

ONE OF THE LEADING INDIAN FMCG COMPANIES • CHYAWANPRASH SALES OVER 100 CRORES



DABUR INDIA LIMITED

ANNUAL REPORT 1997-98

**'Doing
fewer things
but doing
them better'**

.....
A NEW DYNAMISM

STRIVING

TO

ACHIEVE

RECORD

SUCCESSES

TO THE
STARS
AND BEYOND

Dabur

IN ACTIVE COLLABORATION WITH NATURE

TO THE STARS



AND BEYOND

Dabur India Limited has renewed its thrust in the Fast Moving Consumer Goods arena through sharp focus on its core strengths. This new found focus has come after a rigorous review and analysis (named Project Stars) of all facets of its business during the last financial year.

Based on its learning and understanding of natural products, changing requirements of the consumer and competitive environment, the company aspires to be one of the best FMCG companies in the country.

The changed focus is not only on strategic front but also on operational issues. Induction of more professionals, streamlining of Supply Chain, setting up of centralised Material Procurement Cell and updating its management processes will take Dabur to a new era of faster growth.

- ◆ **Leading Indian FMCG company**
- ◆ **Sales Turnover Rs. 811.36 crores (Rs. 8113.6 million) for FY 1997-98**
- ◆ **Top 9 brands have 65% or more market share in their respective product categories**
- ◆ **Top 3 brands - Dabur Amla Hair Oil, Dabur Lal Dant Manjan and Dabur Chyawanprash - having turnovers in excess of Rs. 100 crores (Rs. 1000 million) each**
- ◆ **Around 75% of the company's turnover from Fast Moving Consumer Goods**

Dabur

ANNEXURE TO DIRECTORS' REPORT

Statement of particulars of employees pursuant to the provisions of Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 and forming part of the Director's Report for the year ended 31st March 1998.

S. No.	Name	Designation/ nature of duties	Qualification(s)	Experi- ence	Remune- ration (Rs)	Date of appointment	Age (Yrs.)	Particulars of last employment
1.	Agarwal, Sameer	Sr. Manager Exports	M. Pharma, Msc (Pharma), DMM, MBA	5	331745	01.11.95	35	Manager Dabur Research Foundation, SBD
2.	Aggarwal, Dinesh	Sales Manager - East	Bsc, D Social Sc	12	336866	23.05.94	36	Regional Manager Lakhanpal Ltd., Baroda
3.	Anand, Kamal Mohan	Sr. Sales Manager	Msc., MBA, LLB	12	344207	12.07.94	37	Sales Manager Delhi Flour Mills Co. Ltd., Delhi
4.	Anand Kumar, M.C.	Sales Manager	MA, PGDM	11	415254	20.01.97	35	Zonal Sales Manager TTK Pharma, Chennai
5.	Arora, Mohan	Senior Manager Technical	B.Tech., M.Tech	18	326963	01.02.93	43	Managing Partner Arora Industries
6.	Arora, Suraj Prakash	Manager - Q.A.	Bsc., AIC	22	379910	19.09.95	46	Manager-Q.A., Cepharm Laboratories Ltd., Sonapat
7.	Arur, R.T.	Dy.General Manager Purchase	Bsc., PGD MAT.MGT.	29	474206	18.11.92	55	Material Manager (Pharma) Ranbaxy Laboratories Ltd., N.Delhi
8.	Bansal, Atul	Manager A/c & Taxation	B.Com., C.A.	12	322541	02.01.90	34	Assistant Manager-Finance Flex Laminators Ltd., Noida
9.	Bansal, Vivek*	Dy. General Manager Exports	B.Tech., MBA	17	338632	01.12.94	42	Business Manager Ranbaxy Laboratories Ltd., N.Delhi
