



The Corporate Relationship Department,  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring Rotunda  
Building, P.J. Towers  
Dalal Street,  
Mumbai 400 001

National Stock Exchange of India Limited  
“Exchange Plaza”  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai 400 051

Scrip Code- 503806

Scrip Code-SRF

**SRF/SEC/BSE/NSE**

**28.06.2024**

Dear Sir,

**Sub: Annual General Meeting-Voting Results and Report under Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to submit the voting results (mode of voting was by way of Remote E-Voting and E-voting during AGM) as per Annexure I, on the business transacted as per notice dated May 07, 2024 of the 53<sup>rd</sup> Annual General Meeting (AGM) of the Company held on June 28, 2024 at 11:00 a.m. through Video Conferencing/ Other Audio Visual Means.

Based on the consolidated report of the Scrutinizer attached, all the resolutions set out in the Notice of 53<sup>rd</sup> AGM have been duly approved by the shareholders with requisite majority.

Thanking you,

Yours faithfully,

**For SRF LIMITED**

**RAJAT LAKHANPAL**  
**Sr. VP (Corporate Compliance) & Company Secretary**

**Encl : A/a**

**SRF LIMITED**  
Block-C Sector 45  
Gurugram 122 003  
Haryana India  
Tel: +91-124—4354400  
Fax: +91-124—4354500  
E-mail: info@srf.com  
Website: www.srf.com  
Regd. Office:  
Unit No. 236 & 237, 2nd Floor  
DLF Galleria, Mayur Place  
Noida Link Road  
Mayur Vihar Phase 1 Extension  
Delhi 110091



June 28,2024

To,

The Chairman & Managing Director  
SRF Limited  
CIN: L18101DL1970PLC005197  
The Galleria, DLF Mayur Vihar, Unit No. 236 & 237,  
2nd Floor, Mayur Place, Mayur Vihar Phase I Extn,  
Delhi – 110091

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your members during the 53<sup>rd</sup> Annual General Meeting of your Company held on Friday, 28<sup>th</sup> June, 2024 through Video Conferencing("VC")/ Other Audio-Visual Means("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**For ARVIND KOHLI & ASSOCIATES**  
Company Secretaries

ARVIND KOHLI  
FCS 4434, CP 2818  
SCRUTINIZER  
Peer Review no.: 3056/2023  
Date: June 28,2024  
Place: Gurugram



UDIN No.- **F004434F000631676**





**SCRUTINIZER'S REPORT**

Name of the Company	SRF Limited
Meeting	53 <sup>rd</sup> Annual General Meeting
Day, Date & Time	Friday, June 28, 2024 at 11:00 a.m.
Deemed Venue	Registered Office situated at: The Galleria, DLF Mayur Vihar, Unit No. 236 & 237, 2nd Floor, Mayur Place, Mayur Vihar Phase I Extn, Delhi – 110091
Mode	Video Conferencing ("VC")/Other Audio-Visual Means("OAVM")

**1. Appointment as Scrutinizer**

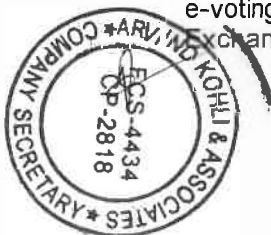
We were appointed as the Scrutinizer for Scrutinizing the remote e-voting as well as the e-voting at the Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and Ministry of Corporate Affairs ("MCA"), vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 5, 2020 read together with Circular No. 02/2021 dated January 13, 2021 read with Circular No. 2/2022 dated May 5, 2022 Circular No. 10/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 (collectively referred to as 'MCA Circulars') and SEBI vide its circular dated May 12, 2020, January 15, 2021, May 13, 2022 January 5, 2023 and October 07,2023 (collectively referred to as 'SEBI Circulars') on the resolution(s) mentioned in Notice dated May 07, 2024 for 53<sup>rd</sup> AGM of the Company held on Friday, June 28, 2024 at 11:00 A.M. through Video Conferencing (VC) / Other Audio Visual Means(OAVM) facility.

Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

**2. Dispatch of Notice convening the AGM**

**2.1** Pursuant to General Circulars as mentioned above issued by the Ministry of Corporate Affairs and as per the provisions of Rule 20 of the Companies (Management & Administration) Rules, 2014, advertisement was published in Financial Express (English Newspaper) and Jansatta (vernacular newspaper), having electronic editions on June 06, 2024 specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of e-mail ids by the members (both physical and demat) who are yet to register their e-mail ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

**2.2** The Company hosted the notice of AGM on its website, website of National Securities Depositories Limited (NSDL) the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **June 05, 2024**.





- 2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by KFin Technologies Limited ("RTA"), and the depositories viz. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM in electronic mode through NSDL.

### 3. Cut-off Date

Voting rights were reckoned as on **June 21, 2024**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

### 4. Process of Remote e-voting and E-voting during AGM

The remote e-voting period commenced on **June 25, 2024 (9:00 am IST) and ended on June 27, 2024 (5:00 pm IST)** via e-voting platform on the designated portal / webpage provided by National Securities Depositories Limited (NSDL). The Company had also provided e-voting facility to the Members who attended through VC/OAVM during the AGM to enable those Members to cast their votes, who had not cast their vote earlier through remote e-voting.

### 5. Attendance during AGM

The attendance of 78 members was registered who attended the AGM through VC/OAVM.

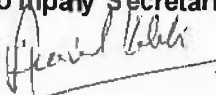
### 6. Counting Process

After completion of e-voting during the AGM, the data of e-voting was diligently scrutinized. Thereafter, data of e-voting were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company and the Authorizations lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting during AGM.

### 7. Results

- 7.1 We observed that:
- 13 members had cast their votes through e-voting during the AGM.
  - 968 members had cast their votes through remote e-voting.
- 7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated May 07, 2024 is enclosed.
- 7.3 Based on the aforesaid results, we report that 6 Resolutions as set out in Item Nos.1 to 6 of the Notice of the AGM dated May 07, 2024 have been passed with the requisite majority.

**For ARVIND KOHLI & ASSOCIATES**  
Company Secretaries



ARVIND KOHLI  
FCS 4434, CP 2818  
SCRUTINIZER

Peer Review No.: 3056/2023

Date: June 28, 2024

Place: Gurugram

UDIN No.- **F004434F000631676**





**Item No.1: To receive, consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2024 along with the Reports of the Auditors' and Board of Directors' thereon**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	950	240066268	13	21614	963	240087882	99.7945
Dissent	13	494290	0	0	13	494290	0.2054
Total	963	240560558	13	21614	976	240582172	100.0000

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No.1 of the Notice of the AGM dated May 07, 2024 has been passed with requisite majority.

**Item No. 2: To appoint a Director in place of Mr. Vellayan Subbiah (DIN 01138759), who retires by rotation and being eligible, offers himself for re-election.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	807	230596249	13	21614	820	230617863	95.8386
Dissent	161	10013558	0	0	161	10013558	4.1614
Total	968	240609807	13	21614	981	240631421	100.0000

Based on the aforesaid result, we report that the Ordinary Resolution asset out in Item No. 2 of the Notice of the AGM dated May 07, 2024 has been passed with requisite majority.

**Item No.3: Appointment of Ms. Ira Gupta (DIN No. 07517101) as an Independent Director.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	712	213751224	13	21614	725	213772838	92.6061
Dissent	239	17068037	0	0	239	17068037	7.3939
Total	951	230819261	13	21614	964	230840875	100.0000

Based on the aforesaid result, we report that the Special Resolution asset out in Item No.3 of the Notice of the AGM dated May 07, 2024 has been passed with requisite majority

**Item No 4: Appointment of Mr. Vineet Agarwal (DIN: 00380300) as an Independent Director**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	898	238936223	13	21614	911	238957837	99.3046
Dissent	64	1673464	0	0	64	1673464	0.6954
Total	962	240609687	13	21614	975	240631301	100.0000

Based on the aforesaid result, we report that the Special Resolution asset out in Item No.4 of the Notice of the AGM dated May 07, 2024 has been passed with requisite majority.



