



SURYA ROSHNI LIMITED

CIN -L31501HR1973PLC007543

2nd Floor, Padma Tower-1, Rajendra Place, New Delhi-110 008 (India)
Ph.: +91-11-25810093-96, 47108000 Fax : +91-11-25789560
E-mail : cs@surya.in Website : www.surya.co.in

SRL/se/yks/24-25/16
September 04, 2024

The Secretary
The Stock Exchange, Mumbai
MUMBAI - 400 001
Scrip Code: 500336

The Manager (Listing Department)
The National stock Exchange of India Ltd
Mumbai – 400 051
NSE Symbol: SURYAROSNI

Dear Madam, Sirs,

Re: Summary of the proceedings of the 51st Annual General Meeting of the Company held on 4th September, 2024 pursuant Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of proceedings of the 51st Annual General Meeting of the Company held on 4th September, 2024 at 12:00 Noon through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') AGM concluded at 1:25 P.M.

This is for your information and records.

Thanking you,

Yours faithfully,
For Surya Roshni Limited

B. B. Singal
CFO & Company Secretary

Encl.: as above

SUMMARY OF THE PROCEEDINGS OF FIFTY FIRST ANNUAL GENERAL MEETING OF SURYA ROSHNI LIMITED HELD ON 4TH SEPTEMBER, 2024 AT 12.00 NOON THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OAVM').

The 51st Annual General Meeting (AGM) of the Members of Surya Roshni Limited ("the Company") was held on Wednesday, September 04, 2024 at 12:00 Noon (IST) through Video Conference ("VC")/ Other Audio Visual Means ("OAVM") platform provided by NSDL. The meeting was held in compliance with the General Circular 20/2020, 02/2022, 10/2022 AND 09/2023 issued on 5th May 2020, 5th May, 2022, 28th December, 2022 and 25th September, 2023 by the Ministry of Corporate Affairs ("MCA") read with applicable provisions of the Companies Act, 2013 and the Rules made thereunder and as per the applicable provisions of SEBI Rules and Regulations. Requisite quorum being present, the meeting was called to order.

PRESENT: -

DIRECTORS:

- Mr. Sunil Sikka : Independent Director
Member: Audit Committee
Chairman: Risk Management Committee,
Stakeholders Relationship Committee
Committee of Directors
Represented the Chairman of the Audit Committee, Tara Sankar Bhattacharya on his request made.
- Mr. Raju Bista : Managing Director
Member: Stakeholders Relationship Committee
CSR Committee and Committee of Directors
- Mr. Vinay Surya : Managing Director
Member: Audit Committee
Risk Management Committee
Committee of Directors
- Mr. Surendra Singh Khurana : Independent Director
Member: Audit Committee
Stakeholders Relationship Committee
Chairman: Nomination and Remuneration Committee
- Mr. Kaustubh N Karmarkar : Whole-time Director

- Ms. Suruchi Aggarwal : Independent Woman Director
Chairperson: Corporate & Social Responsibility Committee
Member: Nomination and Remuneration Committee
Stakeholders Relationship Committee
- Mr. T. G. Keswani : Independent Director
Member: Audit Committee
Nomination and Remuneration Committee
- Mr. Naresh Agarwal : Independent Director

Due to Pre-Occupations, other Directors namely - Mr. Jai Prakash Agarwal and Mrs. Urmil Agarwal expressed their inability to join the meeting. Mr. TaraShankar Bhattacharya an Independent Director and Chairman of Audit Committee expressed its inability to join the meeting on account of admitted in USA Hospital with broken leg and authorized Mr. Sunil Sikka, member of the Audit Committee to attend the Annual General Meeting on his behalf to answer the queries of shareholders.

IN ATTENDANCE :

- Sh. B. B. Singal : CFO & Company Secretary

IN PRESENCE

- Mr. Ashok Kumar : Statutory Auditors' - M/s. Ashok Kumar Goyal & Co
Mr. Amit Bansal : Partner Statutory Auditors- M/s. Ashok Kumar Goyal & Co
- Mr. Jitendra J Agrawal : CEO – Lighting & Consumer Durable
- Mr. Naresh Kumar Singhal : Executive Director (Commercial)
- Mr. Ankit Singhi : Partner : Secretarial Auditor – M/s PI & Associates
Scrutinizer- PI & Associates.

CHAIRMAN:

Mr. Sunil Sikka Independent Director elected as Chairperson of the meeting as per Article 60 of the Articles of the Company and took the Chair.

QUORUM:

The Chairman extended a welcome to the members present at the meeting and having found the quorum present, declared the meeting properly constituted.

REGISTERS:

All requisite Statutory Registers and other necessary documents were available electronically during the AGM for inspection of the Members. Certificate from Secretarial Auditor of the Company in respect of Employee Stock Option Scheme is issued pursuant to Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 were accessible to the members at the website of the Company at www.surya.co.in during the continuance of the meeting.

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable provisions, if any, of the said regulations, we would like to inform you that the resolutions pertaining to the following items as set out in the Notice of the 51st AGM, were transacted at the said AGM:

| Sl. No. | Description | Resolution Required |
|--------------------------|--|---------------------|
| ORDINARY BUSINESS | | |
| 1. | To consider and adopt the audited standalone financial statement of the Company for the financial year ended 31st March, 2024 and the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statement of the Company for the financial year ended 31st March, 2024 and the report of Auditors thereon. | Ordinary |
| 2. | To declare dividend of ₹2.50/- per equity share for the financial year ended 31st March, 2024. | Ordinary |
| 3. | To appoint Mr. Raju Bista (Director Identification No. – 01299297) who retires by rotation as a Director and, being eligible, offers himself for re-appointment in compliance to the provision of the Companies Act, 2013. | Ordinary |
| SPECIAL BUSINESS | | |
| 4. | Consent for Mortgage of Properties for Working Capital limits u/s 180(1)(a) of the Companies Act, 2013. | Special |
| 5. | Ratification of Remuneration of ₹6,50,000 to be paid to Cost Auditors M/s R J Goel & Co. for the financial year ended 31 st March, 2024 in compliance to the provision of the Companies Act, 2013. | Ordinary |

The voting on all the above resolutions was conducted through remote e-voting and e-voting during the AGM.

The voting results on the above resolutions will be communicated to the Exchange alongwith combined Scrutinizer's Report both on remote e-voting and voting at the aforesaid AGM. The same will also be placed on the Company's website at www.surya.co.in and on the website of NSDL.

The meeting concluded at 1.25 P.M.(IST)