10.	Bhargava, Vinay Kumar*	DGM-Exports	Bsc	19	200010	01.10.97	43	D.G.M. - CIS Countries Cadila Healthcare Ltd. Ahmedabad
11.	Bhujbal, Dilip T.	Dy. General Manager	B.Sc., MBA	20	632601	21.11.94	45	Manager Al Daud Ents LLC, Muscat
12.	Borthakur, Borun Kr	Regional Manager Sales	B.A.	15	323046	18.04.90	39	Supervisor (Marketing) BST Industries, Hyderabad
13.	Bose, Gour Gopal	Assistant Manager Production	MPHARM, DBA	20	322446	15.06.89	43	Plant Manager Purnima Pharmaceuticals P. Ltd. Jaipur
14.	Bose, S.K.	Sr. Manager Commercial	B.Com., C.A. (Inter)	36	367839	02.06.80	60	Branch Accountant Mettur Beardsell Ltd.
15.	Burman, Amit*	D.G.M.-Operations	MBA, UK	5	398857	12.09.97	29	—
16.	Burman, A.C.	Chairman	I.Sc.	47	4999948	02.01.51	68	Director & Secretary Dabur (Dr.S.K.Burman) Private Limited
17.	Burman, Chetan	Sr. Manager Sales & Marketing	B.B.A., USA	2	394398	01.02.96	26	—
18.	Burman, Col.M.M.	D.G.M. Purchase	N.D.A. Graduate	35	479502	15.10.87	52	Col. as Deputy Commandant Madras Regimental Centre
19.	Burman, Dr. Anand	Director	M.Sc. Ph.D. (USA)	18	4783670	22.09.88	46	Director Dabur (Dr. S.K. Burman) Pvt. Ltd.
20.	Burman, Gaurav	Sr. Manager Sales & Marketing & International Business	Bachelor in Economics, USA	1	433948	06.09.98	26	—
21.	Burman, G.C.	Managing Director	B.Sc. in Pharmacy. (USA)	32	5138063	01.06.65	57	Managing Director Dabur (Dr. S.K. Burman) Pvt. Ltd.
22.	Burman, Mohit*	D.G.M. Finance & Purchase	MBA, UK	5	398857	12.09.97	29	Executive Director Dabur Finance Limited
23.	Burman, Pardip	Director	B.Sc. (Mech. Engg) M.I.T. (USA)	31	4597251	01.11.82	54	Director Dabur (Dr. S.K. Burman) Pvt. Ltd.
24.	Burman, R.C.	Director	B.Com.	61	2949627	09.08.37	80	Chairman Dabur (Dr.S.K.Burman) Pvt. Ltd.
25.	Burman, V.C.	Managing Director	B.Sc.in Business Administration(USA)	35	5184741	01.07.63	62	Managing Director Dabur (Dr.S.K.Burman) Pvt. Ltd.
26.	Chakraborty, N.R.	Sr. Manager Q.A.	M.Sc.	25	327390	24.10.75	50	Mandine Pharmaceuticals P Ltd., Calcutta
27.	Chandhoke, Jay Raj	Regional Manager Sales	B.Com.	19	316900	10.06.96	41	Regional Manager (Sales) Dupont Sports Wear Ltd., Bombay
28.	Chaudhuri, Sriparna G. (Mrs.)	Group Product manager	BA(H), PGDRM	11	329515	20.12.96	33	Product Manager Siel Foods & Fertiliser Ind., Delhi
29.	Chhabra, Dinesh Kumar	Manager Costing	B.Com., Dip. Cost Mgt	18	301435	02.09.85	39	Cost Assistant J.K. Industries Ltd., N.Delhi
30.	Chobey, S.R. (Dr.)	Manager Ayurvedic Production	B.A.M.S.	23	326743	04.03.78	47	Lecturer Janta Ayurvedic College, Sonapat
31.	Dani, R.S.	Dy. General Manager Accounts	B.Sc., F.C.A.	19	619082	30.12.93	48	Assistant General Manager Standford Engg. Ltd., New Delhi
32.	Dawar, T.K.	DGM-Prod. (Pharma)	BSC., B. Pharma	22	425780	01.05.92	45	Manager (Production) Pharmex Corporation Ltd., N.Delhi
33.	Dhawan, Arun	Sr. Manager Finance	B.Com(H) C.A.	11	358140	01.03.95	36	Manager-Accounts Williamsons Major Co., Calcutta
34.	Dhawan, Rahul*	Controller Corp. Communication	B.A., B.Journalism	21	224959	01.09.92	45	Manager (Corp. Comm.) Ranbaxy Laboratories Ltd., N.Delhi
35.	Dudeja, Chander Sain	Manager-Engineering	DME, DBA	19	357752	01.09.90	38	Sr. Industrial Engineer Ranbaxy Laboratories Ltd., N. Delhi

