



17th October 2024

To
The Department of Corporate Services,
BSE Limited,
P J Towers, Dalal Street,
Mumbai-400 001

Dear Sir,

Sub: Clarifications on delayed Submission of the Proceedings of 45th Annual General Meeting of the Company

Scrip Code: 514140

With reference to the captioned subject and an email received from Listing Compliance Monitoring Team of BSE Limited dated October 11, 2024 seeking clarifications on delayed submissions of the proceedings of 45th Annual General Meeting (AGM) of the Company convened on 30th September, 2024 at 09:30 A.M. at Incredible One Hotel, 1-2-40, 41 & 43, Park Lane, Sandhu Apartment, Kalasiguda, Secunderabad, Telangana 500003. The Meeting commenced at 09:30 A.M. (1ST) and concluded at 09:55 A.M. (1ST). The facility for voting remained open for 15 mins after conclusion of the meeting to enable the members to cast their vote and the meeting concluded.

We would like to submit that due to technical glitch appeared suddenly, there was an inadvertent delay in submission of proceedings of Annual General Meeting (AGM) held on 30th September, 2024. The Company had submitted the proceedings of AGM.

We would like to emphasize that this error was unintentional and does not reflect any misinformation about our Company. We understand the importance of accurate and timely reporting, and we sincerely apologize for any confusion this may have caused.

Further, as directed we are resubmitting the proceedings of 45th Annual General Meeting along with this clarification regarding delay in submission.

A Government Recognised Export House,

Regd Office: Surya Towers, 6th Floor, 105, S.P Road, Secunderabad – 500 003, Telangana, India

Telephone : (91) 40 27843333

Email :info@suryavanshi.com: website:www.suryavanshi.com:

CIN: L14220TG1978PLC002390, GST No.36AADCS0820J1ZJ



We apologize for any inconvenience caused and appreciate your understanding in this matter. We assure you that this will not be repeated in future.

Kindly take the above on record and oblige

Thanking you

Yours faithfully
For Suryavanshi Spinning Mills Limited

RAJENDER KUMAR AGARWAL Digitally signed by RAJENDER KUMAR AGARWAL
Date: 2024.10.17 15:22:09 +05'30'

Rajender Kumar Agarwal
Managing Director
DIN: 00041892

Encl: As above

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30th September 2024

To
The Department of Corporate Services,
BSE Limited,
P J Towers, Dalal Street,
Mumbai-400 001

Dear Sir,

**Sub: Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements), 2015 -
Proceedings of 45th Annual General Meeting
Scrip Code: 514140**

In terms of Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements), 2015, we hereby inform you that the 45th Annual General Meeting of the Company was held on Monday, 30th September 2024 at 09.30 A.M at Incredible One Hotel, 1-2-40, 41 & 43, Park Lane, Sandhu Apartment, Kalasiguda, Secunderabad, Telangana 500003. The summary of proceedings of the AGM is attached herewith.

We request you to take the above on record and acknowledge the receipt of the same.

Thanking you

Yours faithfully
For Suryavanshi Spinning Mills Limited

RAJENDER KUMAR AGARWAL
Digitally signed by RAJENDER
KUMAR AGARWAL
Date: 2024.09.30 21:42:58
+05'30'

Rajender Kumar Agarwal
Managing Director
DIN: 00041892

Encl: As above

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SUMMARY OF PROCEEDINGS OF 45TH ANNUAL GENERAL MEETING

The 45th Annual General Meeting (AGM) of the members of Suryavanshi Spinning Mills Limited was held on Monday on 30th day of September, 2024 at 09:30 AM at Incredible One Hotel, 1-2-40, 41 & 43, Park Lane, Sandhu Apartment, Kalasiguda, Secunderabad, Telangana 500003. The following were present:

Directors present:

- | | |
|-------------------------------|---------------------------|
| 1. Mr. Rajender Kumar Agarwal | - Managing Director & CFO |
| 2. Mr. Uttam Gupta | - Independent Director |
| 3. Mr. Adarsh Gupta | - Independent Director |
| 4. Mrs. Sushma Gupta | - Independent Director |

In attendance:

- | | |
|---------------------|--|
| 1. Ms. Unnati Yadav | - Company Secretary & Compliance Officer |
|---------------------|--|

Invitees:

- | | |
|-------------------------|---|
| 1. Ms. Rashida Adenwala | - Practicing Company Secretary, Scrutinizer |
|-------------------------|---|

Mr. Rajender Kumar Agarwal, Managing Director took the Chair pursuant to Articles of Association and began the proceedings of the meeting. The requisite quorum being present, the meeting was called to order.

The Chairman welcomed the members and delivered his speech. The Chairman, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India ('SEBI').

With the consent of the Members present, the Notice convening the Meeting, Directors' Report and Audited Accounts thereon having already been circulated, were taken as read. The Auditors' Report was also taken as read.

The Company Secretary informed the members that the Company has, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) rules, 2014 as amended and regulation 44 of SEBI (Listing obligation and disclosure requirements), regulation 2015 provided the facility of e-voting to its Members to

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cast their vote through National Securities Depository Limited. Members who were present at the AGM and who have not casted their vote electronically were provided with an opportunity to cast their vote through poll. It was further informed that there would not be any voting by show of hands.

The Chairman informed that Ms. Rashida Adenwala from R&A Associates, Practicing Company Secretaries was the Scrutinizer appointed by the Board to scrutinize the votes in a fair and transparent manner.

The following items of business as set out in the Notice of AGM were transacted at the AGM:

Ordinary Business

Item No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Directors and Auditors thereon. (Ordinary Resolution)

Item No. 2

To appoint a director in place of Sri Rajender Kumar Agarwal (DIN:00041892), who retires by rotation and being eligible, offers himself for reappointment as a Director liable to retire by rotation. (Ordinary Resolution)

Special Business

Item No. 3

Authorization to accept loan from the director of the company with an option to convert the same into fully paid-up equity shares. (Special Resolution)

Item no.4

Appointment of Mr. Adarsh Gupta (DIN: 00526687) as an Independent Director (Non-Executive) of the company. (Special Resolution)

Item no.5

To Approve the Related Party Transaction for Sale of Land to M/s. Rishikesh Yarns (Ordinary Resolution)

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Item no.6

Approval of Related Party Transactions. (Ordinary Resolution)

Item no.7

Alteration of the Object Clause of the Memorandum of Association of the Company. (Special Resolution)

Item no.8

To Approve granting authorization to board of directors to advance any loan, give any guarantee or to provide any security to all such person specified under section 185 of the companies act, 2013 upto an aggregate limit of Rs.3,00,00,000 (Rupees Three Crore Only). (Special Resolution)

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice.

The Chairman thereafter invited the Scrutinizer for the orderly conduct of the voting. He informed the Members that the combined results of the remote e-voting before as well as voting at the AGM would be announced to the Stock Exchange within 2 working days of the conclusion of the Meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the websites of the Company.

The Chairman then thanked the Members for their continued support and for attending the Meeting and then concluded the meeting at about 09.55 A.M.

For Suryavanshi Spinning Mills Limited

RAJENDER KUMAR AGARWAL Digitally signed by RAJENDER KUMAR AGARWAL
Date: 2024.09.30 21:44:20 +05'30'

Rajender Kumar Agarwal
Managing Director
DIN: 00041892

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