

# LEEDS LIFE SCIENCES PRIVATE LIMITED

CIN: U24100DL2007PTC166537

**Regd. Office:** M-77, II<sup>nd</sup> Floor M Block Market,  
Greater Kailash-II New Delhi - 110048

Tel: +91-70822-74012, Fax No.: +91-11-45766000

Email: [anil.s@parijat.in](mailto:anil.s@parijat.in)

Website: <https://leedsindia.in/>

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## NOTICE

NOTICE is hereby given that the 15<sup>th</sup> Annual General Meeting of the Members of M/s Leeds Life Sciences Private Limited will be held on Monday, 29<sup>th</sup> Day of August, 2022 at Plot No. 239, 3<sup>rd</sup> Floor, Okhla Industrial Estate Phase - 3, Okhla, New Delhi - 110020 at 11:00 a.m. to transact the following business:

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March 2022 including Balance Sheet as at 31<sup>st</sup> March, 2022, Statement of Profit and Loss and Cash-flow for the year ended 31<sup>st</sup> March 2022 and the reports of the Board of Directors and Auditors thereon.
2. Fixation of Remuneration of M/s. V. K. Thapar & Company, Chartered Accountants, Statutory Auditor of the Company for financial year 2022-23.

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 section 142 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder, the consent of the shareholders be and is hereby accorded to authorize Mr. Shivraj Anand (Director) or Mr. Uday Raj Anand (Director) for fixation of remuneration to be paid to M/s V. K. Thapar & Co., Chartered Accountants, Statutory Auditors of the Company for the financial year 2022-23.”

### **SPECIAL BUSINESS**

3. **Ratification of Remuneration of Cost Auditors of the company for the year 2022-23**

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 Section 148(3) and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment hereof, for the time being in force) as amended from time to time, the Company hereby ratifies the remuneration of Rs. 75,000/- (Rupees Seventy-five Thousand only) plus Goods & Service Tax (GST) & re-imbursalment of out-of-pocket expenses payable to M/s. Balwinder & Associates, Cost Accountants (Firm Registration No. 000201) who are appointed as Cost Auditors of the Company to conduct the audit of the cost accounts maintained by the Company for the Financial year 2022-23.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**4. Approval for fixation of related party transactions limit for financial year 2022-23**

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

**“WHEREAS** the Company enters into related party transactions from time to time on the basis of exigencies of business, at arm’s length basis.

**WHEREAS** as a matter of good corporate practice it is resolved to take the omnibus approval of shareholders for any such transactions.

**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 read with Companies (Meetings of Board and its powers) Rules, 2014 including any amendment thereto, the consent of shareholders be and is hereby accorded to grant an omnibus approval for the related party transactions at arm’s length price for the financial year 2022-23 as tabled below:

| <b>S. No.</b> | <b>Name of Related Party involved</b>      | <b>Nature of Relationship</b> | <b>Nature/Category of transaction</b> | <b>Duration</b> | <b>Maximum Amount involved (in Lacs)</b> |
|---------------|--|-------------------------------|---------------------------------------|-----------------|--|
| 1.            | Parijat Industries (India) Private Limited | Holding Company               | Sales/Purchase/Service                | 2022-23         | 15000                                    |
| 2.            | Crimsun Organics Private Limited           | Common Directors              | Sales/Purchase/Service                | 2022-23         | 5000                                     |
| 3.            | Parijat Industries (India) Private Limited | Holding Company               | Rent Paid                             | 2022-23         | 0.36                                     |

**RESOLVED FURTHER THAT** any Director of the Company be and is/are hereby authorized jointly/severally to ensure all the ROC compliances in this regard and to take necessary action/execute documents to bring this resolution into force.”

By and on behalf of the Board  
**LEEDS Life Sciences Private Limited**

**Shivraj Anand**  
Director  
DIN: 05269953  
A-1/25, Panchsheel Enclave,  
Malviya Nagar, New Delhi-110017

Place: New Delhi  
Date: 02.08.2022

**NOTES:**

- 1. A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE SAID MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE MEMBER OF THE COMPANY.**
2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. Members are requested to bring their copies of Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
4. All documents referred to in the accompanying Notice shall be open for inspection at the registered office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting of the Company.

## ANNEXURE TO THE NOTICE

Explanatory Statement under section 102 of the Companies Act 2013 [“ACT”] and Explanation about reasons for passing of the resolution.