DAB PHARMACEUTICALS LIMITED

Dabur

S. No.	Name	Designation/ nature of duties	Qualification(s)	Experi- ence	Remune- ration (Rs)	Date of appointment	Age (Yrs.)	Particulars of last employment
36.	Duggal, Sunil	General Manager Sales & Mktg.	B.E.(H), PG Diploma In Marketing	15	1213133	20.05.95	41	All India Sales Operations Manager Pepsi Foods Limited, N.Delhi
37.	Dutta, Madhusudan	Senior Manager Personnel	B.Com., LLB, DSW	18	328268	21.09.94	45	Personnel Executive Glaxo India Ltd., Calcutta
38.	D'Souza, Dr. Z.M.	General Manager Quality Assurance	Ph.D. (Microbiology)	28	581272	28.08.87	50	Asstt. Manager (Q.A.) Burrough Wellcome India Ltd., Bombay
39.	Eapen, P.K.Lt.Col(Retd)	Senior Manager Security & Vigilence	B.Sc.,DLL,DIS&SM,DPM	34	336840	01.11.88	56	Lt. Col. Defence
40.	Gardner, Holly (Ms)*	Assistant Marketing Administration	B.Sc, Business Studies	—	465488	09.10.97	22	—
41.	Garg, Anil	Manager Information Technology	Msc., M. Tech	20	393241	14.01.91	45	Consultnat T.S.G. Consultants P. Ltd. N.Delhi
42.	Garg, Devendar	Sr. Marketing Manager	Bsc (Dairy Tech), PGDM	9	433844	03.12.93	33	Sales Operation Manager Pepsi Foods, Delhi
43.	Garg, Rajiv	General Manager Projects	B.E. Mech.	25	586272	31.07.93	49	Dy. General Manager (Engg.) Vam Organics Chemicals Limited, Gajraula
44.	Ghosh, Dastidar J.P.	General Manager Calcutta	B.E. (Chemicals) AMIE	28	715480	01.12.92	54	Works Manager Day's Medical Store (Mfg) Ltd.
45.	Goyal, Sunil Kumar	Manager Finance	B.Com., ICWA, MBE, CFA	7	302977	01.09.90	30	—
46.	Gulati, Sunil*	DGM-Sales (FPD)	B.Com. MBA	13	259573	03.09.97	40	D.G.M.-Sales Ballarpur Industries Ltd., Delhi
47.	Gupta, Arun	Sr. Manager Finance	B.Com., AICWA,FCA	16	443715	05.03.90	37	Accounts Officer Partech Computer Ltd., Okhla
48.	Gupta, Ashok Das	General Manager Baddi	B.E. (Chem. Engg.)	29	858086	02.07.96	51	D.G.M., Head of Pharma Ranbaxy Laboratories Ltd., Ponia Sahib
49.	Gupta, Devashis Dutta	Sales Manager	Bsc, DB & IM Cer. Advert. Mg	23	353057	03.07.95	45	Regional Sales Manager Modi Mundipharma Ltd., N.Delhi
50.	Gupta, K.K.	Dy. General Manager Info-Tech.	B.A.	32	528206	22.04.75	52	Manager EDP Dabur (Dr.S.K. Burman) Pvt. Ltd.
51.	Gupta, Mahesh Chander	Sr. Manager Projects	BE (Chem) MMS	16	368862	16.05.94	38	Sr. Project Manager Indofil Chemical Co., Mumbai
52.	Haquin, Philippe*	Sales Manager UK	HNC Business & Finance	17	452384	05.01.98	40	National Account Manager Evers France S.A.
53.	Hussain, N.	Sr. Manager Sales	Bsc., DSM	28	399667	16.04.73	52	Divisional Sales Manager A.J.Judah Pharmaceuticals, Calcutta
54.	Iyyer, Suresh*	GM-S&M	Bsc, MBA	18	710375	22.05.97	40	General Manager-Sales Hehal Spic India Ltd., Chennai
55.	Jain, Ajay Kumar	Manager-Software	B.Sc., PGD COMP APP DIM	17	328642	21.10.93	36	Dy. Manager-E.D.P. Modi Alkalies & Chemicals Ltd., N.Delhi
56.	Jain, Suresh*	DGM-HRD	DPMIR, MA DT & D, DLL	24	415009	22.04.97	44	Sr. Manager-Personnel Dabur Pharmaceuticals Ltd., N. Delhi
57.	Jass, Bhupender Singh*	Sr. Manager (Prod. & Plang)	Bsc	26	149182	01.11.97	48	Sr. Manager-Prod. Northern Aromatics Ltd. Sahibabad
58.	Joshi, R.M.	Production Manager	B.Sc.	25	344436	12.05.94	55	Works Manager Lucky Laboratories Ltd., Sikandrabad
59.	K, Narayanan Nair	Regional Manager Sales	MA	35	324633	01.03.76	57	Sales Representative Swadesh Medical & General Agency Trichur
60.	Kacker, Manish	Sr. Manager Imports	Bsc, MBA	12	326307	10.10.87	33	Imports Officer Lohla Starlinger P. Ltd., Kanpur
61.	Katiyar, Dr. Chandrakant	Medical Advisor	BAMS, MD. PHD. DSC	18	345011	01.02.90	43	Research Associate Banaras Hindu University, Banaras
62.	Kaul, P.N.	Manager-Commercial	B.A.	33	312375	07.07.65	55	Medical Representative Martand Pharmaceuticals, Meerut
63.	Kaushik, A.K.	Sr. Manager Purchases	Bsc	24	343753	01.12.84	48	Purchase Officer Wardex Pharmaceuticals P. Ltd.,
64.	Khan, Sameera Nadim*	Product Executive	B.A.M.S.	7	50037	19.02.98	29	Gulie Pharmaceuticals
65.	Khanduja, O.P.	Zonal Sales Manager North	Bsc, DBA, MBA p/t	19	328919	01.05.89	39	Sales Manager Darshan Oils P. Ltd., Aligarh
66.	Khurana, D.	General Manager Exports	M.Sc., MBA	22	3294468	09.02.79	47	Manager-Exports Dabur (Dr.S.K. Burman) Pvt. Ltd.
67.	Kooner, Kaur (Ms)*	Administration Assistant	G.C.S.E. C.P.V.E.	1	868998	23.01.97	26	Book Keeping Clerk 7th Heavens, U.S.A.
68.	Krishnan, N.G.	Manager Indl. Lic.	B.A., DBM & IA, DIP IMP	23	303679	07.06.89	48	Executive (Co-oprelation) Machinery Manufacturer Ltd. (Mahindra & Mahindra), N.Delhi
69.	Kumar, Anand	Sales Manager- Bulk Drug	MA, MPHIL	16	311237	15.06.94	40	Dy. Manager-Marketing Alfa Drugs India Ltd. Chandigarh
70.	Kunjithapatham, K.	Regional Manager Sales	Bsc, MA	18	307200	18.10.96	38	Area Manager (Sales) Cussons India P. Ltd., Madras

