



CIN : L74110HP2004PLC027558

February 13, 2025

To

<p><b>The Listing Department Bombay Stock Exchange Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street Mumbai – 400 001</b></p> <p><b><u>Scrip Code: 532771</u></b></p>	<p><b>The Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex, Mumbai – 400 051</b></p> <p><b><u>Trading Symbol: JHS</u></b></p>
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**Subject: Proceedings of the Postal Ballot held on February 10, 2025**

Dear Sir,

With reference to the captioned subject, enclosed herewith the Proceeding of the Special Business passed by way of Postal Ballot by the shareholders of the Company as set out in the Postal Ballot Notice dated 08<sup>th</sup> January, 2025. The Results of the Postal Ballot were declared on 12th February, 2025.

Kindly take the same on your records.

**Thanking You,  
Yours Faithfully  
For JHS Svendgaard Laboratories Limited**

**Komal Jha  
Company Secretary and Compliance Officer**

**Encl: A/a**

**THE PROCEEDINGS OF POSTAL BALLOT OF JHS SVENDGAARD LABORATORIES LIMITED HELD ON FEBRUARY 10, 2025 RELATING TO DECLARATION OF RESULTS OF REMOTE EVOTING ON THE SPECIAL BUSINESS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED JANUARY 08th, 2025**

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The Board of Directors vide their resolution dated January 08<sup>th</sup>, 2025, approved the postal ballot notice entailing the following resolutions to be considered and approved by shareholders through remote e-voting pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

**RESOLUTION 1: APPROVAL FOR THE ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY AS PER THE PROVISIONS OF THE COMPANIES ACT, 2013**

**RESOLUTION 2: APPOINTMENT OF M/S V.K. KHOSLA & CO. (FRN: 002283N), CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY TO FILL CASUAL VACANCY.**

**RESOLUTION 3: APPOINTMENT OF MR. PARAMVIR SINGH (DIN: 00098684) AS A DIRECTOR OF THE COMPANY.**

The Board appointed Mr. Mohit Dahiya, Practicing Company Secretary (COP: 23052), of M/s. Dahiya & Associates, New Delhi as the Scrutinizer for conducting the Postal Ballot through remote e-voting in a fair and transparent manner. For conduct of remote e-voting, the Board appointed National Securities Depository Limited ('NSDL') as e-voting agency.

Notice containing draft resolution, along with the explanatory statement, e-voting user IDs and passwords were sent to all the shareholders on January 10, 2025 through email, who had registered their e-mail addresses with the Company/ Registrar and Share Transfer Agent ('RTA')/ Depository Participant(s) and were entitled to cast their votes as on the Cut-off date being January 03, 2025. The e-voting started on Saturday, January 11, 2025, at 9:00 A.M. (IST) and ended on Monday, February 10, 2025, at 5:00 P.M. (IST).

Voting rights were reckoned on the paid-up value of the shares registered in the name of the shareholders as on January 03, 2025, ('Cut-off date'). The Notice was also placed on the website of the Company and on the website of National Securities Depository Limited ('NSDL').

After due scrutiny of the votes cast up to Monday, February 10, 2025, (being the last date fixed for e-voting) the Scrutinizer submitted his report on Wednesday, February 12, 2025. On the basis of the report of the Scrutinizer, Mrs. Komal Jha, Company Secretary and Compliance officer of the Company, declared the results of the postal ballot through e-voting, on Wednesday, February 12, 2025, as detailed in Annexure-1, and the resolutions as mentioned herein below were considered as duly approved on the last date for e-voting, i.e., Wednesday, February 12, 2025, in compliance with the Secretarial Standards-2:

RESOLUTION NO. 1

**APPROVAL FOR THE ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY AS PER THE PROVISIONS OF THE COMPANIES ACT, 2013**

“RESOLVED THAT pursuant to the provisions of Sections 5, 14 and 15 of the Companies Act, 2013 ('the Act'), Schedule I made thereunder, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to the alteration and adoption of the new set of Articles of Association pursuant to the Act, primarily based on the Form of Table F under the Act, in total exclusion, substitution and supersession of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Board of Directors and Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard, including taking of necessary corporate actions with any and all statutory and regulatory authorities including Ministry of Corporate Affairs, filling of necessary forms with the Registrar of Companies at any stage without requiring any further approval of the Members of the Company, and to take all steps necessary, consequential or incidental and ancillary for the purpose of giving effect to the aforesaid resolution.”

