



CORPORATE INFORMATION



DIRECTORS
Shri R. S. Goenka
Shri R. K. Goenka
Shri Suresh Kr. Goenka
Shri K. K. Khemka
Shri S. N. Jalan
Vaidya S. Chaturvedi
Shri S. N. Bihani
Shri M. L. Jain
Shri P. S. Patwari

SECRETARY
Shri A. K. Joshi

AUDITORS
M/s. Saxena & Co.
Chartered Accountants

MANAGING DIRECTOR
Shri Sushil Kr. Goenka

Report

BANKERS
Canara Bank

Canara Bank
ICICI Bank Ltd.
Indian Bank
WORKS
Kolkata
Pondicherry

COST ÁUDITORS M/s. V. K. Jain & Co.

REGISTERED OFFICE
Stephen House, 6A, R. N. Mukherjee Road
Kolkata 700 001

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Emami LIMITED

REGD. OFFICE: 'STEPHEN HOUSE', 6A, R. N. Mukherjee Road, Kolkata 700 001 Telephone: 91-33-248 7651-54, Fax: 91-33-210 0879

NOTICE FOR CONVENING THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Nineteenth Annual General Meeting of Emami Limited will be held on Friday, the 23rd of August, 2002 at 11.30 AM at the Somany Conference Hall, Merchants Chamber of Commerce, 15B, Hemanta Basu Sarani, Kolkata - 700001 to transact the following business:-

- 1. To receive, consider and adopt the Audited accounts of the Company for the year ended 31st March, 2002 and the reports of the Directors and the Auditors thereon.
- 2. To declare/confirm Dividend.
- 3. To appoint a Director in place of Sri Mangi Lal Jain, who retires by rotation and being eligible, offers himself for reappointment.
- 4. To appoint a Director in place of Sri Shree Narayan Bihani, who retires by rotation and being eligible, offers himself for reappointment.
- 5. To appoint a Director in place of Sri Radhe Shyam Goenka, who retires by rotation and being eligible, offers himself for reappointment.
- 6. To appoint Auditors and Branch Auditors and to fix their remuneration.

SPECIAL BUSINESS

7. To consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:-

"RESOLVED THAT, Sri Shyamanand Jalan, who was appointed as an Additional Director by the Board of Directors under Section 260 of the Companies Act, 1956, whose term in office expires at the forthcoming Annual General Meeting and in respect of whom a notice has been received from a shareholder proposing him as Director of the Company, be and is hereby appointed as the Director of the Company."

8. To consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution :-

"RESOLVED THAT, Sri Krishna Kumar Khemka, who was appointed as an Additional Director by the Board of Directors under Section 260 of the Companies Act, 1956, whose term in office expires at the forthcoming Annual General Meeting and in respect of whom a notice has been received from a shareholder proposing him as Director of the Company, be and is hereby appointed as the Director of the Company."

9. To consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:-

"RESOLVED THAT, Vaidya Suresh Chaturvedi, who was appointed as an Additional Director by the Board of Directors under Section 260 of the Companies Act, 1956, whose term in office expires at the forthcoming Annual General Meeting and in respect of whom a notice has been received from a Shareholder proposing him as Director of the Company, be and is hereby appointed as the Director of the Company."

Registered Office :-

Date:- 30.05.2002

Stephen House, 6A, R.N.Mukherjee Road, Kolkata - 700001. By Order of the Board

A.K. Joshi Company Secretary

NOTES

- 1. A member entitled to attend and vote is entitled to appoint proxy to attend and vote instead of himself and the proxy need not be a member.
- 2. The Register of Members and Transfer Books of the Company will be closed from 20.08.02 to 23.08.02, both days inclusive.
- 3. Dividend has already been paid in respect of the 13% Redeemable Cumulative Preference Shares which have also been redeemed. The same is to be confirmed by the Company.
- 4. Pursuant to Section 205A of the Companies Act, 1956, all unclaimed or unpaid dividends upto the Financial year ended 31st March, 1996 have been transferred to the General Revenue Account of the Central Government. Those members who have so far not claimed their Dividends for the said years may claim the same with the Registrar of Companies, West Bengal, Nizam Palace, 234/4, A.J.C.Bose Road, Calcutta 700020. Consequent upon amendment in Section 205A of the Companies Act, 1956 and introduction of Section 205C by the Companies (Amendment) Act, 1999 now the amount of Dividend remaining unclaimed for a period of seven years shall be transferred to the Investor Education and Protection Fund.
- 5. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of the business under Item nos. 7, 8 and 9 as set out above is annexed hereto.

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 to Item nos. 7 to 9.