S. No.	Name	Designation/ nature of duties	Qualification(s)	Experi- ence	Remune- ration (Rs)	Date of appointment	Age (Yrs.)	Particulars of last employment
71.	Kwatra, Gagan	Manager-Exports	B.A., IMP-EXP MGT Course	16	323942	20.07.88	38	Executive-Exports Sunil Synchem Ltd., N.Delhi
72.	Lamba, Sanjit Singh	Factory Manager	M.PHARMA PG DIP IN MGT	9	475442	20.12.96	32	Sr. Manager (Regulatory Affairs) Ranbaxy Lab. Ltd., Panta Sahib
73.	Lamba, Sumeet	DGM-Marketing	B.A., MBA	12	547805	09.08.95	36	Product Manager Godfrey Philips India Limited, N.Delhi
74.	Mata, G.S.	Manager-I.E.	BE (Chem) DMS	17	350005	06.12.93	42	Executive-Management Service Wockhardt Ltd., Mumbai
75.	Mathur, Rajat	Regional Manager Sales	BBA, MBA	6	310799	01.05.96	33	Assistant Manager (S & M) Rossell Industries Ltd., Calcutta
76.	Mathur, Rajiv	Group Product Manager	Bsc, MBA	12	360787	05.09.94	35	Product Manager Jagatjit Industries Ltd., Delhi
77.	Mendes, Elita*	Secretary	B.A.	3	190117	01.07.97	25	SBI Capital Market, Bombay
78.	Mirchandani, Hiroo (Ms)	Dy. General Manager Marketing	M.B.A.	13	633736	21.10.91	37	Branch Manager (Rajkot Branch) Asian Paints (I) Limited, Bombay
79.	Mistry, Damini K. (Mrs)*	Administrative Assistant	M.Com., B.Ed. Computer	07	839015	20.03.95	33	Accounts Clerk Spross Motor, Technicians London
80.	Mittal, Shashank	Group Product Manager	B.Com., MBA	9	372992	06.12.94	32	Accounts Supervisor Rediffusion Avertisng P. Ltd., Calcutta
81.	Mohan, Arun (Dr.)	Jt. Company Secretary	LL.B, PGDBA, AICWA, FCS, Ph D	9	310466	01.08.94	32	Company Secretary Hamilton Shoes Ltd., N.Delhi
82.	Nagpal, C.P.	Sr. Works Manager	Bsc., (Ch.Eng.) D.Ind. Safety	25	452595	28.05.90	47	Superintendent of Safety & Fire Grasim Industries Ltd., Nagda
83.	Nandkeplyar, Sanjeev*	Head-Mktg (Cosmetics)	BA, MBA, PGDIT	16	475909	21.07.97	40	General Manager - Marketing Godfrey Phillips India Ltd., N.Delhi
84.	Narang, P.D.	Executive Director Finance & Co. Secy	B.Com. FCA MIIA (USA), FCS AICWA	22	1228176	01.07.83	44	Management Accountant Dabur (Dr. S.K. Burman) Pvt. Ltd.
85.	Narayanan, C.K.*	Senior Manager Packaging Development	B.Sc. (Tech) DIP in Pkgg	19	37510	08.07.96	44	Manager - Packaging Development Ranbaxy Research Laboratories, N.Delhi
86.	Ohri, Rohit	Zonal Sales Manager	Bsc, MBA	14	352957	11.02.97	37	Zonal Manager Jagatjit Industries Ltd., Delhi
87.	Panicko, Sreelatha M.*	Secretary	B.Com.	6	45061	14.02.98	29	Trinity Engg Dubai
88.	Pereira, Avia *	Secretary	B.A.	16	101116	01.02.95	33	National Refreshment Dubai
89.	Pilling, Brian *	Manager European Operation	B.A. (H), Business Studies Dip. in Export Marketing	15	2223340	19.05.97	38	Market Development Manager Dove Mid Europe Kft., Budapest Hungary
90.	Prabhanjan, Dr. H.*	Technical Manager	M.Sc., PHD.	10	291213	30.10.95	41	Astra Research Centre India Bangalore
91.	Prasad, Brahm Deo	Manager-Distribution	Inter, Dip-Mktg.	34	349321	10.12.63	59	Accounts Clerk Mercantile Firm, Calcutta
92.	Puri, Mahesh	Regional Manager Sales	M.Com., DIM	13	323227	14.10.96	38	Sr. Area Officer (Sales) Procter & Gamble, Delhi
93.	Rai, Mahatam	Dy. General Manager Production	B.Sc.	32	540882	28.06.66	53	Manager-Production Dabur (Dr. S.K. Burman) Pvt. Ltd.
94.	Raina, Kartik*	General Manager (Sales & Mktg.)	B.Sc., M.A. MMA	22	263250	02.01.95	47	General Sales Manager Smithline Beacham Consumer Health Care Limited
95.	Rana, Narendra*	Sales Executive UK	B.Sc. Chemistry	20	1271232	14.12.94	42	Sales Executive Japan Foods Limited, UK
96.	Roy, Amal Sankar	General Manager Alwar Factory	BME, M. Tech FIE, FIIE, MORSI	26	548242	01.08.95	51	General Distribution & Sales Admin. Manager Glaxo India Limited Bombay
97.	Roy, Amit	Executive Director Production	B. Tech. (Hons.) Chemical Engg.	21	1101460	30.03.83	47	Manager-Calcutta Unit Dabur (Dr. S.K. Burman) Pvt. Ltd.
98.	Sabharwal, Sudhir Kumar	Heads of Sales Foods	B.A., Dip. in Mktg.	23	553821	01.01.97	45	G.M. (Marketing), (North) Sterling Holiday Resorts International Ltd., N. Delhi
99.	Sachdeva, S.K.	D.G.M. Bulk Drug *	B.E. (Chem. Engg)/ DBA	21	455423	01.03.88	46	Rajasthan Glycol Ltd., Udaipur
100.	Saha, Debasis *	Sr. Manager Accounts	B.Com. A.C.A.	15	294970	16.04.97	38	Dy. Manager--Accounts Tintplate of India Ltd.,
101.	Saini, S.R.	Head of Personnel	B.A., LLB, MBA M.A.-Pol.Sc.	24	430680	01.04.97	44	General Manager--H.R.D Anand Nishikuwa Co. Ltd., Lalru, Chandigarh-Ambala Road
102.	Sankaran, A.V.K.	Manager--Materials	B.Sc., LLB, DMM	25	440321	08.03.95	48	Commercial Manager Ishaan Research Laboratories P. Ltd. N. Delhi
103.	Sarma, Dhurjyoti	Regional Manager Sales	Bsc	15	316158	22.07.96	37	Sales Manager Usha International Ltd., Guwahati
104.	Sehgal, Ashish	Manager, Export	B.E.(Chem.), M.B.A.	8	311680	20.12.96	33	—
105.	Sehgal, Ashok Kumar	Dy. General Manager Exports	B.Sc., DBM	26	437842	01.02.95	47	G.M. (Exports) Alkem Lab. Ltd., Bombay
106.	Sengupta, Bhaskar	Plant Manager	B. Tech., (Chem) PG Dip. in B. Mgt.	28	399036	02.12.90	50	Vice President (Works) Managulam Timber Products Ltd.,
107.	Sengupta, T.	Manager Engineering	P.U. LME Mechanical	32	302093	20.08.86	51	Asstt. Manager--Engineering Rollsprint (Packaging) Limited,

