

S U R A J

September 14, 2024

To
National Stock Exchange of India
Limited Exchange Plaza, Plot No. C/1, G
Block Bandra-Kurla Complex, Bandra
(East) Mumbai – 400 051

To
BSE Limited
Phiroze Jeejeebhoy Towers
21st Floor, Dalal Street
Mumbai – 400 001

NSE Symbol: SURAJEST

BSE Scrip Code: 544054

Dear Sirs,

Sub: Declaration of Voting Results of 01/2024-25 Extra-Ordinary General Meeting (EGM) held on September 14, 2024

Ref: Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

This is in continuation to our earlier intimation dated August 22, 2024 informing about Notice of 01/2024-25 Extra-Ordinary General Meeting (EGM) dated September 14, 2024 ("Notice") read in conjunction with our intimation on Corrigendum to the Notice dated September 04, 2024 and intimation on second corrigendum to the Notice dated September 10, 2024 seeking approval of members of the Company in respect of the items set out in the Notice through remote e-voting system. We wish to inform that; based on the scrutinizer report dated September 14, 2024, the Members of the Company have duly passed the resolutions as set out in the Notice approving the following:

Description of Resolution	Type of Resolution
Preferential Issue of Equity Shares on Private Placement basis	Special Resolution
Preferential Issue of Fully Convertible Warrants on Private Placement basis	Special Resolution

In view of the above, please find enclosed herewith the following documents:

- i. Details of voting results in the format specified under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 – **Annexure I**
- ii. The Scrutinizer's Report dated September 14, 2024 - **Annexure II**

The Voting Results along with the Scrutinizer's Report is available on the website of the Company at www.surajestate.com. This information is submitted pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations.

SURAJ ESTATE DEVELOPERS LIMITED

Aman Chambers, 3rd Floor, Century Bazaar, Prabhadevi, Mumbai, Maharashtra 400025

Call + 91 022 2437 7877 / +91 022 2436 0802 / +91 022 2432 7656 / +91 022 2436 3471

CIN no. U99999MH1986PLC040873

www.surajestate.com



Kindly take the aforesaid information on record and oblige.

Thanking You,
Yours faithfully,
For **Suraj Estate Developers Limited**

Shivil Kapoor
Company Secretary & Compliance Officer
ICSI Membership No. F11865

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ANNEXURE I

Suraj Estate Developers Limited

Resolution Required :Special		1 - Preferential Issue of Equity Shares on Private Placement basis						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	33249800	33249800	100.0000	33249800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33249800	100.0000	33249800	0	100.0000	0.0000
Public Institutions	E-Voting	1451296	376515	25.9434	376515	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		376515	25.9434	376515	0	100.0000	0.0000
Public Non Institutions	E-Voting	9660015	700306	7.2495	700306	0	100.0000	0.0000
	Poll		54394	0.5631	54394	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		754700	7.8126	754700	0	100.0000	0.0000
Total		44361111	34381015	77.5026	34381015	0	100.0000	0.0000

Suraj Estate Developers Limited

Resolution Required :Special		2 - Preferential Issue of Fully Convertible Warrants on Private Placement basis						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	33249800	33249800	100.0000	33249800	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33249800	100.0000	33249800	0	100.0000	0.0000
Public Institutions	E-Voting	1451296	376515	25.9434	376515	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		376515	25.9434	376515	0	100.0000	0.0000
Public Non Institutions	E-Voting	9660015	700306	7.2495	700306	0	100.0000	0.0000
	Poll		54394	0.5631	54394	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		754700	7.8126	754700	0	100.0000	0.0000
Total		44361111	34381015	77.5026	34381015	0	100.0000	0.0000

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

September 14, 2024

To,
The Chairman / Company Secretary
SURAJ ESTATE DEVELOPERS LIMITED
301, 3rd Floor, Aman Chambers,
Veer Savarkar Marg,
Opp. Bengal Chemicals, Prabhadevi,
Mumbai - 400 025

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting prior to and e-voting at Extra-ordinary General Meeting (EGM) of the Members of Suraj Estate Developers Limited held on September 14, 2024

Suraj Estate Developers Limited ("the Company") has vide resolution passed by its Board of Directors at their meeting held on August 19, 2024, appointed the undersigned as the Scrutinizer to issue report on voting pattern on votes cast through remote e-voting prior to and e-voting at Extra-ordinary General Meeting (EGM) on the resolutions contained in the EGM Notice dated August 19, 2024 and Corrigendum dated September 4, 2024 and September 11, 2024 respectively, as prescribed under Section 108 of the Companies Act, 2013 ("the Act") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), placed for the approval of Members of the Company.

The EGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the members at a common venue and in compliance with General Circular No. 09/2023 dated September 25, 2023 read together with the previous circulars issued by Ministry of Corporate Affairs ("MCA") in this regard (collectively referred to as 'MCA Circulars') and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 read together with the previous circulars issued by the Securities and Exchange Board of India ("SEBI") in this regard (hereinafter referred to as 'SEBI Circulars'). The Company had provided e-voting facility during the EGM for those members who did not cast their votes through remote e-voting facility prior to the EGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder, MCA Circulars and SEBI Listing Regulations, 2015 read with SEBI Circulars, relating to remote e-voting prior to and e-voting at EGM on the resolutions contained in the aforesaid Notice of EGM of the Members of the Company.



