of the Companies Act 2013, the remuneration of Vice President Mr. Inderpal Singh Kochhar be and is hereby accorded and approved @ Rs. 350000/- p.m. with effect from 01.04.2018. FURTHER RESOLVED that directors (hereinafter referred to as the Board which term shall be deemed to include the Human Resources, and remuneration committee of the Board) be and hereby authorised to alter and vary the terms and conditions of the said remuneration as it may deem fit and as may be acceptable to Mr. Inderpal Singh Kochhar. FURTHER RESOLVED that Board of Directors of the Company be and are hereby authorized to take all necessary steps to effect this resolution.			

Signed this Day September, 2018.

Signature of Shareholder :

Signature of Proxy:

Affix
Revenue
Stamp of
Re. 1/-

Note:

- 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.
- For the resolution, Explanatory Statement and Notes, please refer to the Notice of the Thirty-ninth Annual General Meeting.
- It is optional to put a 'X' in the appropriate column against the Resolutions indicate in the box 'For' or 'Against' column blank against any or all resolution(s), your proxy will entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details including of members(s) in above box before submission.
- The Notice of the Annual General Meeting and this communication are also available on the website of the Company at www.jagsonpal.com.



Form No. MGT – 12

POLLING PAPER

[Pursuant to Section 109 (5) of the Companies Act, 2013 and Rule 21 (1) (C) of the Companies (Management and Administration) Rules, 2014]

Name of the Company	JAGSONPAL PHARMACEUTICALS LIMITED
Registered Office	T-210 J, Shahpur Jat, New Delhi – 110049
Website	www.jagsonpal.com
E-mail	cs@jagsonpal.com
Phone & FAX	011-46181100& 46109900, 011-26498341
Corporate Identity Number: L74899DL1978PLC009181	

BALLOT FORM
THIRTY-NINTH ANNUAL GENERAL MEETING
Friday, September 28, 2018 at 10.00 A. M.

S.No.	Particulars	Details
01	Name of the Member(s)	
02	Registered address	
03	E-mail Address	
04	Registered Folio / DP_Id / Client_Id	
05	Class of Shares	
I/we hereby exercise my/our vote(s) in respect of the Resolutions to be passed through Postal Ballot/e-voting for the business stated Notice by conveying my/our assent or dissent to the said resolution by placing (P) mark at the appropriate box below: Notice of the Thirty-ninth Annual General Meeting (AGM) of the Company to be held on Friday, 28th September, 2018 by sending my/our assent or dissent to mark at the appropriate box below:		

Reso Nos.	Description	No. of Shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
Ordinary Business				
01	To receive, consider and adopt the Audited Financial Statements of the Company for the period ended on 31st March, 2018 together with the reports of the Board of Directors and the Auditors' report.			
02	To declare dividend on Equity Shares			
Special Business				
03	To consider and, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution. Resolved that Mrs. Jasbir Kochhar be and is hereby re-appointed as Woman Director from this 39th Annual General Meeting till the conclusion of 43rd Annual General Meeting.			
04	To, consider and, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:- "Resolved that Mr. Bharat Sinh, (DIN: 00347364) be and is hereby re-appointed as Non-Executive Independent Director of the Company from this 39th Annual General Meeting till the conclusion of the 43rd Annual General Meeting pursuant to Section 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 27(2) of LODR, 2015 SEBI amended or re-enacted from time to time.			
05	To, consider and, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:- "RESOLVED That, Dr. Ishpal Singh Ghai, (DIN:006551659), be and is hereby re-appointed as Non-Executive Independent Director of the Company from this 39th Annual General Meeting till the conclusion of the 43rd Annual General Meeting pursuant to Section 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 27(2) of LODR, 2015 SEBI amended or re-enacted from time to time.			
06	To approve and ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2019, to consider and if thought fit, pass the following resolution as an Ordinary Resolution. "RESOLVED THAT pursuant to the provisions of Section 148 and and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or enactment(s) thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019 be paid the remuneration of Rs. 1.90 lac plus out of pocket expenses.			

Reso Nos.	Description	No. of Shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
07	<p>To, consider and, if thought fit, to pass, with or without modifications(s), the following resolution as Special Resolution:-</p> <p>RESOLVED THAT pursuant to provisions of Section 186 and clause (77) of Section 2 and other applicable provisions of the Companies Act 2013, the remuneration of Vice President Mr. Inderpal Singh Kochhar be and is hereby accorded and approved @ Rs. 350000/- p.m. with effect from 01.04.2018.</p> <p>FURTHER RESOLVED that directors (hereinafter referred to as the Board which term shall be deemed to include the Human Resources, and remuneration committee of the Board) be and are hereby authorised to alter and vary the terms and conditions of the said remuneration as it may deem fit and as may be acceptable to Mr. Inderpal Singh Kochhar.</p> <p>FURTHER RESOLVED that Board of Directors of the Company be and are hereby authorized to take all necessary steps to effect this resolution.</p>			

Signature of Shareholder(s) _____

Signature of Proxyholder(s) _____

Signed this _____ day of _____ 2018.

Note:

- For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the Thirty-ninth Annual General Meeting.
- It is optional to put a 'X' in the appropriate column against the Resolutions indicate in the box 'For' or 'Against' column blank against any or all Resolutions, your proxy will attend to vote in the manner as he/she think appropriate.
- Please complete all details including of members(s) in above box before submission.
- The Notice of the Annual General Meeting and this communication are also available on the website of the Company at www.jagsonpal.com