### Item No. 3

In accordance with the provisions of Section 148 of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014 (the Rules), the turnover of our pesticides manufacturing Company for the financial year 2021-22 has crossed Rs. 100 Crores, therefore it is required to appoint a cost auditor to conduct the Cost Audit of the Company from the financial year 2022-23 onwards.

The Board at its meeting held on 30<sup>th</sup> June 2022 has approved the appointment of M/s. Balwinder & Associates, Cost Accountants (Firm Registration No. 000201) as the Cost Auditor of the Company for the financial year 2022-23 at the agreed remuneration of Rs. 75,000/- (Rupees Seventy-five Thousand Only) plus Goods & Service Tax (GST) & reimbursement of all out-of-pocket expenses incurred, if any, in connection with the cost audit.

The remuneration of the cost auditor is required to be ratified subsequently in accordance with the provisions of the Act and Rule 14 of the Rules.

Accordingly, the Directors recommend the Ordinary Resolution to the Members for their acceptance.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the Resolution at Item No. 3 of the Notice.

### Item No. 4

The Board at its meeting held on 09<sup>th</sup> May 2022 approved the limits for all the material related party transactions subject to the approval of the shareholders through ordinary resolution.

The Company enters into transactions with the related parties which are mentioned in resolution as item no. 4 and are material in nature. Hence in compliance with the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) rules, 2014 the Company proposes to obtain approval of the shareholders by way of ordinary resolution for entering into the said material related party transactions in one or more tranches. It is also informed that the aforesaid transactions shall be entered on arm's length basis.

Following Directors, Key Managerial Personnel or their relatives are interested in the below mentioned Related Party Transactions:

| Sr. No. | Name (s) of the related party & nature of relationship | Nature of relationship | Nature of contracts/ arrangement /transaction | Salient terms of the contracts or arrangements or transaction including the value, if any |
|---------|--|------------------------|---|---|
| 1.      | M/s Parijat Industries (India) Private Limited         | Holding Company        | Sales/Purchase/Services                       | Rs. 18,51,44,000/-  |

The Board of Directors recommends the resolution set forth in item no. 4 of this Notice for approval of the shareholders as an Ordinary Resolution.

Accordingly, approval of the members is being sought for passing the Ordinary Resolution as set out in the Notice.

None of the Directors, Key Managerial Personnel and their relatives, except as mentioned above, are concerned or interested, financially or otherwise, in the resolution.

By and on behalf of the Board  
**LEEDS Life Sciences Private Limited**

**Shivraj Anand**  
Director  
DIN: 05269953  
A-1/25, Panchsheel Enclave,  
Malviya Nagar, New Delhi-110017

Place: New Delhi  
Date: 02.08.2022

**FORM NO. MGT-11**

**PROXY FORM**

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

Name of the Company: **Leeds Life Sciences Private Limited**

CIN: **U24100DL2007PTC166537**

Regd. Office: **M-77, IInd Floor, M-Block Market, Greater Kailash-II, New Delhi -110048.**

Name of the

Shareholders(s): \_\_\_\_\_

Registered address: \_\_\_\_\_

E-mail Id: .....DP ID No.\*.....Client ID No.\* .....

I / We, being the Shareholders(s) of \_\_\_\_\_ Shares of Leeds Life Sciences Private Limited, hereby appoint

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him / her

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him / her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 15<sup>th</sup> Annual General Meeting of the Company, to be held on Monday, 29<sup>th</sup> Day of August 2022 at 11:00 A.M. at Plot No. 239, 3rd Floor, Okhla Industrial Estate Phase - 3, Okhla, New Delhi - 110020 at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No. 1:** To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March 2022 including Balance Sheet as at 31<sup>st</sup> March, 2022, Statement of Profit and Loss for the year ended 31<sup>st</sup> March 2022 and Cash-flow for the year ended 31<sup>st</sup> March 2022 and the reports of the Board of Directors and Auditors thereon.

**Resolution No.2:** Fixation of remuneration of Statutory Auditors M/s V.K. Thapar & Co., Chartered Accountant, Statutory Auditor of the Company for the financial year 2022-23.

