



An IS/ISO 9001, An IS/ISO 14001
& IS: 18001 Company



SURYA ROSHNI LIMITED

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SRL/se/20-21/28
September 24, 2020

The Secretary
The Stock Exchange, Mumbai
New Trading Ring, 14th Floor,
Rotunda Building, P.J.Towers,
Dalal Street, Fort,
MUMBAI - 400 001

The Manager
Listing Department
The National stock Exchange of India Ltd
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

**Ref.: SUMMARY OF THE PROCEEDINGS OF 47th ANNUAL GENERAL MEETING HELD ON
23rd SEPTEMBER, 2020 UNDER REGULATION 30 READ WITH PART - A OF
SCHEDULE-III OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015 REFERRED TO AS 'LISTING REGULATIONS'**

Sir,

This has reference to the captioned Regulation of the Listing Regulations, please find enclosed herewith, the summary of the proceedings of the 47th Annual General Meeting of the Company held on 23rd September, 2020 at 11: 00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means (.OAVM').

Hope you find the above in order. Kindly acknowledge the receipt.

Thanking you,

Yours sincerely,
for Surya Roshni Limited



B.B. SINGAL
Sr. V.P & Company Secretary

Enclosed: as above

SURYA ROSHNI LIMITED

SUMMARY OF THE PROCEEDINGS OF FORTY SEVENTH ANNUAL GENERAL MEETING OF SURYA ROSHNI LIMITED HELD ON 23RD SEPTEMBER, 2020 AT 11.00 A.M. THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OAVM').

The 47th Annual General Meeting (AGM) of the Members of Surya Roshni Limited ("the Company") was held on Wednesday, September 23, 2020 at 11:00 a.m. (IST) through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"). The meeting was held in compliance with the General Circular issued on 8th April, 2020 & 13th April, 2020 by the Ministry of Corporate Affairs ("MCA") and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

PRESENT: -

DIRECTORS:

- | | | |
|-----------------------------|---|---|
| - Sh. K. K. Narula | : | Independent Director;
Chairman (Audit Committee and
Stakeholder's Relationship Committee) |
| - Sh. Raju Bista | : | Managing Director |
| - Sh. Vinay Surya | : | Whole-time Director |
| - Sh. Ravinder Kumar Narang | : | Independent Director |
| - Sh. S K Awasthi | : | Independent Director |
| - Sh. S S Khurana | : | Independent Director |
| - Sh. Sunil Sikka | : | Independent Director |
| - Smt. Bhavna Kasturia | : | Independent Director |

Due to Pre-Occupations, other Directors namely - Sh. Jai Prakash Agarwal, Smt. Urmil Agarwal, Sh. T S Bhattacharya, and Sh. Kaustubh Narsinh Karmarkar expressed their inability to join the meeting.

MEMBERS:

In Person : 57

Corporate members through authorised representatives: 17

IN ATTENDANCE :

- | | | |
|--------------------|---|----------------------------|
| - Sh. B. B. Singal | : | Sr.V.P & Company Secretary |
|--------------------|---|----------------------------|



IN PRESENCE

- | | | |
|----------------------|---|---|
| - Sh. Ashok Kumar | : | Statutory Auditors'- M/s.
Ashok Kumar Goyal & Co |
| - Sh. R N Maloo | : | Executive Director & GCFO |
| - Sh. Tarun Baldua | : | CEO – Steel Operations |
| - Sh. Ramanjit Singh | : | CEO – Lighting Operations |
| - Sh. D P Gupta | : | Scrutinizer- S G S Associates |

CHAIRMAN: -

Sh. K. K. Narula Independent Director elected as Chairperson of the meeting as per Article 60 of the Articles of the Company and took the Chair.

REGISTER U/s 170:

The Register of Directors' shareholding pursuant to Section 170 of the Companies Act, 2013 was accessible to the members at the website of the Company at www.surya.co.in during the continuance of the meeting.

QUORUM:

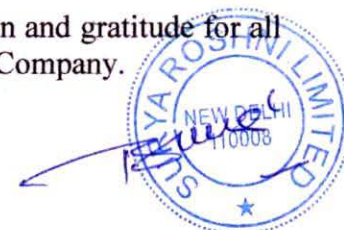
The Chairman extended a welcome to the members present at the meeting and having found the quorum present, declared the meeting properly constituted.

The Chairman then briefed the Members regarding the arrangements made for the meeting. Mr Narula informed that the Company had enabled the Members to participate in the 47th AGM through the VC facility provided by MAS Services Limited, Registrars and Transfer Agent. It was further informed that the Members were provided with the facility to exercise their right to vote by electronic means, through remote e-voting and e-voting at the AGM in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. Members who have joined the meeting through VC and who had not cast their vote through remote e-voting, were provided the option to vote through e-voting facility made available at the AGM. The Company had appointed Mr D P Gupta of M/s SGS Associates, Company Secretaries, as Scrutinizer to supervise the e-voting process and to provide combined voting results of remote e-voting and e-voting at the AGM along with the Scrutinizers Report.

Thereafter, the Chairman mentioned that the Notice and the Addendum of the 47th AGM along with the Annual Report for FY 2020 had been sent through electronic mode to those members, whose e-mail IDs were registered with the Company/Registrar/Depositories. The Chairman informed that since there are no qualifications, observations or adverse comments on the financial statements and matters, reports of the Auditors were taken as read.

The Chairman then commenced his speech and gave an overview of the operations and the financial performance of the Company during FY 2020

Chairman concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company.



The following items of business as set out in the Notice along with the addendum of the 47th AGM, were transacted:

Sl. No.	Description	Resolution Required
ORDINARY BUSINESS		
1.	Adoption of (a) the audited standalone financial statement of the Company for the financial year ended 31st March, 2020 and the reports of the Board of Directors and Auditors thereon and (b) the audited consolidated financial statement of the Company for the financial year ended 31st March, 2020 and the report of Auditors thereon.	Ordinary
2.	Declaration of Equity Dividend of Rs. 2/- each on the paid up Share Capital of the Company as at 31st March, 2020.	Ordinary
3.	Re-Appointment of Shri Raju Bista (DIN – 01299297) who retires by rotation as a Director.	Ordinary
SPECIAL BUSINESS		
4.	Consent for Mortgage of Properties for the Term Loan / Working Capital Limits u/s 180(1)(a) of the Companies Act, 2013.	Special
5.	Ratification of Remuneration of ₹ 5,25,000 to be paid to Cost Auditors M/s R J Goel & Co. for the financial year ended 31 st March, 2021 in compliance to the provision of the Companies Act, 2013.	Ordinary
6.	Appointment of Mrs. Bhavna Kasturia (DIN – 08858309) for first term as an Independent Woman Director of the Company for the period of five years w.e.f. 2 nd September, 2020 as per the provisions of the Companies Act, 2013	Ordinary

Thereafter, Chairman invited Mr. Raju Bista, Managing Director to brief the house and after his briefing he invited the speaker shareholders, who had done prior registrations, to speak and ask questions, if any. Clarifications were provided by the Managing Director Mr. Raju Bista and CFO on the queries raised by the speakers.

The Chairman announced that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the website of the Company at www.surya.co.in. within 48 hours from the conclusion of the meeting at 12:29 p.m.

The scrutinizers' report was received and all the resolutions as set out in the Notice and Addendum to the Notice of the AGM were passed with requisite majority. The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

