



Jeevan Scientific Technology Limited

**Extra-ordinary General Meeting
of the Shareholders
of
Jeevan Scientific Technolgy Limited**

NOTICE

Notice is hereby given that the Extra-Ordinary General Meeting of the Shareholders of Jeevan Scientific Technology Limited will be held on Saturday, 30th day of March, 2019 at 9.30 A.M at Plot No.1 & 2, Sai Krupa Enclave, Manikonda Jagir, Near Lanco Hills, Hyderabad 500 008 to transact the following business:

SPECIAL BUSINESS:

1. TO APPROVE FOR CONTINUATION OF CURRENT TERM OF MR. S. S. R. KOTESWARA RAO AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR:

To consider and if thought fit, pass with or without modification(s), the following resolution as **Special Resolution**.

“**RESOLVED THAT** pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and other applicable provisions of the Companies Act, 2013 and relevant Rules made there under, including any statutory modification(s) or re-enactment thereof, for the time being in force, consent of the members of the company be and is hereby accorded to continue Sri. S. S. R. Koteswara Rao, who attained the age of 75 years and who was appointed as Independent Non-Executive Director (DIN: 00964290) by special resolution in the AGM held on 28.09.2018 to hold office till the conclusion of 25th Annual General Meeting to be held in the calendar year 2023 or till 30.09.2023, whichever is earlier.

RESOLVED FURTHER THAT Mr. K.Krishna Kishore, Vice Chairman and Managing Director be and is hereby authorized to do all such deeds necessary and incidental there to including filing of requisite forms with Registrar of Companies, Telangana, Hyderabad.”

For and on behalf of the Board
Jeevan Scientific Technology Limited

Sd/-

K. Krishna Kishore

Vice Chairman & Managing Director
(DIN :00876539)

Place: Hyderabad
Date: 06.03.2019

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Registered Office of the Company by not less than 48 hours before the commencement of the Meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.

2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business to be transacted at the Extra-Ordinary General Meeting as set out in the Notice is annexed hereto.
3. Attendance slip, proxy form and the route map giving directions to reach the venue of the Extra-Ordinary General Meeting is given at the end of the Notice.
4. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company/ Registrar and Share Transfer Agent, a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
5. Members holding shares in the electronic form are requested to inform any changes in address/ bank mandate directly to their respective Depository Participants.
6. Members/ Proxies/ Authorised Representatives are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID Numbers for identification.
7. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
8. The Company or its Registrar and Share Transfer Agent cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
9. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agents (**M/s. CIL Securities Limited.**)
10. As a measure of austerity, copies of the notice of Extra-Ordinary General Meeting (EGM) will not be distributed at the EGM. Members are therefore, requested to bring their copies of the Notice of EGM to the Meeting.
11. Members holding shares in the same name under different ledger folios are requested to apply for Consolidation of such folios and send the relevant share certificates to **M/s. CIL Securities Limited**, Share Transfer Agents of the Company for their doing the needful.

12. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
13. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission / transposition, Demat / Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
14. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
15. Electronic copy of the EGM Notice on 30.03.2019 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the EGM Notice on 30.03.2019 is being sent in the permitted mode.
16. Members may also note that the Notice of the Extra-Ordinary General Meeting on 30.03.2019 will also be available on the Company's website www.jeevanscientific.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: shareholders@jeevanscientific.com.
17. Voting through electronic means
Pursuant to Section 108 of the Companies Act, 2013, a read with the relevant Rules of the Act and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 22nd March, 2019, i.e. The remote e-voting period will commence at 9.00 a.m. on 27th March, 2019 and will end at 5.00 p.m. on 29th March, 2019. The Company has appointed Mrs. D. Renuka (C.P. No. 3460), Practicing Company Secretary, to act as the Scrutinizer, to scrutinize remote e-voting and physical voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting refer to the detailed procedure given hereinafter.

