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& IS: 18001 Company



SURYA ROSHNI LIMITED

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SRL/se/21-22/63

September 16, 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 – 400 051

NSE Symbol: SURYAROSNI

Ref.: SUMMARY OF THE PROCEEDINGS OF 48th ANNUAL GENERAL MEETING HELD ON 16th SEPTEMBER, 2021 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 48th Annual General Meeting of the Company held on 16th September, 2021 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 EIGHTH ANNUAL GENERAL MEETING OF SURYA ROSHNI LIMITED HELD ON 16TH SEPTEMBER, 2021 AT 11.00 A.M. THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OAVM').

The 48th Annual General Meeting (AGM) of the Members of Surya Roshni Limited ("the Company") was held on Thursday, September 16, 2021 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, 5th May 2020, 15th June 2020, 28th September 2020, 31st December 2020, 13th January 2021 and 23rd June 2021 by the Ministry of Corporate Affairs ("MCA") and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI / HO / CFD / CMD2 /CIR/P/2021/11 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
- Smt. Bhavna Kasturia : Independent Director

Due to Pre-Occupations, other Directors namely - Sh. Jai Prakash Agarwal, Smt. Urmil Agarwal, Sh. Ravinder Kumar Narang, Sh. T S Bhattacharya, Sh. Sudhanshu Kumar Awasthi, Surendra Singh Khurana, Sh. Sunil Sikka and Sh. Kaustubh Narsinh Karmarkar expressed their inability to join the meeting.

MEMBERS:

In Person : 78

Corporate members through authorised representatives: 18

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 : Executive Director & CEO – Steel Operations
- Sh. Nirupam Sahay : Executive Director & CEO – Lighting
- Sh. D P Gupta : Scrutinizer- S G S Associates

CHAIRMAN: -

Sh. Krishan Kumar 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:

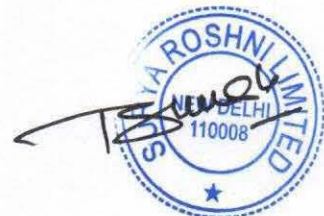
The Register of Directors' shareholding pursuant to Section 170 of the Companies Act, 2013 and certificate from Secretarial Auditor of the Company in respect of Employee Stock Option Scheme is issued pursuant to Regulation 13 of the Securities and Exchange Board of India (Share Based Employee Benefits 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.

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 48th AGM through the VC facility provided by MAS Services Limited, Registrars and Transfer Agent (RTA). 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 of the 48th AGM along with the Annual Report for Financial Year 2020-21 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 2021

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 of the 48th AGM, were transacted:

Sl. No.	Description	Resolution Required
ORDINARY BUSINESS		
1.	Adoption of the audited standalone financial statement of the Company for the financial year ended 31st March, 2021 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, 2021 and the report of Auditors thereon.	Ordinary
2.	Declaration of final equity Dividend of Rs. 1.50/- per equity share for the financial year ended 31st March, 2021.	Ordinary
3.	Re-Appointment of Shri Vinay Surya (DIN – 00515803) 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, 2022 in compliance to the provision 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 along with the Panelist 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 from the conclusion of this meeting at 12:06 p.m. but not later than closing business hours on 18th September, 2021.

The scrutinizers' report was received and all the resolutions as set out in 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.

For SURYA ROSHNI LTD.



BB Singal
Sr. VP & Company Secretary
Page 3 of 3