



JAYSHREE CHEMICALS LIMITED

Regd. Office : P.O. : Jayshree - 761 025
District : Ganjam (Orissa)

NOTICE

NOTICE is hereby given that the 48th Annual General Meeting of the Company will be held at its Registered Office at P.O. Jayshree - 761025 District : Ganjam, Orissa on Saturday, the 14th August, 2010 at 3 P.M. to transact the following business :-

1. To receive and adopt the Profit and Loss Account of the Company for the year ended 31st March, 2010 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.
2. To confirm the Interim Dividend of Re.1/- per Share for the year ended 31st March, 2010 paid on 9th November, 2009 as the final dividend.
3. To appoint a Director in place of Shri S. K. Bangur, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Shri Virendra Bangur, who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint a Director in place of Shri D. D. Kothari, who retires by rotation and being eligible offers himself for re-appointment.
6. To re-appoint Auditors and to fix their remuneration.

Place : Kolkata
Date : 31st May, 2010

By Order of the Board
S. L. Jalan
Company Secretary

NOTES :

- i) A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote in his stead and a proxy need not be a Member of the Company.
- ii) The Register of Members and the Share Transfer Books of the Company will remain closed from 7th August, 2010 to 14th August, 2010, both days inclusive.
- iii) Shareholders desiring any information on the Accounts are requested to write to the Company in advance to enable the Company to keep the information ready.
- iv) In terms of the provisions of Section 109A of the Companies Act, 1956, nomination facility is available to individual Shareholders. Shareholders holding Shares in physical form and desirous of availing the above facility are advised to submit their Nominations in Form 2B prescribed under Rule 5D of the Companies (Central Government's) General Rules & Forms, 1956.
Shareholders holding Shares in the dematerialised form are advised to contact their Depository Participant in this behalf.
- v) The Company's Shares are available for dematerialisation both on National Securities Depository Limited and Central Depository Services (India) Ltd. and its ISIN No. is INE693E01016.
- vi) Shareholders, who hold Shares in dematerialised form, are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the Meeting.
- vii) The Company had declared dividends on 30th June, 2008 and 28th August, 2009 for its financial years ended 31st March, 2008 and 2009 respectively and Interim Dividend for the financial year ended 31st March, 2010 on 20th October, 2009. Shareholders, who have not yet encashed their Dividend Cheques for the above are advised to make their claims to the Company.

viii) In terms of Clause 49 of the Listing Agreement, the information pertaining to the Directors, who retire by rotation and are proposed to be re-appointed, is given below :-

- a) Shri S.K.Bangur, who is about 61 years of age, is a Director of the Company since 1st August, 1985. He is an eminent industrialist hailing from the well known family of Bangurs - the Scions of Industry and noted philanthropists. He is a Graduate from Calcutta University. Shri Bangur has wide experience of various industries like paper, newsprint, cables, chemicals, plantations, etc. He has been actively involved with the activities of Indian Paper Manufacturers' Association and has also been the President of the same. Shri Bangur is a former President of the Indian Chamber of Commerce, Kolkata and the Committee Member of the Federation of Indian Chambers of Commerce & Industry (FICCI) and Bharat Chamber of Commerce. He is also associated with various charitable and philanthropic organisations carrying on the traditions of the illustrious Bangur Family.

Shri Bangur is the Chairman and Managing Director of The West Coast Paper Mills Limited; Chairman of Rama Newsprint And Papers Limited; Jayshree Chemicals Limited, The Diamond Company Limited, The Kil Kotagiri Tea & Coffee Estates Co. Limited, Mothola Company Limited, Shree Satyanarayan Investments Co. Limited and Union Company Limited and the Director of Gloster Telecom Limited, Hindusthan National Glass & Industries Limited, Laxmi Asbestos Products Limited, The Marwar Textiles (Agency) Private Limited and Shree Satyanarayan Properties Private Limited.

He is the Member of the Remuneration Committee of the Directors of Jayshree Chemicals Ltd.

Shri S.K.Bangur holds 4,67,500 Equity Shares of the Company in his own name.

- b) Shri Virendra Bangur, who is about 35 years of age, is a Director of the Company since 5th June, 2003. He is a Commerce Graduate with Honours from Calcutta University. He is young and energetic with progressive outlook.

Shri Bangur has experience of industries like newsprint, chemicals, cables, etc. Shri Bangur is also the Chairman of Akhivi Tea Plantations And Agro Industries Ltd. and Gold Mohore Investment Company Ltd., the Vice-Chairman of Rama Newsprint And Papers Ltd. and the Director of Jayshree Chemicals Ltd.; Taparia Tools Ltd.; Union Company Ltd.; High Profile Travels Private Ltd.; Shree Satyanarayan Properties Private Ltd. and Suraj Agencies Private Ltd. He is a Member of the Investors' Grievance Committee and the UFR Committee of the Board of Directors of the Company.

Shri Bangur is a Member of the Young Entrepreneurs Organisation.

He holds 4,92,500 Equity Shares of the Company in his own name.

- c) Shri D.D.Kothari, who is about 75 years of age, is a Director of the Company since 23rd March, 1992. He is a Commerce Graduate and an entrepreneur with progressive outlook. His business interests include Textiles, Hosiery Knit products manufacturing, Paper, Packaging and Chemicals.

He is a former President of Bharat Chamber of Commerce, West Bengal Hosiery Association, Corrugated Manufacturers Association and Federation of Hosiery Manufacturers Association of India.

Shri Kothari is a Rotarian. He is the Past President of Rotary Club of Calcutta, one of the oldest Rotary Clubs in Asia. He is associated with many educational, cultural and socio-economic institutions and organisations.

He is also a Director of SKCC Paper & Board Pvt. Ltd.; Shree Krishna Packaging Co. Pvt.Ltd.; Sri Krishna Commercial Co. Ltd.; Anant Sri Viniyog Pvt.Ltd.; Shree Krishna Hosiery Pvt. Ltd.; Kothari Knitting Mills Pvt. Ltd. and Kothari Hosiery Factory Pvt.Ltd. He is a Member of the Audit Committee and the Investors Grievance Committee of the Board of Directors of the Company.

Shri Kothari holds 600 Equity Shares of the Company in his own name.

JAYSHREE CHEMICALS LIMITED

Registered Office :

P. O. Jayshree - 761 025, District - Ganjam (Orissa)

PROXY FORM

I/We _____

of _____

being a member/members of Jayshree Chemicals Limited hereby appoint _____ of

or failing him _____ of _____ as my/our proxy in my/our absence to attend and vote for me/us and on my/our behalf at the 48th Annual General Meeting of the Company to be held at its Registered Office on Saturday, the 14th August, 2010 at 3 p.m. and at any adjournment thereof.

Signed this _____ day of _____ 2010

Signature _____

Affix
Revenue
Stamp

Folio No. _____

DP ID No. _____

Client ID No. _____

No. of Shares held _____

Notes :

- i) The Proxy must be deposited at the Company's Registered Office at P. O. Jayshree - 761 025, District - Ganjam (Orissa) or at the Company's Office at 31, Chowringhee Road, Kolkata - 700 016 not less than 48 hours before the time for holding the Meeting.
- ii) A proxy need not be a member of the Company.