

Jenson & Nicholson (India) Ltd.

617, Bestech Business Tower,
Sector-48, Sohna Road,
Gurgaon -122018 (Haryana)
Tel. No. : +91-124-4017402
E -mail : info@jnpaints.com
Website : www.jnpaints.com
CIN No : L51597WB1922PLC004603

To
Yogendra Daxini
Senior Manager-Surveillance
BSE Limited,
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai- 400001

Date: 23/02/2017

Dear Sir/Madam,


This is with reference to your letter no. L/SURV/ONL/RV/NK/2016-17/273 dated February 23, 2017, in this regard we wish to submit that in connection with Newspaper article which is referred by you we are giving correct picture of sequence of events taken place as follow:

- 1) We have incorporated a wholly owned subsidiary in the name and style "Jenson & Nicholson Paints Pvt. Ltd." on 2nd of November, 2015 with authorized & paid up capital of Rupees 30 lakh and 16.5 lakh respectively and we have intimated BSE vide our letter dated August 20, 2015 (copy enclosed as Annexure-1)
- 2) Shareholders approved the proposal of forming wholly owned subsidiary and assignment of trademark to such subsidiary in AGM (29/09/2015). Outcome of AGM intimated to BSE vide our letters dated 30/09/2015. (Copy enclosed as Annexure 2)
- 3) A Trademark License cum Assignment Agreement has been executed on December 21, 2015, we have intimated BSE vide letter dated 22/12/2015. (copy enclosed as Annexure-3)
- 4) Board of Directors approved Share Subscription, Share Allotment and Shareholders Agreement on 07/01/2016 and this has been intimated to BSE vide our letter dated 07/01/2016. (Copy enclosed as Annexure-4).
- 5) A Trademark Assignment Agreement has been executed on June 01, 2016 and we have intimated BSE vide our letter dated 02/06/2016. (Copy enclosed as Annexure-5)
- 6) We have not formed any joint venture with Sheenlac Paints Ltd., it is one of the equity shareholder in our subsidiary named Jenson & Nicholson Paints Pvt. Ltd., shares held (equity) in such Subsidiary are-1) Jenson & Nicholson (India) Ltd.-165000 (55%), 2)Sudhir Peter-78000(26%), 3)Sheenlac Paints Ltd.-57000(19%). Mr. Sudhir Peter one of the equity shareholder in aforesaid list is also Managing Director/Promoter in Sheenlac Paints Limited.
- 7) A Pledge deed had been executed on August 02, 2016 between the Company i.e. Jenson & Nicholson (India) Ltd. and Vivid Colors Pvt. Ltd. to pledge Company's investment (55% of the paid up equity capital of its subsidiary Company named Jenson & Nicholson Paints Pvt. Ltd.) as an additional security to the existing lender of the Company named M/s Vivid Colors Pvt. Ltd. and we have intimated BSE vide our letter dated 03/08/2016.(copy enclosed as Annexure-6).

These information were also shared to you by our letter dated 18/07/2016 consequent to a query/clarification sought by your good office vide letter no. L/SURV/ONL/RV/RS/2016-17/94 dated July 15, 2016.

As per our policy on materiality of events and information, we have duly intimated all material events/information which were required to be submitted as per SEBI (LODR) Regulations, 2015.

For Jenson & Nicholson (India) Ltd.



Company Secretary



Regd. Office : 7B, Middleton Street, Kolkata-700071

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To the best of our knowledge we have made no arrangements which amount to price sensitive information except as above reported events, if such event/arrangement occurs will be intimated to your good office within due time as per SEBI (LODR) Regulations, 2015.

We hope to have clarified you, thanking you.

For Jenson & Nicholson (India) Ltd, Ltd.



Yogesh Kumar Gautam Company Secretary
Company Secretary

Encl: as stated

Jenson & Nicholson (India) Ltd.

107, Udyog Vihar, Phase-IV,
Gurgaon -122016 (Haryana)
Tel. : +91-124-4567777
Fax : +91-124-4567750
Website : www.jnpaints.com
E -mail : info@jnpaints.com
CIN No : L51597WB1922PLC004603

The Secretary
Calcutta Stock Exchange Association Ltd.
7, Lyons Range
Calcutta-700 001

Date: 20/08/2015

Sub: Outcome of Board Meeting

Dear Sir,

This is to inform you that in the meeting of the Board of Directors held on Thursday, August 20, 2015, following Resolutions were passed:

1. The Board took on record the appointment of Mr. Yogesh Kumar Gautam as Company Secretary & Compliance Officer of the Company w.e.f. August 10, 2015.
2. The Board considered and approved the proposal to form a wholly owned subsidiary of the Company.
3. The Board considered and approved the assignment of Trade Marks/Brands to proposed wholly owned subsidiary of the company.
4. The Board considered and approved the Amended Notice of Annual General Meeting.