**Resolution No. 3:** Ratification of Remuneration of Cost Auditors of the company for the year 2022-23.

**Resolution No. 4:** Approval for fixation of related party transactions limit for financial year 2022-23.

Signed this \_\_\_\_ day of \_\_\_\_, 2022

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

Affix  
Revenue  
Stamps

**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. The proxy need not be a member of the Company.

**LEEDS LIFE SCIENCES PRIVATE LIMITED**

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Email: [anil.s@parijat.in](mailto:anil.s@parijat.in)

Website: <https://leedsindia.in/>

**ATTENDANCE SLIP**

(Please fill attendance slip and hand it over at the entrance of the meeting venue)

15<sup>th</sup> Annual General Meeting- 29<sup>th</sup> August 2022

Name of the Member/Proxy:  
(In Block Letters)

Folio/Client ID :

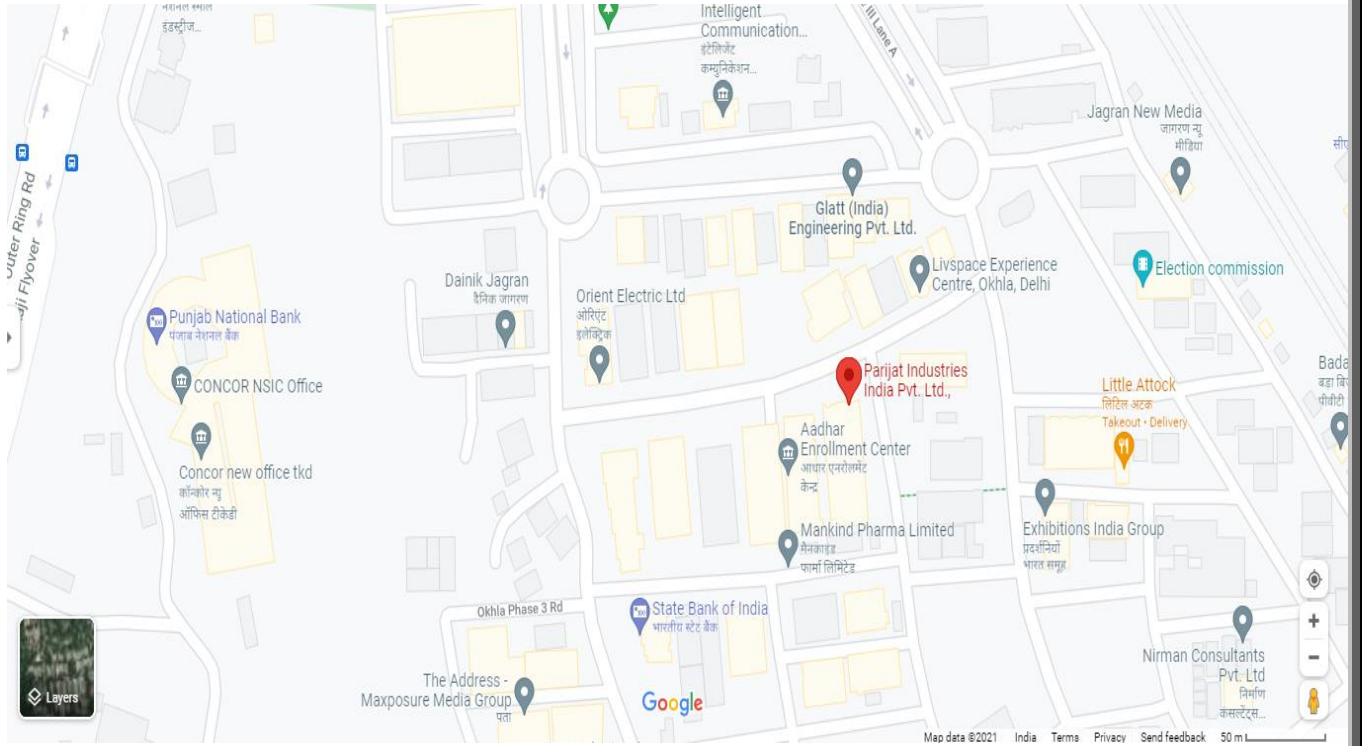
DP ID :

No. of shares held :

I hereby record my presence at the 15<sup>th</sup> Annual General Meeting of the Leeds Life Sciences Private Limited at Plot No. 239, 3rd Floor, Okhla Industrial Estate Phase - 3, Okhla, New Delhi - 110020 on Monday, 29<sup>th</sup> Day of August 2022 at 11:00 A.M.

(Member's /Proxy's Signature)

## ROUTE MAP



### Address of Venue:

Plot No. 239, 3rd Floor, Okhla Industrial Estate  
Phase - 3, Okhla, New Delhi - 110020