



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/24-25/18
September 05, 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

Ref. : Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended
Companies (Management and Administration) Rules, 2015

Sub.: Scrutinizer Report carried details of Voting Result on the Resolution(s) passed at 51st
Annual General Meeting (AGM) of the Company conducted through Video
Conferencing ('VC') / Other Audio Visual Means ('OA VM')

Sir,

This has reference to the captioned Rule, please find enclosed herewith, the Report of Scrutinizer carried details of voting result on the resolutions passed at 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 ('OA VM').

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

Thanking you,

Yours faithfully,
For Surya Roshni Limited

B. B. Singal
CFO & Company Secretary

Encl.: as above

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

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman
Surya Roshni Limited
(CIN: L31501HR1973PLC007543)
Prakash Nagar, Sankhol
Bahadurgarh-124507

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 51st Annual General Meeting ("AGM") of Surya Roshni Limited ("Company") held on Wednesday, September 04, 2024 at 12:00 Noon (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Ankit Singhi, Partner of M/s. PI & Associates, Practicing Company Secretaries (FRN: P2014UP035400), was appointed as a Scrutinizer by the Board of Directors of **Surya Roshni Limited** ("the Company") on August 09, 2024 for the purpose of scrutinizing the voting process i.e. remote e-voting and e-voting at AGM of the Company held on **Wednesday, September 04, 2024, at 12:00 Noon (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ("**Rule**") and in accordance with the terms of General Circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17 /2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022, 10/2022 dated December 8, 2022 and 09/2023 dated September 25, 2023 (collectively referred to as "**MCA Circulars**") and in accordance with the terms of circular issued by Securities and Exchange Board of India i.e. Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 7, 2023, and other applicable circulars issued in this regard by SEBI (collectively referred to as "**SEBI Circulars**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated August 09, 2024 ("**AGM Notice**").

1. My responsibility as a Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) to submit a Consolidated Scrutinizer's report for remote e-voting and e-voting at the AGM, for the resolutions set out in the AGM Notice to the chairman of the Company or any person authorized by him.

CORPORATE OFFICE

D-28 South Extn. Part-I, New Delhi - 110049 India | T : +91 11 40622200 | F : +91 11 40622201 | E : info@piassociates.co.in

LOCATIONS

Hyderabad | Trivandrum | Vadodara

www.piassociates.co.in



2. I submit my report as under: -

- i. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year ("F.Y.") 2023-24 was dispatched by the Company on Monday, August 12, 2024, to all those members, whose e-mail address were registered with the Company/ Registrar and Share Transfer Agent/ depository participant(s)/Depository(ies).
- ii. The Company engaged National Securities Depository Limited (NSDL) for providing services related to remote e-voting and e-voting at the AGM.
- iii. The AGM Notice was simultaneously (i) submitted to the stock exchanges i.e. National Stock Exchange of India Ltd. and BSE Ltd. (ii) posted on the website of the Company.
- iv. The members of the Company as on the "cut off" date i.e. Wednesday, August 28, 2024 were entitled to avail the facility of remote e-voting as well as e- voting at the AGM on the proposed resolutions as set out in the AGM Notice.
- v. The remote e-voting period commenced on Friday, August 30, 2024 at 9.00 A.M. (IST) and ended on Tuesday, September 03, 2024 at 5.00 P.M. (IST).
- vi. After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of two witnesses who are not in the employment of the Company.
- vii. The data of remote e-voting and e-voting at AGM was diligently scrutinized and reconciled with the records maintained by the NSDL and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at the AGM.
- viii. The consolidated summary of results of remote e- voting and e-voting at the AGM is annexed herewith as **Annexure- A**.
- ix. Based on the aforesaid results, I report that all the Resolutions as contained in the Item No(s). 1 to 5 of the AGM Notice of the Company, have been passed with requisite votes.

Countersigned by

Company Secretary & Compliance Officer
Surya Roshni Limited

Date: 05.09.2024

Place: New Delhi

For PI & Associates
Company Secretaries



Ankit Singhi
Partner

FCS No.: 11685

C P No.: 16274

PR: 1498/2021

UDIN: F011685F001149712

Annexure- A

Item No. 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.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes casted
Remote Voting	324	7,21,59,315	99.9995	21	382	0.0005	Nil	
E-voting at AGM	2	1,842	100	0	0	0		
Total	326	7,21,61,157	99.9995	21	382	0.005		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 2: To declare final dividend of ₹2.50/- per equity share for the financial year ended 31st March, 2024.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes casted
Remote E - Voting	322	7,24,43,420	99.9990	24	689	0.0010	Nil	
E-voting at AGM	2	1,842	100	0	0	0		
Total	324	7,24,45,262	99.9990	24	689	0.0010		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 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.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes casted
Remote E – Voting	313	7,22,94,991	99.7941	38	1,49,176	0.2059	Nil	
E-voting at AGM	2	1,842	100	0	0	0		
Total	315	7,22,96,833	99.7941	38	1,49,176	0.2059		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 4: To pass resolution under section 180(1)(a) of the Companies Act, 2013

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes casted
Remote E - Voting	322	7,24,41,353	99.9961	25	2,814	0.0039	Nil	
E-voting at AGM	2	1,842	100	0	0	0		
Total	324	7,24,43,195	99.9961	25	2,814	0.0039		

Result: The Special Resolution has been passed with requisite consent.



Item No. 5: To ratify the remuneration payable to the Cost Auditor M/s R J Goel & Co (Cost Audit Firm FRN: 000026) for Financial Year 2024-25.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes casted	Number of members who voted	Number of shares for which votes casted	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes casted
Remote E - Voting	324	7,24,40,778	99.9953	23	3,389	0.0047	Nil	
E-voting at AGM	2	1,842	100	0	0	0		
Total	326	7,24,42,620	99.9953	23	3,389	0.0047		

Result: The Ordinary Resolution has been passed with requisite consent.