Kindly take the above information on your records.

Thanking you,

Yours faithfully,
For Jenson & Nicholson (India) Ltd.


(Joginder Batra)
Chief Financial Officer



**Cc: 1. The National Stock Exchange,
Listing Deptt., "Exchange Plaza",
Bandra-Kurla Complex,
Bandra(E),
Mumbai-400 051**

**2. BSE Limited,
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai- 400 001**



Regd. Office : 7B, Middleton Street, Kolkata-700071

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Date: 30/09/2015

The National Stock Exchange
Listing Deptt., "Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Sub: Proceeding of the Annual General Meeting (AGM) held on Tuesday, September 29, 2015 at 10:30 AM at The Hall of Kalamandir Basement (Kalakuni), 48, Shakespeare Sarani, Kolkata - 700017.

Dear Sir,

Pursuant to Clause 31 of the Listing Agreement, this is to inform you that the Members of the Company, at the Annual General Meeting held on Tuesday, September 29, 2015, approved the following resolution(s):

A. As Ordinary Resolution:

1. Adoption of the Financial Statement consisting of Balance Sheet as on March 31, 2015, the Statement of Profit and Loss, Cash Flow Statement for the year ended on March 31, 2015 along with the reports of the Board of Directors and Auditors thereon.
2. Appointment of a Director in place of Mr. Faisal Alam who retires by rotation and being eligible offers himself for re-appointment.
3. Appointment of M /s Mukherjee & Co., Chartered Accountants as Statutory Auditors to hold office and fix their remuneration till the conclusion of next Annual General Meeting
4. Appointment of Mrs. Kiran Sahai as Director of the Company.
5. Assignment of Trademark/ Brands to proposed Wholly Owned Subsidiary of the Company.

B. Special Resolution

6. Re-appointment of Mr. B.C. Srivastava as Managing Director of the Company.

Please take the above on record.

Thanking you,
Yours faithfully,
For JENSON & NICHOLSON (I) LTD.

N.M.Sahai
Chairman

1/16



Regd. Office : 7B, Middleton Street, Kolkata-700071

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ANNEXURE - 2 (11)

Public— Institutional Holders	795643	0	0	0	0	0	0
Public--- Others	23996610	12070	0.05	11520	550	95.44	4.56
Sub ---Total	37425595	12645412	33.79	12644862	550	99.99	0.01
Through Ballot Paper							
Promoter and Promoter Group	12633342	0	0	0	0	0	0
Public— Institutional Holders	795643	0	0	0	0	0	0
Public--- Others	23996610	11350	0.047	11350	0	100	0
Sub ---Total	37425595	11350	0.030	11350	0	100	0

*No. of Votes cast/pollled do not include the invalid votes and votes not polled.

Details of the Agenda-5	Assignment of Trademark/ Brands to proposed Wholly Owned Subsidiary of the Company.						
Resolution required	Ordinary Resolution						
Mode of Voting	Remote e-Voting and Ballot Paper						
Promoter/Public	No. of Shares held (1)	No. of votes cast/pollled*(2)	% of Votes Polled on outstanding Shares(3)=[(2)/(1)]*100	No. of Votes in Favour(4)	NO. OF Votes Against(5)	% of Votes in favour votes cast(6)=[(4)/(2)]*100	% of Votes against on votes polled(7)=[(5)/(2)]*100
Through Remote e-Voting							
Promoter and Promoter Group	12633342	12633342	100	12633342	0	100	0
Public— Institutional Holders	795643	0	0	0	0	0	0
Public--- Others	23996610	12070	0.05	11520	550	95.44	4.56
Sub ---Total	37425595	12645412	33.79	12644862	550	99.99	0.01
Through Ballot Paper							
Promoter and Promoter Group	12633342	0	0	0	0	0	0
Public— Institutional Holders	795643	0	0	0	0	0	0
Public--- Others	23996610	11350	0.047	11350	0	100	0
Sub ---Total	37425595	11350	0.030	11350	0	100	0



9/16

c.p. ANNEXURE-3

Jenson & Nicholson (India) Ltd.

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E-mail : info@jnpaints.com
CIN No : L51597WB1922PLC004603

Date: 22/12/2015

The National Stock Exchange of India Ltd.
Listing Deptt., "Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Dept. of Corporate Services
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Sub: Disclosure under Regulation 30 of SEBI (LODR), Regulations, 2015

Dear Sir/Madam,


Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we would like to inform you that a Trademark License cum Assignment Agreement has been made/executed on 21/12/2015 by and between Jenson & Nicholson (India) Ltd., Jenson & Nicholson Paints Private Limited (Wholly owned subsidiary) and Vivid Colors Private Limited (secured lender/pledgee of such trademarks) at Gurgaon to assign/license the Company's trademarks.