ITEM NO. 7

The Board of Directors inducted Sri Shyamanand Jalan, Advocate, as Additional Director of the Company. Sri Shyamanand Jalan has sound knowledge in legal profession and considering his expertise in this line, he has been inducted in the Board. As the term of his appointment as Additional Director is completed at the forthcoming Annual General Meeting and the Company has received a notice from a member under Section 257 of the Companies Act, 1956 signifying his intention to propose him as the Director of the Company. The Board of Directors recommends the appointment of Sri Shyamanand Jalan as the Director.

None of the Directors except Sri Shyamanand Jalan is interested or concerned in the aforesaid Resolution as mentioned above at Item No. 7.

ITEM NO. 8

The Board of Directors inducted Sri Krishna Kumar Khemka, Industrialist, as Additional Director of the Company. Sri Krishna Kumar Khemka has valuable experience across different industries and his induction in the Board has been made considering this expertise. As the term of his appointment as Additional Director is completed at the forthcoming Annual General Meeting and the Company has received a notice from a member under Section 257 of the Companies Act, 1956 signifying his intention to propose him as the Director of the Company, the Board of Directors recommends the appointment of Sri Krishna Kumar Khemka as the Director.

None of the Directors except Sri Krishna Kumar Khemka is interested or concerned in the aforesaid Resolution as mentioned above at Item No. 8.

ITEM NO. 9

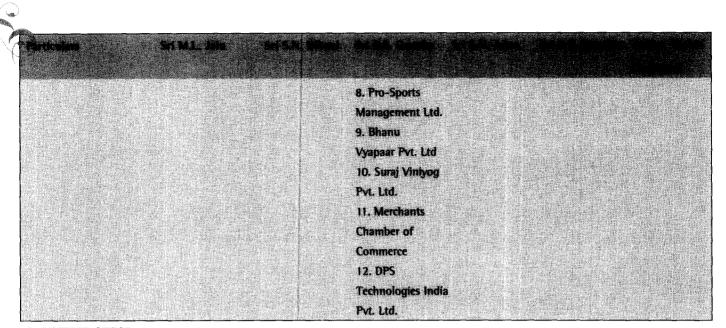
The Board of Directors inducted Vaidya Suresh Chaturvedi, renowned expert in the field of Ayurvedic Medicine, as Additional Director of the Company. Vaidya Suresh Chaturvedi is an eminent personality and a well known scholar in the field of medicine and has immense knowledge in the formulation of all kinds of Ayurvedic Medicines and he was inducted in the Board after considering the intimate relation between the field of Ayurvedic Medicine and the activities of your Company. As the term of his appointment

as Additional Director is completed at the forthcoming Annual General Meeting and the Company has received a notice from a member under Section 257 of the Companies Act, 1956 signifying his intention to propose him as the Director of the Company, the Board of Directors recommends the appointment of Vaidya Suresh Chaturvedi as the Director.

None of the Directors except Vaidya Suresh Chaturvedi is interested or concerned in the aforesaid Resolution as mentioned above at Item No. 9.

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT OR RE-APPOINTMENT AT THE FORTHCOMING AGM .

Participaes Life Case and Sun a	Srt M.L. John	SM S.N. Bithant	Sri R.S ₁ .Gonolea _{II}	, <mark>Sep. S. A. Jahra</mark> . Jewan ya Pilipangan	SALLE PARTIES.	Makasar Halikar
Date of Birth	14.07.1931	26.03. 1946	05.01. 1947	13.01. 1934	23.12. 1932	14.05.1928
Date of Appointment	1.12. 1998	07.05. 1994	03.05. 1994	31.01.2002	31.01.2002	31.01.2002
Expertise in specific functional area	Professional with rich experience in administrative and accounting matters	Industrialist with rich business experience	Industrialist with rich business experience	Leading professional with wide experience in legal matters.	Industrialist with rich business experience	Eminent physician with rich experience in various fields of
Qualification	B.Com;	M.Com; F.C.A	M.Com; LLB	B.Com; LLB	B.Sc. L.L.B.	Medicine Kaviraj, BIMS MAMS, Ayurved- acharya
List of Companies	1.Vanbandhu	1. Sarvadaya	1, Emami	1. Ganpati	1. Schefields	1. Emami
where Directorship	Prakashan Pvt. Ltd.	Promoters	Paper Mills Ltd.	Parks Ltd.	Ltd.	Limited
is held as on	2. Emami Ltd.	Pvt. Ltd.	2. Emami Ltd.	2. Emami	2. Emami	KK CHART C
	3. EFL Foods Ltd.	2. Emami Ltd.	3. Khaitan	Limited	Limited	de Cultur
	4. Medicare Projects	3. Shreekunj	(India) Ltd.	3. Greenacre	3. Orionmetal	
	and Consultancy	Promoters	4. Suntrack	Holding Ltd.	Power Pvt. Ltd.	
	Pvt. Ltd.	Pvt. Ltd.	Commerce	4. Om Credit	4. Oriental Soap	
	5. DPS India	4. Rashmiraj	Pvt. Ltd.	Pvt. Ltd.	Stones Pvt. Ltd.	
	Pvt. Ltd.	Finvest and	5. Emami Group	5. Trade Wings	5. Miki Oriental	
	6. Pan Emami	Mangement '	of Companies	(Calcutta)	Paper Mills Ltd.	
	Cosmed Ltd.	Services	Pvt. Ltd.	Pvt. Ltd.	6. Oriental	e continue
	7. J.B.Marketing	Pvt. Lid.	6. South City	6. J.J.Exports	Mines Pvt. Ltd.	
	and Finance Ltd.	area se	Project[Kolkata]	Ltd.	7. Oriental	
	8.Emami Paper	Great troit is see	Ltd.		Minerals Pvt. Ltd.	
	Mills Ltd.		7. Advance		8. Himadri	
	9. South City	ran Sanadi kuto da Karaj daga Kabupatan	Medicare and		Resorts Pvt. Ltd.	
	Project (Kolkata) Ltd	Liveria de la constanción	Research Institute			Austria
	Acres Stragger 7	gant bijane	Ttd.			



