

JHS SVENDGAARD LABORATORIES LIMITED

NOMINATION AND REMUNERATION POLICY



This Nomination and Remuneration Policy has been formulated by the Nomination and Remuneration Committee (hereinafter referred to as the "Committee") and approved by the Board of Directors of the Company. The policy aims to achieve the following objectives:

Appointment and Remuneration Criteria:

1. The policy sets forth clear and fair criteria for the appointment, re-appointment, and removal of directors, key managerial personnel (KMP), senior management, and other employees. These criteria include:
2. Demonstrated ethical standards, integrity, and probity, along with relevant qualifications, expertise, and experience.
3. Consideration of age, years of service, specialized expertise, and tenure with the Company.
4. Recognition of special achievements and contributions to business growth in their respective functional areas.
5. Active and constructive participation in the Company's affairs, while acting in its best interests.
6. Devotion of sufficient time to meetings and assigned tasks.
7. Encouragement of a diverse Board.
8. Assessment of leadership qualities, effective communication skills, and adherence to the Company's rules, policies, and values, ensuring no conflicts of interest.
9. Transparency, impartiality, and confidentiality in their conduct.
10. For the appointment of independent directors, evaluation of a balanced mix of skills, knowledge, experience, independence, diversity, and ability to meet required time commitments.
11. Utilization of external agency(ies) when needed to identify suitable candidates.

Remuneration Principles:

The Remuneration Policy aligns with the long-term interests of the Company and its shareholders. It promotes a culture of meritocracy by linking remuneration to corporate and individual performance. Key principles include:

1. Emphasizing expertise and market competitiveness to attract and retain top talent.



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2. Acknowledging and rewarding exceptional performance that contributes to superior operational results.
3. Ensuring that the level and composition of remuneration are reasonable and sufficient to motivate high-quality directors, key managerial personnel, and other employees.
4. Establishing a clear relationship between remuneration and performance, with appropriate performance benchmarks.
5. Striking a balance between fixed and incentive pay, reflecting short and long-term performance objectives aligned with the Company's goals.
6. Non-executive directors' remuneration is based on their contributions and prevailing market trends, within regulatory limits. This includes sitting fees for attending board and committee meetings, along with pro-rata commissions within approved limits.

Compliance:

All appointments, re-appointments, and remuneration decisions for directors, KMPs, senior management, and other employees will adhere to the provisions and procedures laid down under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other relevant enactments in force.

This policy aims to ensure the Company's sustainable success by attracting and retaining talented individuals while upholding ethical standards, transparency, and accountability in the appointment and remuneration processes.