Procedure for remote e-voting

- i. The voting period begins at 9.00 a.m. on 27th March, 2019 and will end at 5.00 p.m. on 29th March, 2019. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (22nd March, 2019) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iii. Click on Shareholders.
- iv. Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

- c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first time user follow the steps given below:

| | For Members holding shares in Demat Form and Physical Form |
|-----------------------|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. |
| DOB | Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. |
| Dividend Bank Details | Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> ● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv). |

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN Jeevan Scientific Technology Limited.
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvii. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(II) In case of members receiving the Physical copy of Notice of EGM [for members whose e-mail IDs are not registered with the company/ depository participant(s) or requesting physical copy]:

A. Please follow all steps from sl. no. (ii) to sl. no. (xvii) above, to cast vote.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

B. The voting period begins at 9.00 a.m. on 27th March, 2019 and will end at 5.00 p.m. on 29th March, 2019. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on 22nd March, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

18. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 22nd March, 2019.
19. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively . Please follow the instructions as prompted by the mobile app while voting on your mobile.
20. Mrs. D. Renuka, Practicing Company Secretary, bearing C.P. Number 3460 has been appointed as the Scrutinizer to scrutinize the e-voting process.
21. The Scrutinizer shall within a period not exceeding three (3) days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

22. The Results shall be declared on or after the EGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.jeevanscientific.com and on the website of CDSL immediately after declaration of result by chairman and communicated to the BSE Limited.
23. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Depository Participant and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agents.

For and on behalf of the Board
Jeevan Scientific Technology Limited

Sd/-

K. Krishna Kishore

Vice Chairman & Managing Director
(DIN :00876539)

Place: Hyderabad

Date: 06.03.2019

EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

ITEM NO. 1:

As per the amendments, Reg 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 requires appointment or continuance of any person as Non-Executive Director of a listed company who has attained the age of 75 years to be approved by the shareholders by way of a Special Resolution.

Mr. S.S.R Koteswara Rao, Independent Non-Executive Director of the Company has joined the Board of Directors of the Company in 13.11.2015. Pursuant to Section 149 (11) of the Companies Act, 2013, Mr. S.S.R Koteswara Rao was re-appointed as an Independent Non-Executive Director in the Annual General Meeting held on 28.09.2018 to hold office for five consecutive years for a term till the conclusion of 25th Annual General Meeting to be held in the calendar year 2023 or till 30.09.2023, whichever is earlier. Though, Mr. S.S.R Koteswara Rao can hold office under the erstwhile resolution, his continuation of appointment as Independent – Non-executive Director requires special resolution to be passed in terms of SEBI LODR (Amendment) Regulations, 2018 since he has attained the age of 75 years.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 06.03.2019 approved the continuance of Mr. S.S.R Koteswara Rao, Chairman & Independent Non-Executive Director, who has attained the age of 75 years, subject to the approval of shareholders.

Brief resume of the director and Nature of his expertise in specific functional areas:

Mr. S.S.R Koteswara Rao is a Member of the Institute of Chartered Accountants of India and the Senior Partner of Brahmayya & Co., Chartered Accountants. He served as a Regional Council Member of SIRC of ICAI during 1985-1992 and was its Chairman during 1990-1992. Mr. S.S.R Koteswara Rao was the President of Federation of Andhra Pradesh Chamber of Commerce & Industry, director of Andhra Pradesh State Financial Corporation and member of Tirumala Tirupati Devasthanams Trust Board. Mr. S.S.R. Koteswara Rao is presently a Director in Sanzyme Ltd., Kakatiya Textiles Ltd., Deccan Auto Ltd., Tera Software Limited and Corona Bus Manufactures Pvt. Ltd., and Treasurer in Vignana Jyothi - a non-profitable organisation working in the field of education.

In the opinion of the Board, Mr. S.S.R Koteswara Rao fulfils the conditions specified in the Companies Act, 2013 and SEBI (LODR) Regulations for continuing him as an Independent Non-executive Director of the Company and is independent of the management.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. S.S.R Koteswara Rao as an Independent Director.

