



## NOTICE OF FIFTH ANNUAL GENERAL MEETING

Notice is hereby given that the Fifth Annual General Meeting of Lasa Supergenerics Limited will be held on Friday, September 25, 2020 at 09:00 am (IST) Through Video Conferencing (VC)/ other audio Visual Means (OAVM) facility to transact the following business:

### ORDINARY BUSINESS

#### Item No.1

##### Adoption of Annual Accounts.

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon; and

#### Item No.2

##### Appointment of a Director retiring by rotation

To appoint a Director in place of Mr. Mithun Jadhav, (DIN: 08181048), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

#### Item No.3

##### To Approve the Cost Auditors Remuneration

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

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s Ritesh & Associates., Practising Cost Accountants, (Firm Registration No. 100675), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2020-21, amounting to 1,20,300/- plus payment of applicable taxes and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed.”

**RESOLVED FURTHER THAT** any director and / or company secretary of the company be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, proper or desirable to give effect to this resolution.”

#### Corporate Office

Office no: 705,  
Minerva Estate,  
A, wing, 02  
Commercial Tower  
Mulund (W),  
August 05, 2020

By Order of the Board For  
LASA SUPERGENERICS LIMITED

Nidhi Kulshrestha  
Company Secretary & Compliance Officer

### NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“E-AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the E-AGM of the Company is being held through VC / OAVM.
2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item No. 3 of the Notice, is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (AGM”) are also annexed.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this E-AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the E-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the E-AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to amitrdadheech@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.
5. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Bigshare Services Private Limited (BSPL), the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019 except in case of request received for transmission or

- transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Bigshare Services Private Limited for assistance in this regard. A steps of conversion from physical to demat is available on website of our company i.e. [www.lasalabs.com](http://www.lasalabs.com).
8. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with Bigshare Services Private Limited in case the shares are held by them in physical form.
  9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, to their DPs in case the shares are held in electronic form and to Bigshare Services Private Limited in case the shares are held in physical form.
  10. In compliance with the provisions of section 108 of the Act and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by Central Depository Services Limited (CDSL), on all resolutions set forth in this Notice. The facility of electronic voting system shall be made available at the E-AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through electronic voting system. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on September 18, 2020 are entitled for remote e-voting on the Resolutions set forth in this Notice. Any person who is not a Member as on the cutoff date should treat this Notice for information purposes only.
  11. The process and manner for e-voting and other details are also sent with Annual Report and forms part of the Notice.
  12. All documents referred to in the Notice will be available for inspection in electronic mode from the date of circulation of this Notice up to the date of AGM, i.e. September 25, 2020. Members seeking to inspect such documents can send an email to [cs@lasalabs.com](mailto:cs@lasalabs.com).
  13. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 ("Act") and the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM.
  14. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 19, 2020 to Friday, September 25, 2020, (Both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  15. Members seeking any information with regard to the accounts or any matter to be placed at the E-AGM are requested to write to the Company on or before Thursday September 10, 2020 through email on [cs@lasalabs.com](mailto:cs@lasalabs.com). The same will be replied by the Company suitably.
  16. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the E-AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website [www.lasalabs.com](http://www.lasalabs.com), and websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com)
  17. Members attending the E-AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act.
  18. Members are requested to:
    - a. Intimate to the Company's Registrar and Share Transfer Agent/Depository Participant, changes, if any, in their respective addresses along with Pin Code number at an early date.
    - b. Quote folio numbers/DP ID – Client ID in all their correspondence.
    - c. Consolidate holdings into one folio in case of multiplicity of folios with names in identical order.
    - d. Update Bank details with the Registrar and Share Transfer Agent / Depository Participant to avail receipt of dividend by ECS/ NECS facility.
  19. Non-Resident Shareholders are requested to inform the Company immediately about:
    - a. The change in the Residential Status on return to India for permanent settlement;
    - b. The particulars of NRE Bank Account maintained in India with complete name and address of the Bank, if not furnished earlier.
  20. Amit R. Dadheech & Associates, Practicing Company Secretaries has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
  21. Since the E-AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

**The details of the process and manner for remote e-voting are explained herein below**

**VOTING THROUGH ELECTRONIC MODES**

- a) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- b) The Board of Directors has appointed M/s Amit R. Dadheech & Associate, Practicing Company Secretaries as the Scrutinizer to scrutinize the voting at the E-AGM and remote e-voting process in a fair and transparent manner.

### Voting at E-AGM

- i. Only those members/shareholders, who will be present in the E-AGM through video conferencing facility and have not cast their vote through remote e-voting and are otherwise not barred from doing so are eligible to vote through e-voting at the E-AGM. However, members who have voted through remote e-voting will be eligible to attend the E-AGM.
- ii. Members attending the E-AGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
- iii. Upon declaration by the Chairman about the commencement of e-voting at E-AGM, members shall click on the thumb sign on the left bottom corner of the video screen for voting at the E-AGM.
- iv. In Compliance with regulation 44, SEBI Listing Obligation and Disclosure Requirements, 2015 and section 108 and other applicable provisions of the Companies Act, 2013, read with related Rules, the Company is pleased to provide remote e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice.
- v. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide e-voting facilities, enabling the members to cast their vote electronically in a secure manner. It may be noted that the remote e-voting facility is optional.

