



**JHS SVENDGAARD RETAIL VENTURES LIMITED**

(Formerly Known as JHS Svendgaard Retail Ventures Private Limited)

**CIN: L52100HR2007PLC093324**

To,

Date: March 04, 2025

The Listing Department  
Bombay Stock Exchange Limited  
Department of Corporate Services  
Phiroze Jeejeebhoy Towers,  
Dalal Street Mumbai – 400001

Scrip Code: 544197

The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G  
Bandra Kurla Complex  
Mumbai – 400051

Trading Symbol: RETAIL

**Subject- Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Proceedings of Postal Ballot.**

Dear Sir,

Pursuant to Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Summary of Proceedings of the Postal Ballot through remote e-voting for the resolutions passed by the Members of the Company on Sunday, 02 March, 2025, as set out in the Postal Ballot Notice dated 24<sup>th</sup> January, 2025.

This information is available on the website of the Company at [www.jhsretail.com/](http://www.jhsretail.com/).

This is for your information and records.

**Thanking You,  
For JHS Svendgaard Retail Ventures Limited**

**Kuldeep Jangir  
Company Secretary & Compliance officer**

*Encl: A/a*

**SUMMARY OF THE PROCEEDINGS OF POSTAL BALLOT THROUGH REMOTE E-VOTING IN RESPECT OF RESOLUTION AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED JANUARY 24, 2025 PURSUANT TO SECTION 108 AND 110 OF THE COMPANIES ACT, 2013, OF JHS SVENDGAARD RETAIL VENTURES LIMITED (“THE COMPANY”).**

Pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (‘Act’) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (‘Rules’), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (‘SS-2’), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (‘MCA’) for holding general meetings/ conducting postal ballot process through e-Voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively the ‘MCA Circulars’), and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force), the Company had sent a Notice of Postal Ballot to the shareholders on Wednesday, January 29, 2025, to obtain the consent of the Members on the following Special Business appended below:

| <b>Sr. No.</b> | <b>Type of Resolution</b> | <b>Subject matter of Resolution</b>  |
|----------------|---------------------------|--|
| 1              | Special Resolution        | To make investments, give loans, guarantees and security in excess of limits specified under Section 186 of the Companies Act, 2013. |

In accordance with applicable MCA and SEBI Circulars, the Postal Ballot Notice along with explanatory statement and remote e-Voting instructions were duly sent through email on January 29, 2025 (‘date of completion of dispatch’), to members whose e-mail addresses were registered with the Company/ Registrar and Transfer Agent (‘RTA’)/ Depositories as on Friday, 24th January 2025 (‘cut-off date’) and was also placed on the website of the Company seeking approval as set out in the postal ballot notice.

Further, a newspaper advertisement informing the date of completion of dispatch of Postal Ballot Notice was published on January 30, 2025, in Business Standard (English - All Edition) and Business Standard (Hindi).

The Company had engaged the services of National Securities Depository Limited (‘NSDL’) for the purpose of providing e-voting facility (through remote e-voting).

The remote e-voting commenced on Friday, January 31, 2025 at 9:00 AM. (IST) and concludes on Sunday, March 02, 2025 at 5:00 PM. (IST). The remote e-Voting facility was disabled by NSDL immediately thereafter and the voting was not permitted beyond the said period.

The Board had appointed Mr. Mohit Dahiya (Membership No. F9540, COP No.:23052), Company Secretaries in Practice and Proprietor at M/s. Dahiya & Associates as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.

The Scrutinizer, after scrutiny of e-voting received within the scheduled time submitted his report to the Company Secretary (authorized by the Board for this purpose), on March 03, 2025.

Based on the report of the Scrutinizer, the results of the Postal Ballot through remote e-voting were declared on March 04, 2025 and the same was also placed on the website of the Company.

Based on the analysis of the valid votes, the Scrutinizer has reported that the resolution as set out in the Notice of Postal Ballot dated January 24, 2025, was duly passed with requisite majority and the same shall be deemed to have been passed on the last date specified for e-Voting i.e., Sunday, March 02, 2025.

The text of resolution as set out in the postal ballot notice dated 24 January, 2025 that was passed by the shareholders is as follows:

#### **RESOLUTION NO. 1 – SPECIAL RESOLUTION**

#### **TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND SECURITY IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES’ ACT, 2013.**

“**RESOLVED THAT** pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in accordance with the Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company for giving any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the loans, guarantee, security and investment given/provided/made by the Company, from time to time in one or more tranches, may exceed the aggregate permissible limit i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, provided that the aggregate of such sum or sums of moneys shall not at any time exceed the aggregate limit of Rs. 40 Crores (Rupees Forty Crores Only).

**RESOLVED FURTHER THAT** any of the Directors and/or the Key Managerial Personnel of the Company, be and are hereby severally authorized, to do and perform all such acts, deeds, matters and things, as may be necessary, in this regard and deal with any matters, take necessary steps as the Board, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any questions that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the



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Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”