DABUR INDIA LIMITED



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S. No.	Name	Designation/ nature of duties	Qualification(s)	Experi- ence	Remune- ration (Rs)	Date of appointment	Age (Yrs.)	Particulars of last employment
108.	Sharma, Adarsh	National Sales Manager	B.Com., MBA	11	353264	16.09.91	35	Assistant Sales Manager Uni Pepsi Bottlers Ltd., N. Delhi
109.	Sharma, A.K.	General Manager Purchases	M.Sc. (Chemistry) Dip. in Indl. Engineering	24	559122	08.01.81	47	ADM. Asstt. (Import) Cement Research Institute
110.	Sharma, Piyush*	Sr. Product Manager	B.E. (Elec. Engg.), PGDM	9	194275	01.09.97	31	Product Manager L.T.C. Agro Tech Ltd., Secunderabad
111.	Sharma, R.K.	Manager Excise	B.Com., C.A. (Inter), IST, LLB	20	317768	27.12.90	41	Assistant Manager Binatone Electronics Ltd., Ghaziabad
112.	Shirali, Jyoti	Senior Manager Marketing	B.A., PGD in Foreign Trade MGT	16	436918	09.05.96	41	Sr. Manager-Products GP NEPC Agro Foods Ltd., Madras
113.	Singh, Chiranjiv	DGM-Personnel	B.A.(H) MA(SW)	25	545725	01.04.97	47	D.G.M. -Personnel Ballarpur Industries Ltd., Delhi
114.	Singh, Sombir	Manager Packaging Development	B.Sc. PGD Plastic DBM	20	329805	21.01.93	41	Purchase Executive Indian Shaving Products Ltd., N. Delhi
115.	Sinha, A.K.	General Manager Deoghar Factory	B. Tech. (Chem), MBA (p/t)	21	399884	20.03.93	45	Sr. Manager-Chemical Bihar State Pharma & Chem. Dev. Corporation Ltd., Patna
116.	Siva Kumar, S.	Zonal Manager-Sales	B.Sc., PGDBA	18	439582	28.01.97	39	Regional Manager Beauty Cosmetics Ltd., Chennai
117.	Sodhi, Arvinder Singh*	Sr. Manager Exports	M.Sc., MBA	12	307910	01.07.97	35	Manager-Vendor Dev. Ranbaxy Laboratories Ltd., N. Delhi
118.	Soni, Aseem	Sales Training Manager	B.Com.(H), PGDRM	12	324163	06.01.97	35	Sr. Manager-Marketing Services Dalmia Industries Ltd., N. Delhi
119.	Srinivasan, Dr. P.S.	General Manager Chemicals	M.Sc. (Chem. Engg.) Ph.D. (Chem. Engg.) in USA	26	834896	01.08.91	53	Technical Director Rajasthan Antibiotics Ltd.
120.	Sriram, V.	Sales Manager South Zone	MA, DBM, PGDBA	18	345936	19.08.94	40	Area Sales Manager Indian Shaving Products Ltd., N. Delhi
121.	Srivastava, Pradeep	Manager London Branch	B.Sc., M.A., DMSM D.B.M. (London)	18	1300360	04.01.89	41	Branch Manager (East) Toshiba Anand Batteries Ltd.,
122.	Srivastava, Vivek	Sr. Marketing Manager	M.B.A.	10	1574439	10.07.95	35	Accounts Supervisor Hindustan Thomson Associates, Delhi
123.	Subramaniam, Chander*	Sales Representative	B.Com., MBA	9	467501	01.04.94	33	Transmed Dubai, (UAE)
124.	Sundar, K.	DGM-Taxation	B.Com., C.A.	19	423023	03.01.90	47	Manager (Accounts) Super Cassettes Industries Ltd., Noida
125.	Tandon, Harish	General Manager Personnel & H.R.D.	B.A., M.B.A.	27	666220	01.07.96	50	G.M.-Personnel Ballarpur Industries Ltd., N. Delhi
126.	Taneja, Dinesh Kumar	Manager MGT. & INT. AUD	B.Com.(H), C.A.	11	318270	03.07.96	36	Manager (Management Accounting) Smithkline Beechem, Delhi
127.	Teotia, Sanjeev	Regional Manager Sales	B.Sc. PGDBM	13	333803	01.08.89	36	Sales Executive Northern Minerals Ltd., N. Delhi
128.	Thapar, Chander Kumar	Sr. Manager Personnel	B.Sc. DBM, LLB, DPMIR, DHRM	21	392203	20.07.87	43	Personnel Officer Balmer Lawri & Co. Ltd., Mathura
129.	Tharmarajah, K.	Warehouse Operator	—	1	768000	14.03.97	36	Driver Kolak Ltd.
130.	Tyagi, Anupam	Regional Manager Sales	BCOM, DBA, PGDMM	15	345972	10.07.90	37	Sales Supervisor Wiltech (Div. of Asian Cables Ltd.) N. Delhi
131.	Vardhan, Shree	Regional Manager Sales	B.Sc., DBM	8	334571	02.07.90	30	—
132.	Venkatesan, R.	Manager-Accounts	B.Com., C.A., C.S.	18	318941	21.08.86	38	Accounts Officer Universal Glass, Sahibabad
133.	Verma, Alok	Sales Training Manager	B.A., PGDM	13	351726	01.05.89	35	Area Sales Manager Gupta & Gupta P. Ltd., Delhi
134.	Verma, Rajiv	Regional Manager Instt. Sales	M.Sc., MBA	11	350556	13.05.94	36	Regional Manager (Sales) Road Master Foods Ltd., Delhi
135.	Vij, Ajay Kumar	General Manager Exports	B.Sc., MBA	15	626525	01.09.95	38	Controller of Exports Max India Limited, New Delhi
136.	Vij, V.*	General Manager Product Development	B.Sc.(Hons.) M.S. (Toronto) Canada	37	301925	23.07.79	62	Manager-Product Development Dabur (Dr. S.K. Burman) Pvt. Ltd.
137.	Zaidi, Dr. A.H.	General Manager Tech. & diversification	M.E. (Chem. Engg.) Ph.D. (C.E.)	21	575152	01.04.95	44	General Manager (Tech.) British Health Products (India) Ltd., Bhiwadi