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR THE ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY AS PER THE PROVISIONS OF THE COMPANIES ACT, 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	29585818	3067485	10.3681	3067485	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		29585818	3067485	10.3681	3067485	0	100
Public- Institutions	E-Voting	20000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20000	0	0	0	0	0
Public- Non Institutions	E-Voting	55998148	1101631	1.9673	1096808	4823	99.5622	0.4378
	Poll							
	Postal Ballot (if applicable)							
	Total		55998148	1101631	1.9673	1096808	4823	99.5622
Total		85603966	4169116	4.8702	4164293	4823	99.8843	0.1157
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

RESOLUTION NO. 2

**APPOINTMENT OF M/S V.K. KHOSLA & CO. (FRN: 002283N), CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY TO FILL CASUAL VACANCY.**

“RESOLVED THAT pursuant to the provisions of Section 139(8), 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) and pursuant to the recommendation made by the Audit Committee and the Board of Directors, M/s. V.K. Khosla & Co. (FRN: 002283N), Chartered Accountants, who have given their consent letter along with required certificate under Section 141 to the effect that their appointment, if made, would be within the limits specified under Section 139 of the Act, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of the existing Statutory Auditors M/s Lodha & Co LLP (FRN: 301051E) Chartered Accountants and they shall hold office until the conclusion of the ensuing 21st Annual General Meeting of the Company to be held in the calendar year 2025 on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors or KMP of the Company be and are hereby authorized to take all the necessary actions and to do all such acts, deeds, matters and things, as may be necessary, proper and desirable and to settle any question, difficulty or doubt that may arise in this regard.”

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT M/S V.K. KHOSLA & CO. (FRN: 002283N), CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY TO FILL CASUAL VACANCY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	29585818	3067485	10.3681	3067485	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		29585818	3067485	10.3681	3067485	0	100
Public- Institutions	E-Voting	20000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20000	0	0	0	0	0
Public- Non Institutions	E-Voting	55998148	1101581	1.9672	1096741	4840	99.5606	0.4394
	Poll							
	Postal Ballot (if applicable)							
	Total		55998148	1101581	1.9672	1096741	4840	99.5606
Total		85603966	4169066	4.8702	4164226	4840	99.8839	0.1161
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

### RESOLUTION NO. 3

#### APPOINTMENT OF MR. PARAMVIR SINGH (DIN: 00098684) AS A DIRECTOR OF THE COMPANY.

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force], Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the provisions of Articles of Association of the Company and based on the recommendation of the Nomination & Remuneration Committee and the approval of the Board of Directors of the Company, Mr. Paramvir Singh (DIN: 00098684), who was appointed as an Additional Director of the Company with effect from November 13, 2024 pursuant to the provisions of Section 161 and other applicable provisions of the Act to hold office up to the date of the General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT the Board of Directors of the Company or Company Secretary, be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. PARAMVIR SINGH (DIN: 00098684) AS A DIRECTOR OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	29585818	3067485	10.3681	3067485	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	29585818	3067485	10.3681	3067485	0	100	0
Public- Institutions	E-Voting	20000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	20000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	55998148	976571	1.7439	971485	5086	99.4792	0.5208
	Poll							
	Postal Ballot (if applicable)							
	Total	55998148	976571	1.7439	971485	5086	99.4792	0.5208
Total		85603966	4044056	4.7241	4038970	5086	99.8742	0.1258
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

\*\*The results of postal ballot/ e-voting along with the scrutinizer's report, was intimated to BSE Limited and National Stock Exchange of India Limited and was also placed on the website of the Company at [www.svendgaard.com](http://www.svendgaard.com).