My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting prior to the EGM and e-voting at EGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "In favour" or "Against" the resolutions, based on the reports generated from the remote e-voting and e-voting system at EGM as per the facility provided by Link Intime India Private Limited, the agency engaged by the Company to provide remote e-voting facility prior to EGM and e-voting facility at the EGM.

As required under Section 101 of the Act, a Notice of EGM along with Explanatory Statement under Section 102 of the Act, was sent to the Members by permitted means as per the MCA Circulars and SEBI Circular.

Following resolutions were proposed for approval by remote e-voting prior to and e-voting at the EGM by the Members of the Company.

Resolution No. 1 as a **Special Resolution** for approval to create, offer and issue fully paid up 56,05,742 (Fifty-Six Lakhs Five Thousand Seven Hundred and Forty-Two) Equity shares of Rs. 5/- (Rupees Five only) each for cash at an issue price of Rs. 714/- (Rupees Seven Hundred and Fourteen only) per share i.e. at a premium of Rs. 709/- (Rupees Seven Hundred and Nine only) per share, aggregating to Rs. 400,24,99,788 (Rupees Four Hundred Crores Twenty-Four Lakhs Ninety-Nine Thousand Seven Hundred and Eighty-Eight only) on preferential basis to the Proposed Allottees.

Resolution No. 2 as a **Special Resolution** for approval to create, offer and issue 13,30,000 (Thirteen Lakhs Thirty Thousand) Fully Convertible Warrants ("Warrants"/"Convertible Warrants") for cash at an issue price of Rs. 750/- (Rupees Seven Hundred and Fifty only) per warrant, with a right to the warrant holder to apply for and be allotted 1 (One) fully paid-up Equity Share of face value of Rs. 5/- (Rupees Five only) of the Company towards conversion of each warrant within a period of 18 (Eighteen) months from the date of allotment of the Warrants to the Proposed Allottee.

The Company provided remote e-voting facility to the members to cast votes on aforesaid resolutions prior to the EGM. The Company also provided e-voting facility at the EGM to those Members who did not cast their votes through remote e-voting facility prior to EGM, to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to Members of the Company to cast their votes from 9.00 a.m. of Wednesday, September 11, 2024 up to 5.00 p.m. on Friday, September 13, 2024. Accordingly, votes casted through remote e-voting up to 5.00 p.m. of September 13, 2024 and votes casted through e-voting at the EGM have been considered for my scrutiny.

After conclusion of EGM, the voting through remote e-voting prior to EGM and e-voting at the EGM were unlocked. In case of Members who had cast votes through remote e-voting prior to EGM as well as e-voting at the EGM, the voting through remote e-voting prior to EGM of such Members was treated as valid. A summary of the votes cast by Members through remote e-voting prior to EGM and e-voting at the EGM with their pattern of voting is as per




Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to EGM and e-voting during the EGM in respect of the abovementioned resolutions may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned this Report.

Thanking you,

Yours sincerely,

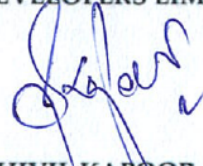
For RATHI & ASSOCIATES,
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
MEM. NO. FCS.: 5171
COP NO. 3030
UDIN: F005171F001221641
PEER REVIEW CER.NO.668/2020



COUNTERSIGNED BY
For SURAJ ESTATE DEVELOPERS LIMITED



SHIVIL KAPOOR
COMPANY SECRETARY
MEM. NO. FCS.: 11865



Annexure

Resolution No. 1 as a Special Resolution for approval to create, offer and issue fully paid up 56,05,742 (Fifty-Six Lakhs Five Thousand Seven Hundred and Forty-Two) Equity shares of Rs. 5/- (Rupees Five only) each for cash at an issue price of Rs. 714/- (Rupees Seven Hundred and Fourteen only) per share i.e. at a premium of Rs. 709/- (Rupees Seven Hundred and Nine only) per share, aggregating to Rs. 400,24,99,788 (Rupees Four Hundred Crores Twenty-Four Lakhs Ninety-Nine Thousand Seven Hundred and Eighty-Eight only) on preferential basis to the Proposed Allottees.

Sr. No.	Particulars	Resolution No. 1	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at EGM	4	54,394
b.	Votes cast through remote e-voting	28	3,43,26,621
	Total	32	3,43,81,015
c.	Less: Invalid voting	0	0
d.	Net Valid voting	32	3,43,81,015
	(i) Voting with assent for the Resolution	32	3,43,81,015
	% of Assent		100
	(ii) Voting with dissent for the Resolution	0	0
	% of Dissent		0



Resolution No. 2 as a Special Resolution for approval to create, offer and issue 13,30,000 (Thirteen Lakhs Thirty Thousand) Fully Convertible Warrants ("Warrants"/" Convertible Warrants") for cash at an issue price of Rs. 750/- (Rupees Seven Hundred and Fifty only) per warrant, with a right to the warrant holder to apply for and be allotted 1 (One) fully paid-up Equity Share of face value of Rs. 5/- (Rupees Five only) of the Company towards conversion of each warrant within a period of 18 (Eighteen) months from the date of allotment of the Warrants to the Proposed Allottee.

Sr. No.	Particulars	Resolution No. 2	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting at EGM	4	54,394
b.	Votes cast through remote e-voting	28	3,43,26,621
	Total	32	3,43,81,015
c.	Less: Invalid voting	0	0
d.	Net Valid voting	32	3,43,81,015
	(i) Voting with assent for the Resolution	32	3,43,81,015
	% of Assent		100
	(ii) Voting with dissent for the Resolution	0	0
	% of Dissent		0

