



**SUVEN LIFE SCIENCES LIMITED**

CIN: L24110TG1989PLC009713

Registered Office: 8-2-334 I SDE Serene Chambers I 6th Floor

Road No.5 I Avenue 7 I Banjara Hills I Hyderabad – 500 034 I Telangana I India

Tel: 91 40 2354 1142/ 3311 Fax: 91 40 2354 1152 Email: info@suven.com website: www.suven.com

## NOTICE

NOTICE is hereby given that the 26th ANNUAL GENERAL MEETING of the Members of SUVEN LIFE SCIENCES LIMITED will be held on Friday, the 14th day of August, 2015 at 3.00 p.m. at the KLN Prasad Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce & Industry [FTAPCCI], 11-6-841, Red Hills, Hyderabad –500 004 to transact the following businesses:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2015, the Statement of Profit & Loss for the year ended on that date and together with the Report of the Directors and the Auditor's Report thereon.
2. To declare a dividend
3. To appoint a director in place of Shri Venkateswarlu Jasti, (DIN: 00278028) who retires by rotation, and being eligible, offers himself for re-appointment.
4. To appoint Auditors and to fix their remuneration and, in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT M/s. Karvy & Co., Chartered Accountants (Firm Registration No.001757S), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

by order of the Board of Directors

Place: Hyderabad

Date: May 26, 2015

**K Hanumantha Rao**

Company Secretary

M. No. A11599

## NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF** and Proxy need not be a member of the Company. The instrument appointing the proxy, in order to be effective must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the commencement of the meeting. A person shall not act as a Proxy for more than 50 (fifty) members and holding in the aggregate not more than 10 (ten) percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than 10 (ten) percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.
2. In terms of Section 152 of the Companies Act, 2013, Shri Venkateswarlu Jasti (DIN 00278028), Director, retire by rotation at the Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company commends his re-appointment. Brief profile of Director, names of companies in which is hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are given at the end of the notes".
3. Members holding shares in physical form are requested to notify any change in their address or bank mandates immediately to the Registrars and Transfer Agents M/s. Karvy Computershare Pvt. Ltd., at Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 and in case of Members holding shares in electronic form are requested to notify any change in mailing address or bank mandates to their respective Depository Participants with whom they are maintaining their demat accounts.
4. The Members are requested to bring their copies of the Annual Report to the meeting, and handover the attendance slips at the entrance hall of the meeting.
5. The Company has notified that the Register of Members of the Company and share transfer books will remain closed **from 25th July, 2015 to 28th July, 2015 (both days inclusive)** for determining the names of members eligible for dividend on equity shares, if declared at the meeting.
6. Dividend if declared at the Annual General Meeting, will be paid to the members whose names appear on the Register of Members as on **24th July, 2015** in respect of shares held in physical form and in respect of shares held in electronic form, dividend will be paid to the beneficial owners as per the list to be provided by the Depositories viz., NSDL and CDSL, as on the book closure date.
7. Members desiring to have any information on the accounts are requested to make a request for the same at least one week before the date of meeting. So that the requisite information will be made available at the meeting.
8. Corporate Members are requested to send a duly certified copy of the Board Resolution/ Power of Attorney authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
9. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the company on all working days, during business hours up to the date of the meeting.
10. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility. Members holding shares in dematerialized form may contact their respective depository participant(s) for recording nomination in respect of their shares.
11. Members are requested to send all correspondence concerning registration of transfers, transmission, subdivision or any other shares related matter to Company's Registrars M/s. Karvy Computershare Pvt. Ltd., Hyderabad.
12. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circular, etc. from the Company in electronic mode.
13. The Company has transferred the unpaid dividends declared up to financial years 2006-07, from time to time on due dates, to the Investor Education and Protection Fund (the IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and

unclaimed amounts lying with the Company as on August 12, 2014 (date of last Annual General Meeting) on the website of the Company ([www.suven.com](http://www.suven.com)), and also on the website of the Ministry of Corporate Affairs.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Karvy Computershare Pvt. Ltd., Hyderabad.

