



SURYA ROSHNI LIMITED

CIN - L31501HR1973PLC007543

2nd Floor, Padma Tower-1, Rajendra Place, New Delhi-110 008
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E-mail : cs@surya.in Website : www.surya.co.in

SRL/ 21-22/88
December 29, 2021

The Secretary
The Stock Exchange, Mumbai
New Trading Ring, 14th Floor,
Rotunda Building, P.J.Towers,
Dalal Street, Fort,
MUMBAI - 400 001
Scrip Code: 500336

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 - 400051**
NSE Symbol: SURYAROSNI

Sub.: Scrutinizer's Report on e – voting of Postal Ballot conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 (as applicable) and Rule 22 of the Companies (Management and Administration) Rules, 2014.

Sir,

This has reference to the captioned Rule, please find enclosed herewith, the Report of Scrutinizer dated 28th December, 2021 carried details of voting result on the resolutions passed through Postal Ballot by shareholders through remote voting in respect of the items stated in the Postal Ballot Notice dated 26th October, 2021.

You are requested to kindly take the same in your records.

Thanking you,

Yours sincerely,
for Surya Roshni Limited

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



Encl : a/a

Copy to: National Securities Depository Ltd.
Trade World, 4th Floor,
Kamala Mills Compound
Senapati Bapat Marg, Lower Parel,
Mumbai - 400 013

SCRUTINIZER'S REPORT

(Pursuant to sections 108 and 110 of the Companies Act, 2013 read with Rule 20 (as applicable) and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To

The Chairperson or
Shri Krishan Kumar Narula, Chairman of the Audit Committee &
Chairman of Nomination and Remuneration Committee (NRC) or
The Company Secretary
Surya Roshni Limited
CIN: L31501HR1973PLC007543
Registered Office: Prakash Nagar,
Sankhol - 124507
Bahadurgarh,
Haryana

Dear Sirs,

Sub.: Scrutinizer's Report on e - voting of Postal Ballot conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 (as applicable) and Rule 22 of the Companies (Management and Administration) Rules, 2014.

I, D.P Gupta, Proprietor of SGS ASSOCIATES, Company Secretaries (M.N. FCS 2411, C.P. No. 1509) having its office at 14, First Floor, Rani Jhansi Road, Jhandewalan, New Delhi- 110055, have been appointed as a Scrutinizer of Surya Roshni Limited ("**the Company**") pursuant to section 108 and 110 of the Companies Act, 2013 read with Rule 20 (as applicable) and Rule 22 of the Companies (Management and administration) Rules, 2014, for the purpose of Scrutinizing the e-voting in respect of Postal Ballot Notice process in a fair and transparent manner and ascertaining the requisite majority on Postal Ballot through electronic means carried out as per the provision of the Companies Act, 2013 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020 and the General Circular No. 10/2021 dated June 23, 2021 issued by Ministry of Corporate Affairs respectively on the below mentioned resolution, I submit my report as under:

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FOR SURYA ROSHNI LTD.



BB Singal
Sr. VP & Company Secretary



1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to Postal ballot process through electronic mode on the Resolutions contained in the notice dated 26th October 2021.

SCRUTINIZER'S RESPONSIBILITY

2. My responsibility as scrutinizer for the Postal ballot process through electronic means is limited to make a Scrutinizer's Report of the votes cast in "**Favour**" or "**Against**" the resolution stated in the said notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (hereinafter referred to as "**NSDL**"), the agency engaged by the Company to provide e-voting facilities for voting through electronic means.
3. The e-voting period remained open from Monday **29th November 2021 (09.00 A.M. IST) to 28th December 2021 (05.00 P.M. IST)**.
4. The shareholders holding shares as on the "**cut off**" date i.e. **19th November 2021** were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot Dated 26th October 2021 of Surya Roshni Limited.
5. The votes were unblocked on 28th December 2021 after 1700 Hours by me.
6. Thereafter, the details, containing, *inter-alia*, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of NSDL.
7. The total numbers of Electronic Ballots received were 288 for 38820357 votes.



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A handwritten signature in blue ink, appearing to read "BB Singal".

BB Singal
Sr. VP & Company Secretary

8. The results of the voting are under:

A) Resolution 1: Re-Appointment of Mr. Jai Prakash Agarwal (DIN-00041119) as Whole-time Director of the Company – Special Resolution

(i) **Voted in favour of the resolution:**

	Number of Members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Postal Ballot through E-voting only	269	38628890	99.51
Total	269	38628890	99.51

(ii) **Voted against the resolution:**

	Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Postal Ballot through E-voting only	19	191467	0.49
Total	19	191467	0.49

(iii) **Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Postal Ballot through E-voting only	0	0
Total	0	0



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BB Singal
Sr. VP & Company Secretary

B) Resolution 2: Appointment of Mr. Vinay Surya (DIN-00515803) as the Managing Director of the Company – Special Resolution

(a) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Postal Ballot through E-voting only	255	38026641	97.96
Total	255	38026641	97.96

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Postal Ballot through E-voting only	33	793716	2.04
Total	33	793716	2.04

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Postal Ballot through E-voting only	0	0
Total	0	0

9. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes and the same are handed over to the Company Secretary for safe keeping.

10. Restrictions on use

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BB Singal
Sr. VP & Company Secretary

The report has been issued at the request of the Company for (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

**Thanking You,
Yours faithfully,
For SGS Associates
FRN S2002DE058200**

**CS D P Gupta
FCS 2411
CP No. 1509
UDIN: F002411C001974612
ICSI Peer Review No. 1194/2021
Place: New Delhi
Dated: 28th December 2021**



Countersigned by
For SURYA ROSHNI LTD.

BB Singal
**BB Singal
Sr. VP & Company Secretary**

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FOR SURYA ROSHNI LTD.**

BB Singal
**BB Singal
Sr. VP & Company Secretary**