Details of Director seeking appointment through Extra-Ordinary General Meeting (pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended) is as follows:

| | |
|--|---|
| Name of the Director | Mr. S.S.R. Koteswara Rao |
| DIN | 00964290 |
| Date of Birth | 25/03/1943 |
| Nationality | Indian |
| Date of appointment of Independent Director | 13.11.2015 |
| Disclosure of relationships between directors inter-se | Not related to any Director / Key Managerial Personnel |
| Names of listed entities in which the person also holds the directorship and the membership of Committees of the board | Tera Software Limited |
| Shareholding in the Company | NIL |
| Terms and conditions of re-appointment | The Continuation of directorship till the expiry of his existing term i.e. conclusion of 25th Annual General Meeting to be held in the calendar year 2023 or till 30.09.2023, whichever is earlier. |
| The number of Meetings of the Board attended during the F.Y. 2017-18 | 6 |

Accordingly, the Board recommends the resolution in relation to continuation of appointment of Mr. S.S.R Koteswara Rao as an Independent non-executive Director, for the approval of the shareholders of the Company.

Except Mr. S.S.R Koteswara Rao, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 1.

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]

CIN: L72200TG1999PLC031016

Name of the company: **Jeevan Scientific Technology Limited**

Registered office: Plot No. 1 & 2, Sai Krupa Enclave, Manikonda Jagir, Near Lanco Hills, Hyderabad – 500 008

| |
|------------------------|
| Name of the member(s): |
| Registered Address: |
| E-mail 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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on Saturday, 30th day of March, 2019 at 9.30 A.M at Plot No.1 & 2, Sai Krupa Enclave, Manikonda Jagir, Near Lanco Hills, Hyderabad 500 008 and at any adjournment thereof in respect of such resolution as indicated below:

Resolution No.

1. To approve for continuation of current term of Mr. S. S. R. Koteswara Rao as a Independent Non-Executive Director.

Signed this day of..... 2019



Signature of shareholder

Signature of Proxy holder(s)

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.

Jeevan Scientific Technology Limited

Plot No. 1 & 2, Sai Krupa Enclave, ManikondaJagir, Near Lanco Hills, Hyderabad – 500 008

ATTENDANCE SLIP
(Please present this slip at the Meeting venue)

I hereby record my presence at the Extra-Ordinary General Meeting of the members of the company to be held on Saturday, 30th day of March, 2019 at 9.30 A.M at Plot No.1 & 2, Sai Krupa Enclave, Manikonda Jagir, Near Lanco Hills, Hyderabad 500 008 and at any adjourned meeting thereof.

Shareholders/Proxy's Signature_____

Shareholders/Proxy's full name_____

(In block letters)

Folio No./ Client ID_____

No. of shares held_____

Note:

Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

Form No. MGT-12**Polling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies
(Management and Administration) Rules, 2014]

Name of the Company: **Jeevan Scientific Technology Limited**

Registered Office : Plot No. 1 & 2, Sai Krupa Enclave, Manikonda Jagir,
Near Lanco Hills, Hyderabad – 500 008

BALLOT PAPER

| SI. No | Particulars | Details |
|--------|---|---------------|
| 1. | Name of the First Named Shareholder (In block letters) | |
| 2. | Postal address | |
| 3. | Registered folio No. / *Client IDNo. (*Applicable to investors holding shares in dematerialized form) | |
| 4. | Class of Share | Equity |