**Item No.5 Offer or invitation to subscribe to Redeemable Non-Convertible Debentures of the Company on private placement**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	944	240607642	13	21614	957	240629256	99.9991
Dissent	15	2145	0	0	15	2145	0.0009
Total	959	240609787	13	21614	972	240631401	100.0000

Based on the aforesaid result, we report that the Special Resolution asset out in Item No.5 of the Notice of the AGM dated May 07, 2024 has been passed with requisite majority.

**Item No.6: Ratification of Remuneration of Cost Auditors for financial year 2024-25**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	944	240580307	13	21614	957	240601921	99.9991
Dissent	14	2269	0	0	14	2269	0.0009
Total	958	240582576	13	21614	971	240604190	100.0000

Based on the aforesaid result, we report that the Ordinary Resolution asset out in Item No.6 of the Notice of the AGM dated May 07, 2024 has been passed with requisite majority

**For ARVIND KOHLI & ASSOCIATES**  
Company Secretaries

ARVIND KOHLI  
FCS 4434, CP 2818  
SCRUTINIZER

Peer Review No.: 3056/2023

Date : June 28,2024

Place : Gurugram



UDIN No. – F004434F000631676



Rajat Lakhnarpal  
Sr. VP (Corporate Compliance) & Company Secretary  
Membership No. –ACS- 12725  
(Address-Block-C, Sector-45 Gurugram-122003)

Resolution Required		Consideration and adoption of Audited Financial Statements for the financial year 2023-24						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes			No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6) = [(4)/(2)]*100	% of votes - in Against (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	148982500	148982500	100	148982500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a Total	148982500	148982500	100	148982500	0	100	0
Public Institutions	E-voting	82696705	73725277	89.15140815	73231735	493542	99.3305661	0.669433904
	Poll		0	0	0	0	0	0
	Postal Ballot(if a Total	82696705	73725277	89.15140815	73231735	493542	99.3305661	0.669433904
Public Non-Institutions	E-voting	64745620	17874395	27.60711072	17873647	748	99.99581524	0.004184757
	Poll		0	0	0	0	0	0
	Postal Ballot(if a Total	64745620	17874395	27.60711072	17873647	748	99.99581524	0.004184757
Total		296424825	240582172	81.16127656	240087882	494290	99.79454421	0.205455789



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Resolution Required		To appoint a Director in place of Mr. Vellayan Subbiah (DIN 00418958), who retires by rotation and being eligible, offers himself for re-election.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No					No	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour $\frac{(4)}{(2)} \times 100$	% of votes - in Against $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-voting	148982500	148982500	100	148982500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a Total	148982500	148982500	100	148982500	0	100	0
Public Institutions	E-voting	82696705	73775570	89.21222436	63794503	998096	86.47117603	13.52882397
	Poll		0	0	0	0	0	0
	Postal Ballot(if a Total	82696705	73775570	89.21222436	63794503	998096	86.47117603	13.52882397
Public Non-Institutions Total	E-voting	64745620	17873351	27.60549826	17840760	32591	99.81765591	0.182344094
	Poll		0	0	0	0	0	0
	Postal Ballot(if a Total	64745620	17873351	27.60549826	17840760	32591	99.81765591	0.182344094
Total		296424825	240631421	81.17789089	230617863	10013558	95.8386324	4.161367605