Notes:

- Gross remuneration shown above is subject to tax and comprises salary including arrears, allowances, rent, medical reimbursements, leave travel benefits, provident fund & superannuation under LIC scheme in terms of actual expenditure incurred by the company.
- In addition to the above, employees are entitled to gratuity benefit as per company rules.
- All the employees have adequate experience to discharge the responsibilities assigned to them.
- None of the employees mentioned above is a relative of any director of the company, except directors amongst themselves and M/s Amit Burman, Gaurav Burman, Chetan Burman & Mohit Burman who are the sons of Directors.
- Asterisk against a name indicates that the employee was in service for part of the year.
- The nature of employment in all cases is contractual basis except in the case of directors and their sons whose terms have been approved by the Central Government.

For & on behalf of the Board

Place: New Delhi
Dated: 14th May, 1998(V.C. BURMAN)
CHAIRMAN

NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the Members of Dabur India Limited will be held on Wednesday, 9th September, 1998 at Air Force Auditorium, Subroto Park, New Delhi - 110 010 at 11.00 AM to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 1998 and Profit & Loss Account for the year ended on that date alongwith the Reports of the Auditors and Directors thereon.
2. To declare dividend.
3. To appoint a Director in place of Mr R C Burman who retires by rotation and being eligible offers himself for reappointment.
4. To appoint a Director in place of Mr Sidharth Burman who retires by rotation and being eligible offers himself for reappointment.
5. To appoint a Director in place of Air Chief Marshal N C Suri (Retd.) who retires by rotation and being eligible offers himself for reappointment.
6. To appoint a Director in place of His Highness Maharaja Gaj Singh who retires by rotation and being eligible offers himself for reappointment.
7. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS

8. 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 Sections 198, 269, 309, 310, 311 & 314, Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 the Company hereby approves the appointment of Mr P D Narang as a Director and also as a Wholetime Director of the Company for a period of five years w.e.f. 1st April, 1998 on such remuneration as set out in the explanatory statement attached to this Notice."

9. 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 Sections 198, 269, 309, 310, 311 & 314, Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 the Company hereby approves the variation in the terms of remuneration paid/payable to following Wholetime Directors/Managing Directors, viz. Mr A C Burman, Mr V C Burman, Mr G C Burman, Mr Pradip Burman and Dr Anand Burman from 1st December, 1997 for the residual period of their existing appointments as set out in the explanatory statement attached to this Notice."

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

"RESOLVED THAT pursuant to provisions of Section 81 and subject to other provisions of the Companies Act, 1956 as applicable (hereinafter referred to as the "Act") the Articles of Association of the Company as amended from time to time, such approvals, consents and permissions of the appropriate authorities as may be required and subject further to such conditions and modifications as may be prescribed in granting such approvals, consents and permissions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "The Board") which term shall include a Committee of Directors, the consent of the Company be and is hereby accorded to The Board to issue, offer for subscription and allot to or for the benefit of such person(s) as may be in the employment of the Company including Indian Working Directors or to any trust, society or any entity or any combination thereof that may be existing or created for the benefit of such person(s) at any time under a scheme titled "EMPLOYEES STOCK OPTION PLAN" (hereinafter referred to as the "ESOP" or "Scheme" or "PLAN") to be evolved in this regard and to the employees of associate companies, such number of Equity Shares, debentures whether convertible or partly convertible secured or unsecured with or without detachable warrants or any combination thereof of such description (hereinafter referred to as " Securities") as may be permissible under the Articles of Association, in one or more tranches and in such numbers so that the total number of Equity Shares issued or which may result from allotment of Equity Shares or upon exercise of option to acquire or conversion of



any or more of the aforesaid securities at any time and from time to time to such person(s), does not in the aggregate, exceed at any time, five percent of the issued and subscribed Equity Share Capital of the Company, at the relevant time(s) and on such term and conditions including the issue price(s) and premium(s) as may be determined by the Board in accordance with the applicable Guidelines issued by SEBI from time to time."