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

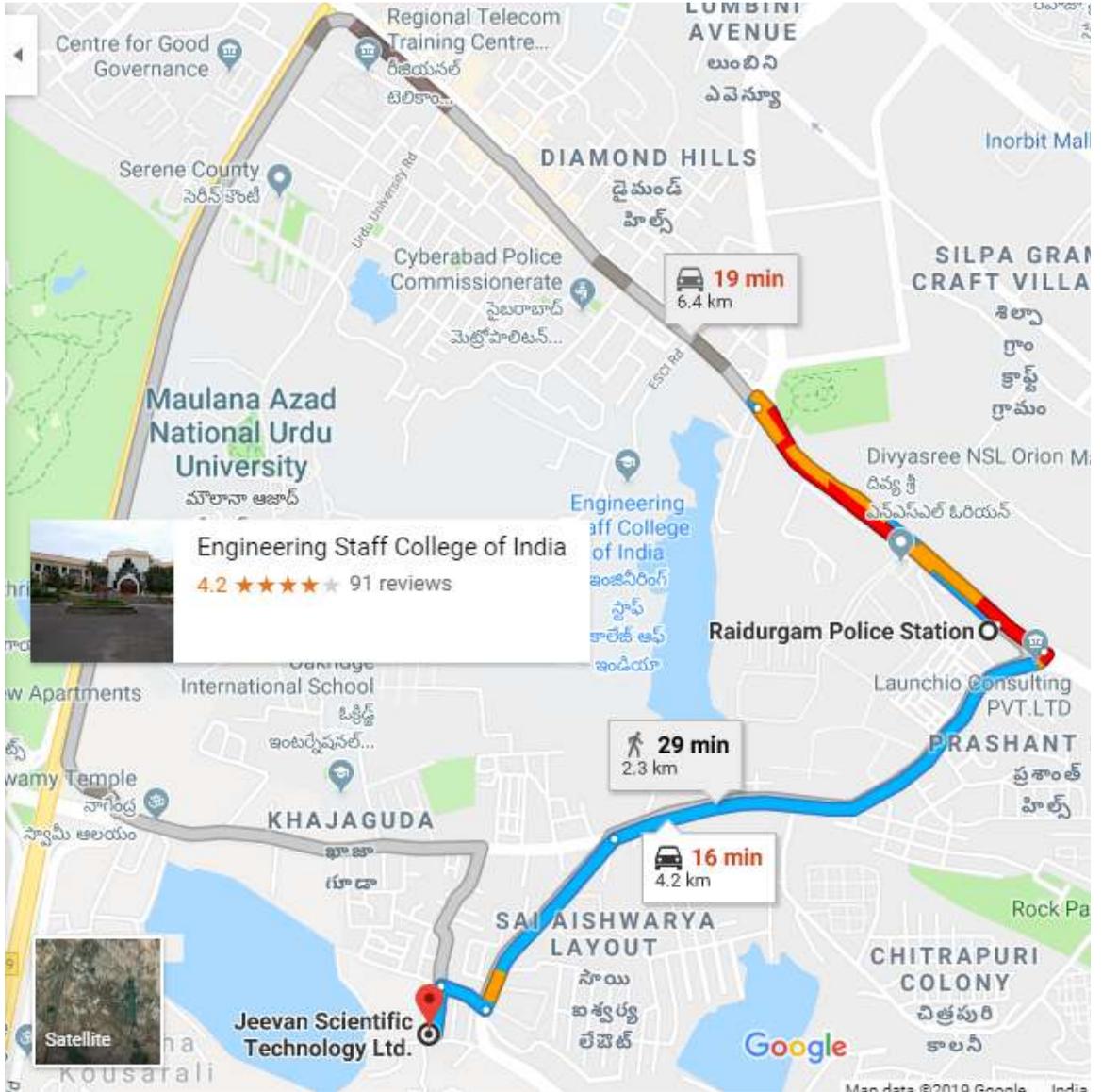
| Resolution No | Description | No. of shares held by me | I assent to the resolution | I dissent from the resolution |
|---------------|---|--------------------------|----------------------------|-------------------------------|
| 1. | To approve for continuation of current term of Mr. S. S. R. Koteswara Rao as an Independent Non-Executive Director. | | | |

Place:

Date:

(Signature of the shareholder)

ROUTE MAP



**Book-Post
Printed Matter**



If undelivered, please return to :

Jeevan Scientific Technology Limited

Registered Office: Plot No. 1&2, Sai Krupa Enclave,
Manikonda Jagir, Near Lanco Hills,
Hyderabad - 500 008.
Ph : +91-40-67364700, Fax : +91-40-67364707