**15. Information and other instructions relating to e-voting and ballot paper voting are under:**

- (i) Pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, the Company is providing to its members the facility to exercise their right to vote on the resolutions proposed to be passed in the 26th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting facility. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
- (ii) For the benefit of Members who do not have access to e-voting facility, a ballot paper is being sent along with the Notice of the AGM, to enable them to send their assent or dissent by post. Members may send the duly completed ballot paper so as to reach the Scrutinizer at the Registered Office of the Company not later than 10th August, 2015 (5.00 pm). Ballot paper received after this date will be treated as invalid. Detailed instructions on process, manner for voting through post are given in the ballot paper.
- (iii) The facility for voting through Ballot paper shall also be made available at the Meeting. Members attending the Meeting, who have not already cast their vote by remote e-voting or through Ballot paper shall be able to exercise their right at the Meeting. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- (iv) The Company has engaged the services of Karvy Computershare Private Limited ("Karvy") as the Agency to provide e-voting facility. The remote e-voting facility

will be available at the link <http://evoting.karvy.com>

- (v) The login ID and password for e-voting along with process, manner and instructions for e-voting is being sent to the members who have not registered their e-mail IDs with the Company / their respective Depository Participants along with physical copy of the Notice. Those members who have registered their e-mail IDs with the Company / their respective Depository Participants are being forwarded the login ID and password for e-voting along with process, manner and instructions by e-mail.
- (vi) The remote e-voting facility will be available during the following period:  
  
Commencement of remote e-voting: from 10th August, 2015 (9 a.m. IST)  
  
End of remote e-voting: up to 13th August, 2015 (5 p.m. IST).
- (vii) E-voting shall not be allowed beyond 5 p.m. on 13th August, 2015 and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period. During the e-voting period, shareholders of the company, holding shares either in physical form or in dematerialised form, as on the **cut-off date being Friday, 7th August, 2015** only shall be entitled to avail the facility of remote e-voting / ballot paper.
- (viii) In case of any query pertaining to e-voting, please visit Help & FAQ's section of <https://evoting.karvy.com> (Karvy's website) or contact Mr. P. A. Varghese, Contact No. +91 40 6716 1507, at [Unit: Suven Life Sciences Limited] Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.
- (ix) A member can opt for only one mode of voting, i.e. either by e-voting or through ballot paper. In case of Member(s) who cast their votes by both modes, then voting done through e-voting shall prevail and the ballot paper of that Member shall be treated as invalid.
- (x) Any person who acquires shares of the company and becomes a member of the company after the dispatch of the AGM Notice and holds shares as on the cut-off date, i.e. 7th August, 2015, may obtain the login Id and password by sending a request at [varghese1@karvy.com](mailto:varghese1@karvy.com). However, if you are already registered with Karvy for remote e-voting then you can use your existing user ID and password for casting your vote. If you have forgotten your password, you may reset your

password by using "Forgot User Details/ Password" option available on <http://evoting.karvy.com>

- (xi) The Company has appointed, Smt. P Renuka, Practicing Company Secretary (Membership No. A11963), as Scrutinizer to scrutinize the ballot paper and remote e-voting process for Annual General Meeting in a fair and transparent manner and she has communicated her willingness to be appointed and be available for same purpose.
- (xii) The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting and also count the votes received through ballot paper, in the presence of at least two (2) witnesses not in the employment of the Company.
- (xiii) The scrutinizer, after scrutinizing the votes cast at the meeting ballot paper and through remote e-voting,

will, not later than three days of conclusion of the meeting, make 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.

- (xiv) The Chairman or the person authorized by him in writing shall forthwith on receipt of the consolidated scrutinizer's report, declare the results of the voting. The results declared, along with the Scrutinizer's Report, shall be placed on the Company's website [www.suven.com](http://www.suven.com) and on the website of Karvy <http://evoting.karvy.com> immediately after their declaration, and the results shall simultaneously communicated to the Stock Exchanges where the Company is listed, viz. BSE Ltd. and National Stock Exchange of India Ltd.
- (xv) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of meeting, i.e. August 14, 2015.

## BRIEF PROFILE OF THE DIRECTOR SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Mr. Venkat Jasti is a Post Graduate in Pharmacy from Andhra University, Visakhapatnam, and also a Post Graduate in Pharmacy from St. John University, New York, specializing in Industrial Pharmacy. Having registered himself as a Registered Pharmacist, he successfully owned and operated a chain (6) of community pharmacies in the state of New York and New Jersey in USA from 1977 till 1989. He was the president elect of Essex County Pharmaceutical Society of NJ in 1988.

He returned to India from USA and Co-founded Suven in 1989. Since then, he has been successfully managing the company providing the direction and leadership. Under his leadership Suven developed innovative business models like CRAMS (Contract Research And Manufacturing Services) and DDDSS (Drug Discovery & Development Support Services).

Under Mr Jasti's stewardship, Suven architected discovery programmes in the year 2004, leading to a pipeline of 13 molecules, with its first molecule SUVN-502 targeted against cognition in Alzheimer's and Schizophrenia completed Phase 1 studies in USA and poised to enter Phase 2a, Proof of Concept (POC) study. All other molecules are in different phases of preclinical and clinical development programmes.