The remote e-voting facility will be available at the link [www.evotingindia.com](http://www.evotingindia.com) during the following voting period.

### The instructions for shareholders voting electronically are as follows:-

- (i) The voting period begins on Tuesday September 22, 2020 (9:00 am IST) and ends on Thursday September 24, 2020 (5:00 pm IST) . During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday September 18, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Kindly note the procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)

- (ii) Click on Shareholders module.
- (iii) 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.

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login- Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• 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 (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</li> <li>• 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. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both 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).</li> </ul>

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (x) Click on the EVSN for the Lasa Supergenerics Limited on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) 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. Apple 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.
- (xviii) Note for Non-Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://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](mailto: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 linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.
- (xix) 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE E-AGM THROUGH VC / OAVM ARE AS UNDER:**

1. Members will be able to attend the E-AGM through VC / OAVM or view the live webcast of E-AGM provided by cdsi by using their remote e-voting login credentials and selecting the EVSN for Company’s E-AGM will be displayed.
2. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further Members can also use the OTP based login for logging into the e-voting system of CDSL.
3. Facility of joining the E-AGM through VC / OAVM shall open 30 minutes before the time scheduled for the E-AGM and will be available for Members on first come first served basis.
4. Members who need assistance before or during the E-AGM, can contact CDSL on [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738) or Mr. Rakesh Dalvi (022-23058542) or Mr. Mehboob Lakhani (022-23058543).
5. Members who would like to express their views or ask questions during the E-AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, Mobile number at [cs@lasalabs.com](mailto:cs@lasalabs.com). from September 01, 2020 (9:00 a.m. IST) to September 10, 2020 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the E-AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the E-AGM.

**Other Instructions**

1. The Scrutinizer shall, immediately after the conclusion of voting at the E-AGM, first count the votes cast during the E-AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the E-AGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.



2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.lasalabs.com](http://www.lasalabs.com) and on the website of CDSL immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.
3. Members are encouraged to join the Meeting through Laptops for better experience.
4. Members will be required to allow camera and use internet with good speed to avoid any disturbance during the meeting.
5. Participants connecting from mobile devices or laptops or tablets via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network.

It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

**Corporate Office  
Office no: 705,  
Minerva Estate,  
A, wing, 02  
Commercial Tower  
Mulund (W),  
Mumbai 400 080  
Date : August 05, 2020**

**By Order of the Board For  
LASA SUPERGENERICS LIMITED**

**Nidhi Kulshrestha  
Company Secretary & Compliance Officer**

## ANNEXURE TO THE NOTICE

### DETAILS OF THE DIRECTORS SEEKING APPOINTMENT OR RE-APPOINTMENT

In pursuance of regulation 36(3) SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 and Secretarial Standard-2

<b>Name of Director</b>	<b>Mr. Mithun Mohan Jadhav</b>
<b>Director Identification No.</b>	08181048
<b>Date of Birth</b>	April 26, 1986
<b>Date of appointment on Board</b>	August 13, 2018
<b>Nationality</b>	Indian
<b>Qualifications</b>	Diploma in Material Management
<b>Expertise in specific functional areas</b>	He holds a Diploma in Material Management (DMM) from Pune University. In addition he holds following degree – Master degree in Commerce from University of Mumbai, He has over 10 years' experience in the chemical industry in Purchase, Inventory Management & Vendor Development. Prior to joining Lasa, he has worked with Reputed organizations like Kansai Nerolac Paint Ltd, Valvoline Cummins Ltd, Nippon paint India Pvt Ltd, Deepak Novochem Ltd ( Group of Deepak Nitrite )
<b>List of Directorships held in Other Companies</b> (Excluding Foreign, Private and Section 8 Companies)	NIL
<b>Memberships/ Chairmanships of Audit and Stakeholders' Relationships Committees across Public Companies</b>	Member in Stakeholders' Relationships Committees and CSR Committee of Lasa Supergenerics Limited.
<b>Number of shares held in the Company</b>	NIL
<b>Relationships between the Directors inter-se</b>	N.A.

### EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### ITEM NO. 3 TO THE NOTICE

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s N. Ritesh & Associates., Practicing Cost Accountants, (Firm Registration No. 100675), as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2020-21 at a remuneration of Rs. 1,20,300/- plus out of pocket expenses and applicable taxes as recommended by the Nomination and Remuneration Committee.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an ordinary resolution as set out at Item No. 3 of the Notice of the E-AGM for ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2021.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the passing of the resolution as set out at Item No. 3 for the approval of members.

**For and on behalf of the Board of Directors of  
LASA SUPERGENERICS LIMITED**

**Place : Mumbai  
Date : August 5, 2020**

**Nidhi Kulshrestha  
Company Secretary & Compliance Officer**