

Report of Scrutinizer(s)

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of **10th Annual General Meeting** of the Equity Shareholders of **Jhs Svendgaard Laboratories Limited** to be held on **29th Day of December, 2014** at **10.00 A.M.** at **Trilokpur Road, Kheri(Kala-Amb), Tehsil-Nahan District Sirmaur, Himachal Pradesh - 173030**

Dear Sir,

I, CS Mohit, (Managing Partner) of Mohit & Associates, Company Secretaries having its office at C-113, South City-1, Gurgaon-122002, appointed as Scrutinizer of **JHS Svendgaard Laboratories Limited** for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority in respect of resolutions put to vote through e-voting carried out as per provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement on the below mentioned resolution(s), at the **10th Annual General Meeting** of the Equity Shareholders of **JHS Svendgaard Laboratories Limited** to be held on **29th Day of December, 2014** at **10.00 A.M.** at **Trilokpur Road, Kheri(Kala-Amb), Tehsil-Nahan District Sirmaur, Himachal Pradesh - 173030**. We submit our report as under:

The Management of the Company is responsible to ensure the Compliance with the requirements of the Clause 35 of the Listing Agreement read with the Companies Act, 2013 and the Rules relating to the voting through electronics means on the resolutions contained in the Notice to the 10th Annual General Meeting of the Shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make Scrutinizer Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the Authorised Authority to provide e-voting facilities, engaged by the Company.

Further to the above, I submit my report as under:

1. The E-voting period remained open from 23rd December, 2014 (09.00 A.M.) to 25th December, 2014 (6.00 P.M.)
2. The Shareholders holding shares as on the "cut off" date i.e. 14th November, 2014 were entitled to vote on the proposed resolutions

(item no.1 to 10 as set out in the Notice dated 8th December, 2014 of the 10th Annual General Meeting of **JHS Svendgaard Laboratories Limited**.

3. The votes were unblocked on **29th December, 2014** after **5.00 P.M.** in the presence of two witnesses, **Miss. Anju Arora & Mr. Arvind Kumar Yadav** who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Anju Arora

Arvind Kumar Yadav

4. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited <https://www.evoting.nsdl.com/> and based on such reports generated, the result of the e-voting is as under:
5. The result of the E-voting is as under:

ITEM No. 1

Resolution 1 (Ordinary Resolution) - Adoption of Financial Statements for the year ended March 31, 2014.

- (i) Voted **in favour** of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
| 62722 | 100 |

- (ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| NIL | NIL |



(iii) **Invalid votes :**

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |

ITEM No. 2

Resolution 2 (Ordinary Resolution) - Appointment of a director in place of Mr. Daljit Singh Grewal (DIN: 00051627), who retires by rotation and being eligible, seeks re-appointment.

(i) Voted in favour of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
| 62602 | 99.80 |

(ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| 120 | 0.20 |

(iii) **Invalid votes :**

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |

ITEM No. 3

Resolution 3 (Ordinary Resolution) - Re-Appointment of Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 11th (Eleventh) Annual General Meeting at such remuneration as the Board of Directors of the Company may decide.



(i) Voted **in favour** of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
| 62722 | 100 |

(ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| NIL | NIL |

(iii) **Invalid** votes :

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |

ITEM No. 4

Resolution 4 (Special Resolution) – To appoint of Sh. Chhotu Ram Sharma (DIN: 00522678) as an Independent Director of the Company.

(i) Voted **in favour** of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
| 58222 | 95.88 |

(ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| 2500 | 4.12 |



(iii) **Invalid votes :**

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |

ITEM No. 5

Resolution 5 (Special Resolution) – To appoint Sh. Vanamali Polavaram (DIN: 0129230) as an Non-Executive Director of the Company.

(i) Voted **in favour** of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
| 60222 | 96.01 |

(ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| 2500 | 3.99 |

(iii) **Invalid votes :**

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |

ITEM No. 6

Resolution 6 (Ordinary Resolution) – To appoint Sh. Amarjit Singh (DIN: 01244897) as an Independent Director of the Company.



(i) Voted **in favour** of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
| 58222 | 95.88 |

(ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| 2500 | 4.12 |

(iii) **Invalid** votes :

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |

ITEM No. 7

Resolution 7 (Ordinary Resolution) – Appointment of Mrs.Kalyani Polvaram (DIN: 00863486) as a Woman Director of the Company.

(i) Voted **in favour** of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
| 60222 | 96.01 |

(ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| 2500 | 3.99 |



(iii) **Invalid votes :**

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |

ITEM No. 8

Resolution 8 (Ordinary Resolution) – Increase in Authrised Share Capital from 2800, 00,000/- (Twenty Eight Crore Rupees) to 50, 00, 00,000/- (Fifty Crores).

(i) Voted **in favour** of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
| 62722 | 100 |

(ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| NIL | NIL |

(iii) **Invalid votes :**

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |

ITEM No. 9

Resolution 9 (Ordinary Resolution) – Amendment in Clause V of Memorandum of Association of the Company.

(i) Voted **in favour** of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
|--|---------------------------------------|



| | |
|-------|-------|
| 62222 | 99.20 |
|-------|-------|

(ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| 500 | 0.80 |

(iii) Invalid votes :

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |

ITEM No. 10

Resolution 10 (Special Resolution) – Preferential allotment of 24,60,00,000/- (Rupees Twenty Four Crore Sixty Lakhs).

(i) Voted **in favour** of the resolution:

| Number of votes cast in favour of the resolution | % of total number of valid votes cast |
|--|---------------------------------------|
| 59720 | 95.21 |

(ii) Voted **against** the resolution:

| Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---------------------------------------|
| 3002 | 4.79 |

(iii) Invalid votes :

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NA | NA |



The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Ms. Isha Sablok, Company Secretary of **JHS Svendgaard Laboratories Limited** for safe keeping.

Thanking you,

Yours faithfully,



(CS Mohit)

Managing Partner
Mohit & Associates

C.P. No.: 11722

Membership No.: 30192

Place: Guragon

Dated: 29.12.2014