Mr. Jasti is the Chief architect for the formation of A.P. Chief Minister's task force for Pharma during 2001 and responsible for the creation of Pharma City at Vizag by Govt. of Andhra Pradesh and PHARMEXCIL (Pharmaceutical Export Promotion Council), head quartered at Hyderabad. Mr. Jasti was Chairman for PHARMEXCIL till 2009.

Mr. Jasti was President of Indian Pharmaceutical Association (IPA), and Chairman of Local Organizing Committee for the 52nd Indian Pharmaceutical Congress held at Hyderabad in 2001 and was President of Bulk Drug Manufacturers Association of India (BDMA) till September, 2004.

Mr. Venkat Jasti had been on the Board since inception of the company. He is also Director on the Board of PHARMEXCIL and Jasti Property and Equity Holdings Private Limited. He does not hold any other Committee positions. He holds 1000 shares of Re 1/- each in the company. He is spouse of Mrs. Sudha Rani Jasti, Co-founder & Whole-time Director of the Company.

Being Chairman & CEO he has overall responsibility of the company in terms of its strategic growth and business development.



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**ATTENDANCE SLIP**

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

DP ID		Reg. Folio No.	
Client ID		No. of Shares	

NAME AND ADDRESS OF THE REGISTERED SHAREHOLDER

--

I/We hereby record my/ our presence at the 26th Annual General Meeting of the Company to be held on Friday, the 14th day of August 2015 at 3.00 p.m. at the KLN Prasad Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce & Industry [FTAPCCI], 11-6-841, Red Hills, Hyderabad –500 004.

.....

Signature of Shareholder/ Proxy



Please Cut Here





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## **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 member(s)			
Registered Address			
Email Id			
Folio No. / Client ID		DP ID	

I/We, being the member(s) of \_\_\_\_\_ shares of the above named company, hereby appoint

1	Name			
	Address			
	E-mail Id		Signature	
	or failing him			
2	Name			
	Address			
	E-mail Id		Signature	
	or failing him			
3	Name			
	Address			
	E-mail Id		Signature	

Please Cut Here



as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 26th Annual General Meeting of the company, to be held on Friday, the 14th day of August, 2015 at 3.00 p.m. at the KLN Prasad Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce & Industry [FTAPCCI], 11-6-841, Red Hills, Hyderabad –500 004 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions	For	Against
1. To receive, consider and adopt the audited Financial Statements, Reports of the Board of Directors and Auditors		
2. Declaration of Dividend on Equity Shares		
3. Re-appointment of Shri Venkateswarlu Jasti, who retires by rotation		
4. Appointment of Auditors and fixing their remuneration		