"RESOLVED further that ESOP as described earlier may be executed through Welfare Trust and/or Entity and that Trust/Entity be allotted on behalf of employees of the Company under ESOP and employees of associate companies under preferential allotment basis."

"RESOLVED further that Company may provide necessary financial assistance to the Trust/Entity to subscribe to the securities offered."

"RESOLVED further that the Securities or any other instrument held by trust/entity would be entitled to bonus, rights issue, if any, made by the company. Bonus shares or rights shares offered in relation to securities offered under ESOP shall also be not transferable and could be forfeited if conditions prescribed by the Company which needs to be fulfilled by employee prior to his being eligible to exercise his right are not fulfilled and hence original allotment is forfeited."

"RESOLVED FURTHER that new Equity Shares/Securities to be issued and allotted by the Company in the manner aforesaid shall be entitled for dividend on pro-rata basis from the date of allotment and on the amount paid-up on the new Equity Shares and shall rank pari-passu in all respects with the then existing Equity Shares of the Company. The Board be and is hereby further authorised to amend, alter or modify terms and condition of the issue of such securities from time to time with regard to dividend and/or pari-passu nature of such securities in accordance with the Articles of Association of the Company."

"RESOLVED FURTHER that for the purpose of giving effect to all or any of the foregoing resolutions the Board be and is hereby authorised inter-alia to evolve decide upon and bring into effect the Scheme and make and give effect to any modification, changes, variations, alterations or revisions in the said Scheme from time to time or to suspend, withdraw or revive the Scheme from time to time as may be specified by any statutory authority or person or body of persons or as the Board may suo-moto decide in its absolute discretion and to do all such acts, deeds, matters and things whatsoever, including settling any question doubt or difficulty that may arise with regard to or in relation to the Scheme or with regard to issue or allotment of any securities under the Scheme as it may in its absolute discretion consider necessary, expedient, usual or proper in or about the premises."

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

"RESOLVED THAT consent/ approval of the Company pursuant to provisions of Section 293(1)(a) of the Companies Act, 1956 and/or subject to necessary approvals if applicable or required under any statutes/ rules/ regulations or any other law for the time being in force be and is hereby accorded to the Board of Directors to sell, transfer, assign and/or dispose off of the partially/wholly or substantially whole of the undertaking and/or including land, building, plant and machinery, accessories, vehicles, furniture and fixtures, brands, intellectual rights, assets and/or other sundry items of the Oncology Division of the Company and/ or other assets situated at Kalyani (West Bengal), Sahibabad (U.P) and Baddi (Himachal Pradesh) and/or any other place(s)/location(s) on such terms and/or conditions stipulated/ decided/ finalised by the Board of Directors at its discretion as they may deem fit in the interest of the Company."

"RESOLVED FURTHER THAT the approval of the company be and is also hereby accorded to the Board of Directors for disposing off the units of Oncology Division as mentioned for a consideration to be decided by the Board either for cash or in kind or in any other manner other than cash to the wholly owned subsidiary company and/or company and/or other bodies corporate incorporated/ to be incorporated either independently and/or in strategic alliance joint ventures with suitable Indian/foreign collaborator(s) for the purposes of acquiring such undertaking/ division/ assets/ land and building/ plant and machinery/ brands/ intellectual rights etc. and for that purpose the Board of Directors are authorised to do all such acts and take such steps as may be necessary in this connection in the interest of the company including further delegation of authority."

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

"RESOLVED THAT consent/ approval of the Company pursuant to provisions of Section 293(1)(a) of the Companies Act, 1956 and/or subject to necessary approvals if applicable or required under any statutes/ rules/ regulations or any other law for the time being in force be and is hereby accorded to the Board of

Directors to sell, transfer, assign and/or dispose off of the partially/wholly or substantially whole of the undertaking and/or including land, building, plant and machinery, accessories, vehicles, furniture and fixtures, brands, intellectual rights, assets and/or other sundry items of the Natural Gums Division of the Company situated at Alwar (Rajasthan) and/or any other place(s)/location(s) on such terms and/or conditions stipulated/ decided/ finalised by the Board of Directors at its discretion as they may deem fit in the interest of the Company."

"RESOLVED FURTHER THAT the approval of the company be and is also hereby accorded to the Board of Directors for disposing off the units of Natural Gum Division as mentioned for a consideration to be decided by the Board either for cash or in kind or in any other manner other than cash to the wholly owned subsidiary company and/or company and/or other bodies corporate incorporated/ to be incorporated either independently and/or in strategic alliance joint ventures with suitable Indian/foreign collaborator(s) for the purposes of acquiring such undertaking/ division/ assets/ land and building/ plant and machinery/ brands/ intellectual rights etc. and for that purpose the Board of Directors are authorised to do all such acts and take such steps as may be necessary in this connection in the interest of the company including further delegation of authority."

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

"RESOLVED THAT consent/ approval of the Company pursuant to provisions of Section 293(1)(a) of the Companies Act, 1956 and/or subject to necessary approvals if applicable or required under any statutes/ rules/ regulations or any other law for the time being in force be and is hereby accorded to the Board of Directors to sell, transfer, assign and/or dispose off of the partially/wholly or substantially whole of the undertaking and/or including land, building, plant and machinery, accessories, vehicles, furniture and fixtures, brands, intellectual rights, assets and/or other sundry items of the Pharmaceutical Division of the Company situated at Baddi (HP), Sahibabad (UP) and/or any other place(s)/location(s) on such terms and/or conditions stipulated/ decided/ finalised by the Board of Directors at its discretion as they may deem fit in the interest of the Company."