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Resolution Details(3)										
Appointment of Ms. Ira Gupta (DIN: 07517101) as an Independent Director										
Whether promoter/ promoter group are interested in the agenda/resolution?										
No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-voting	148982500	148982500	100	148982500	0	100	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)		0	0	0	0	0	0		
	Total	148982500	148982500	100	148982500	0	100	0		
Public Institutions	E-voting	82696705	73775570	89.21222436	61283259	12492311	83.06714404	16.93285596		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)		0	0	0	0	0	0		
	Total	82696705	73775570	89.21222436	61283259	12492311	83.06714404	16.93285596		
Public Non-Institutions	E-voting	64745620	8082805	12.483941	3507079	4575726	43.3893803	56.6106197		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)		0	0	0	0	0	0		
	Total	64745620	8082805	12.483941	3507079	4575726	43.3893803	56.6106197		
	Total	296424825	230840875	77.87501435	213772838	17068037	92.60614612	7.393853883		



Resolution Details(4)										
Appointment of Mr. Vineet Agarwal (DIN:00380300) as an Independent Director										
Whether promoter/ promoter group are interested in the agenda/resolution? No										
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-voting	(1)	(2)		148982500	100	148982500	0	100	0
	Poll				0	0	0	0	0	0
	Postal Ballot(if applicable)	148982500	0	0	0	0	0	0	0	0
Total		148982500	148982500	100	148982500	100	148982500	0	100	0
Public Institutions	E-voting		73775570	89.21222436	72104408	1671162	97.734803	2.265197002		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)	82696705	0	0	0	0	0	0		
Total		82696705	73775570	89.21222436	72104408	1671162	97.734803	2.265197002		
Public Non-Institutions	E-voting		17873231	27.60531292	17870929	2302	99.9871204	0.012879596		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)	64745620	0	0	0	0	0	0		
Total		296424825	240631301	81.1778504	238957837	1673464	99.30455265	0.695447347		

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Resolution Details(5)									
Resolution Required		Whether promoter/ promoter group are interested in the agenda/resolution?					Offer or invitation to subscribe to Redeemable Non-Convertible Debentures of the Company on private placement		
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(5)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100	No
	E-voting		148982500	100	148982500	0	100	0	
	Poll		0	0	0	0	0	0	
Promoter and Promoter Group	Postal Ballot(if applicable)	148982500	0	0	0	0	0	0	
	Total	148982500	148982500	100	148982500	0	100	0	
	E-voting		73775570	89.21222436	73775570	0	100	0	
	Poll		0	0	0	0	0	0	
Public Institutions	Postal Ballot(if applicable)	82696705	0	0	0	0	0	0	
	Total	82696705	73775570	89.21222436	73775570	0	100	0	
	E-voting		17873331	27.60546737	17871186	2145	99.98799888	0.012001121	
	Poll		0	0	0	0	0	0	
Public Non-Institutions	Postal Ballot(if applicable)	64745620	0	0	0	0	0	0	
	Total	64745620	17873331	27.60546737	17871186	2145	99.98799888	0.012001121	
Total		296424825	240631401	81.17788414	240629256	2145	99.9991086	0.000891405	

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Resolution Details(6)										
Ratification of Remuneration of Cost Auditors for financial year										
2024-25										
Whether promoter/ promoter group are interested in the agenda/resolution? No										
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-voting		148982500	100	148982500	0	100	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)	148982500	0	0	0	0	0	0		
	Total	148982500	148982500	100	148982500	0	100	0		
Public Institutions	E-voting		73748359	89.17931978	73748359	0	100	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)	82696705	0	0	0	0	0	0		
	Total	82696705	73748359	89.17931978	73748359	0	100	0		
Public Non-Institutions	E-voting		17873331	27.60546737	17871062	2269	99.98730511	0.012694892		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if applicable)	64745620	0	0	0	0	0	0		
	Total	64745620	17873331	27.60546737	17871062	2269	99.98730511	0.012694892		
	Total	296424825	240604190	81.16870441	240601921	2269	99.99905696	0.000943043		



*WSP*