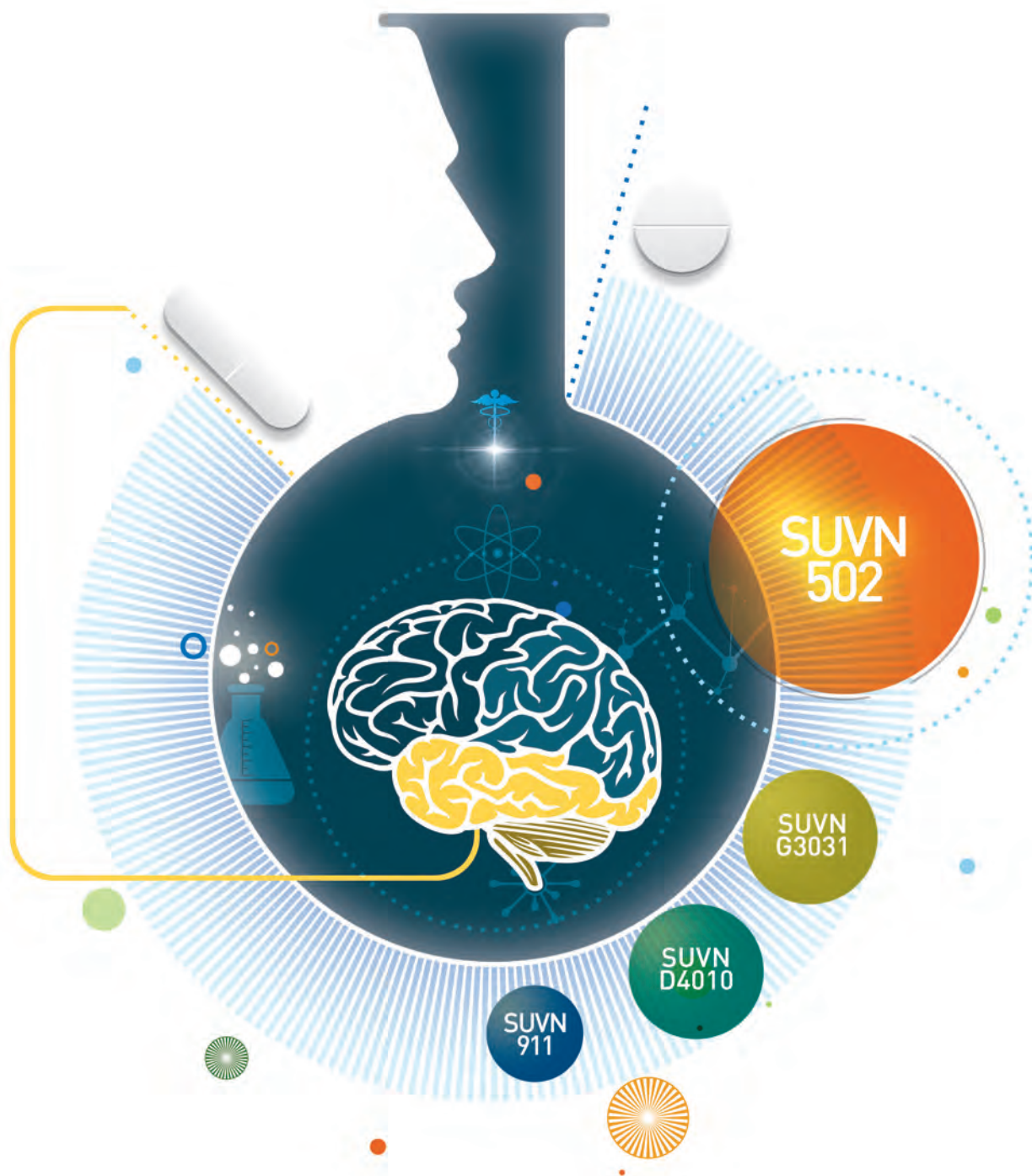
Signed this ..... day of ..... 2015.

Signature of shareholder: \_\_\_\_\_

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

Affix a  
1 Rupee  
Revenue  
Stamp

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.



BUILDING PIPELINE FOR...  
**UNMET MEDICAL NEEDS** >>

#### CAUTIONARY STATEMENT

IN THIS ANNUAL REPORT, WE HAVE DISCLOSED FORWARD-LOOKING INFORMATION TO ENABLE INVESTORS TO COMPREHEND OUR PROSPECTS AND TAKE INFORMED INVESTMENT DECISIONS. THIS REPORT AND OTHER STATEMENTS - WRITTEN AND ORAL - THAT WE PERIODICALLY MAKE CONTAIN FORWARD-LOOKING STATEMENTS THAT SET OUT ANTICIPATED RESULTS BASED ON THE MANAGEMENT'S PLANS AND ASSUMPTIONS. WE HAVE TRIED, WHEREVER POSSIBLE, TO IDENTIFY SUCH STATEMENTS BY USING WORDS

SUCH AS 'ANTICIPATES', 'ESTIMATES', 'EXPECTS', 'PROJECTS', 'INTENDS', 'PLANS', 'BELIEVES', AND WORDS OF SIMILAR SUBSTANCE IN CONNECTION WITH ANY DISCUSSION OF FUTURE PERFORMANCE. WE CANNOT GUARANTEE THAT THESE FORWARD-LOOKING STATEMENTS WILL BE REALISED, ALTHOUGH WE BELIEVE WE HAVE BEEN PRUDENT IN ASSUMPTIONS. THE ACHIEVEMENT OF RESULTS IS SUBJECT TO RISKS, UNCERTAINTIES AND EVEN INACCURATE ASSUMPTIONS. SHOULD KNOWN OR UNKNOWN RISKS OR UNCERTAINTIES

MATERIALISE, OR SHOULD UNDERLYING ASSUMPTIONS PROVE INACCURATE, ACTUAL RESULTS COULD VARY MATERIALLY FROM THOSE ANTICIPATED, ESTIMATED OR PROJECTED. READERS SHOULD BEAR THIS IN MIND. WE UNDERTAKE NO OBLIGATION TO PUBLICLY UPDATE ANY FORWARD-LOOKING STATEMENTS, WHETHER AS A RESULT OF NEW INFORMATION, FUTURE EVENTS OR OTHERWISE.

## THESE ARE SOME OF THE EVOLVING REALITIES OF THE DYNAMIC GLOBAL PHARMACEUTICALS SECTOR...

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