"RESOLVED FURTHER THAT the approval of the company be and is also hereby accorded to the Board of Directors for disposing off the units of Pharmaceutical Division as mentioned for a consideration to be decided by the Board either for cash or in kind or in any other manner other than cash to the wholly owned subsidiary company and/or company and/or other bodies corporate incorporated/ to be incorporated either independently and/or in strategic alliance joint ventures with suitable Indian/foreign collaborator(s) for the purposes of acquiring such undertaking/ division/ assets/ land and building/ plant and machinery/ brands/ intellectual rights etc. and for that purpose the Board of Directors are authorised to do all such acts and take such steps as may be necessary in this connection in the interest of the company including further delegation of authority."

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

"RESOLVED THAT consent/ approval of the Company pursuant to provisions of Section 293(1)(a) of the Companies Act, 1956 and/or subject to necessary approvals if applicable or required under any statutes/ rules/ regulations or any other law for the time being in force be and is hereby accorded to the Board of Directors to sell, transfer, assign and/or dispose off of the partially/wholly or substantially whole of the undertaking and/or including land, building, plant and machinery, accessories, vehicles, furniture and fixtures, brands, intellectual rights, assets and/or other sundry items of the Food Division of the Company situated at Sahibabad (U.P) and/or at any other place(s)/location(s) on such terms and/or conditions stipulated/ decided/ finalised by the Board of Directors at its discretion as they may deem fit in the interest of the Company."

"RESOLVED FURTHER THAT the approval of the company be and is also hereby accorded to the Board of Directors for disposing off the units of Food Division as mentioned for a consideration to be decided by the Board either for cash or in kind or in any other manner other than cash to the wholly owned subsidiary company and/or company and/or other bodies corporate incorporated/ to be incorporated either independently and/or in strategic alliance joint ventures with suitable Indian/foreign collaborator(s) for the purposes of acquiring such undertaking/ division/ assets/ land and building/ plant and machinery/ brands/ intellectual rights etc. and for that purpose the Board of Directors are authorised to do all such acts and take such steps as may be necessary in this connection in the interest of the company including further delegation of authority."

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



"RESOLVED THAT consent/ approval of the Company pursuant to provisions of Section 293(1)(a) of the Companies Act, 1956 and/or subject to necessary approvals if applicable or required under any statutes/ rules/ regulations or any other law for the time being in force be and is hereby accorded to the Board of Directors to sell, transfer, assign and/or dispose off of the partially/wholly or substantially whole of the undertaking and/or including land, building, plant and machinery, accessories, vehicles, furniture and fixtures, brands, intellectual rights, assets and/or other sundry items of the Ayurved Division of the Company situated at Sahibabad (U.P), Alwar (Rajasthan) and/or at any other place(s)/location(s) on such terms and/or conditions stipulated/ decided/ finalised by the Board of Directors at its discretion as they may deem fit in the interest of the Company."

"RESOLVED FURTHER THAT the approval of the company be and is also hereby accorded to the Board of Directors for disposing off the units of Ayurved Division as mentioned for a consideration to be decided by the Board either for cash or in kind or in any other manner other than cash to the wholly owned subsidiary company and/or company and/or other bodies corporate incorporated/ to be incorporated either independently and/or in strategic alliance joint ventures with suitable Indian/foreign collaborator(s) for the purposes of acquiring such undertaking/ division/ assets/ land and building/ plant and machinery/ brands/ intellectual rights etc. and for that purpose the Board of Directors are authorised to do all such acts and take such steps as may be necessary in this connection in the interest of the company including further delegation of authority."

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

"RESOLVED THAT M/s Bansal & Company, Chartered Accountants, New Delhi be and are hereby reappointed as Branch Auditors of the Company to hold office until the conclusion of next Annual General Meeting of the Company to audit the books of accounts relating to its Alwar Division for the financial year 1998-99 on such remuneration as may be determined by the Board of Directors."

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

"RESOLVED THAT M/s Waring & Partners, Chartered Accountants, Ropar Yard, Ropar Road, Canterbury, Kent CT2 7EX, United Kingdom be and are hereby reappointed as Branch Auditors of the Company to hold office until the conclusion of next Annual General Meeting of the Company to carry out the audit of the accounts of London Branch of the Company for the financial year 1998-99 on such remuneration as may be determined by the Board of Directors."

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

"RESOLVED THAT M/s B D O Patel & Co., Chartered Accountants, Post Box No.1961, DUBAI (UAE) be and are hereby reappointed as Branch Auditors of the Company to hold office until the conclusion of next Annual General Meeting of the Company to carry out the audit of the accounts of Jebel Ali Branch of the Company for the financial year 1998-99 on such remuneration as may be determined by the Board of Directors."

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

"RESOLVED THAT approval of the Company be and is hereby accorded for appointment of Chartered Accountants as branch auditors to carry out the audit of the accounts of New York Branch of the Company for the financial year 1998-99 on such remuneration as may be determined by the Board of Directors who shall hold office until the conclusion of next Annual General Meeting of the Company."

"RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorised to finalise the firm of Chartered Accountants, qualified to act as branch auditors pursuant to the provisions of Section 228 of the Companies Act, 1956."

By Order of the Board
for DABUR INDIA LIMITED

Regd.Office: 8/3, Asaf Ali Road,
New Delhi - 110 002
Dated: 30th July, 1998

(DR. ARUN MOHAN)
COMPANY SECRETARY