REGISTERED OFFICE Stephen House, 6A, R. N. Mukherjee Road, Kolkata - 700001.

Date: 30.05.2002

By Order of the Board

A. K. Joshi Company Secretary

emam^{*} LIMITED

REGD. OFFICE: 'STEPHEN HOUSE', 6A, R. N. Mukherjee Road, Kolkata 700 001 Telephone: 91-33-248 7651-54, Fax: 91-33-210 0879

PROXY FORM

Registered Folio No	DP ID No	Client 1D No
1/We	of	
failing him Nineteenth Annual General M	eeting of the Company to be held at So	our proxy to vote for me/us and on my /our behalf at the many Conference Hall, Merchants Chamber of Commerce and 23rd of August, 2002 and at any adjournment.
Signed this day	y of, 2002.	
Signature	Affix Re. 0.30 Revenue Stamp	

Note: This proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the Meeting.





It can now be safely said that whenever there is a new introduction in the natural products marketplace, there is a strong likelihood of that being an Emami.

Take Amritprash, Emands Chyawanprash, as an instal

Which Emant launched this conventionally winter product during the early summer of 2002, a number of doubters asked why.

Emami's launch was based on the premise that consumers deserve quality products, irrespective of the season. As a result, its scientists intelligently formulated new products which can be used throughout the year - Amritprash during the summer and chand Change Change the winter.

www.reportjunction.com

THEY CONTINUED TO REFLECT THE WISDOM OF THE AGES.



It has taken years to hring Emami's **producti** to the marketplace.

That's because Emami's products of the day reflect the **patient and** trusted learning of the centuries.

Over the years, Emami's rejuvenating and refreshing natural products have successfully imbibed what was developed and practiced by the sages of the ancient past.

These wise men plucked cures out of herbs, leaves and the barks of trees. The succeeding generations refined their use. Emami has inherited this rich legacy and has meticulously followed it.

As a result, Emami's products have consistently proved to be mild, safe and effective.

hese superior attributes have translated into a leading the Fe. For instance, Emand recently launched change parash in live marketplace dominated by Dabur, Zangu and Baidyanath.





THEY CONTINUED TO ADDRESS A WIDE RANGE OF CONSUMER REQUIREMENTS.



When it comes to a health care or personal care product, consumers can be fussy.

They'll check the smell. They'll select the right colour. They'll check for the full range.

Emami respects the consumers' demand for choice. As a result, the company responded with a range that makes it possible for consumers to select just what they require.

Emami has three variants from among shampoos in the hair care segment. Four variants in the prickly heat segment. Seven variants in the talcum powder segment.

These variants address real consumer needs. For instance, within the shampoo segment, one variant helps consumers avoid damage from an excessive exposure to sunlight. Another helps keep the scalp cool. While a third adds shine to the hair.





THEY CONTINUED TO STAND FOR DISTINCTIVE QUALITY.



Take Emami's Naturally Fair Pearls Cream as an instance.

When Emami re-introduced this product in 2000-01, most observers scoffed. Not another fairness cream, they said.

Emami pioneered.

It introduced an intensive fairness cream with real pearls and herbs. The unique triple-action fairness of real pearls - melanin dispersion, oxygenation and anti-stress action - accelerated the fairness process.

As a result, within a short time, Emami's premium-priced product captured a significant market share in the largest and fastest growing segment in the Indian beauty care industry.

Emami reached this mark within only two years of its launch because its products delivered a distinctive experience and convenience to consumers.