In this connection we would also like to inform you that the Shareholders at the Company's 92nd Annual General Meeting held on 29/09/2015 had accorded their approval to such assigning/licensing of the Trademarks to its proposed wholly owned subsidiary at the said meeting.

Please treat this letter as intimation for the aforesaid material transaction and acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For Jenson & Nicholson (I) Ltd.



Yogesh Kumar Gautam
(Company Secretary & Compliance Officer)
M.No.A31119



Cc: The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700001



Regd. Office : 7B, Middleton Street, Kolkata-700071

Whenever you see colour, think of us

Jenson & Nicholson (India) Ltd.

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Website : www.jnpaints.com
E-mail : info@jnpaints.com
CIN No : L51597WB1922PLC004603

DATE: 07/01/2016

The National Stock Exchange
Listing Deptt., "Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Sub: Outcome of Board Meeting

Dear Sir,

This is to inform you that in the meeting of the Board of Directors held on Thursday, January 7, 2016, following Resolutions were passed:

1. As per Sections 149 and 161 and other applicable provisions, if any, of the Companies Act, 2013 and SEBI (LODR), Regulations, 2015, Mr. Ajay Kumar Srivastava has been appointed as Additional Director of the Company to act as Independent Director.
2. Board considered and ratified the Trademark License cum Assignment Agreement executed by and between Jenson & Nicholson (I) Ltd., Jenson & Nicholson Paints Private Limited (Wholly owned subsidiary) and Vivid Colors Private Limited on 21/12/2015.
3. Board considered and approved draft Share Subscription, Share Allotment and Shareholders Agreement to be executed between Jenson & Nicholson (I) Ltd., Jenson & Nicholson Paints Pvt. Ltd. (Wholly owned subsidiary) and Investors. By virtue of this Agreement shareholding of Jenson & Nicholson (I) Ltd. and Investors in Jenson & Nicholson Paints Pvt. Ltd. (Wholly owned subsidiary) will result in 55% and 45% of total share capital respectively. Further Board authorized Managing Director to execute/sign the said Agreement.
4. Board took note of the resignation letter tendered by Mr. Ranjit Singh, Director of the Company.

Kindly take the above information on your records.

Thanking you,

Yours faithfully,
For Jenson & Nicholson (India) Ltd.




(Yogesh Kumar Gautam)
(Company Secretary & Compliance Officer)
M.NO.-A31119

Cc: The Secretary
Calcutta Stock Exchange Association Ltd.
7, Lyons Range
Calcutta-700 001

Regd. Office : 7B, Middleton Street, Kolkata-700071



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ANNEXURE - 5.

Jenson & Nicholson (India) Ltd.

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Tel. No. : +91-124-4017402
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Website : www.jnpaints.com
CIN No : L51597WB1922PLC004603

Date: 02/06/2016

The National Stock Exchange of India Ltd.
Listing Deptt., "Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Sub: Disclosure under Regulation 30 of SEBI (LODR), Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are informing you that a Trademark Assignment Agreement has been made/executed on 01/06/2016 by and between Jenson & Nicholson (India) Ltd. (Assignor), Jenson & Nicholson Paints Private Limited (Assignee) and Vivid Colors Private Limited (secured lender/pledgee of such trademarks) to assign its trademarks for agreed consideration of Rupee 6 crores."

Please treat this letter as intimation for the aforesaid material transaction and acknowledge the same.

Thanking you,

Yours faithfully,
For Jenson & Nicholson (I) Ltd.

Yogesh Kumar Gautam



Yogesh Kumar Gautam
(Company Secretary & Compliance Officer)
M.No.A31119

Cc: The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700001



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Date: 03/08/2016

The National Stock Exchange of India Ltd.,
Listing Deptt., "Exchange Plaza",
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Bandra (E),
Mumbai – 400 051.

BSE Limited,
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai – 400 001

Scip Code: 523592(BSE) / JENSONICOL(NSE)/ 20241(CSE)

Subject: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is to inform you that a Pledge deed had been executed yesterday i.e. on August 2, 2016 between Our Company, Jenson & Nicholson (India) Ltd. and Vivid Colors Pvt. Ltd. to pledge company's investment (55% of the paid up equity capital of its subsidiary company named Jenson & Nicholson Paints Pvt. Ltd.) as an additional security to the existing lender of the company named M/s Vivid Colors Pvt. Ltd.

Kindly take the above information on your records.

Thanking you,

Yours faithfully,
For Jenson & Nicholson (India) Limited



Yogesh Kumar Gautam
(Company Secretary)
M.NO.A31119



Cc: The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata- 700001



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