



An IS/ISO 9001, An IS/ISO 14001
& IS: 18001 Company



SURYA ROSHNI LIMITED

CIN -L31501HR1973PLC007543

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SRL/se/yks/23-24/17
September 15, 2023

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

Dear Madam, Sirs,

Re: Summary of the proceedings of the 50th Annual General Meeting of the Company held on 15th September, 2023 pursuant Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of proceedings of the 50th Annual General Meeting of the Company held on 15th September, 2023 at 12:00 Noon through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'). AGM concluded at 1:13 PM.

This is for your information and records.

Thanking you,

Yours faithfully,
For Surya Roshni Limited

B. B. Singal
CFO & Company Secretary

Encl.: as above

SURYA ROSHNI LIMITED

SUMMARY OF THE PROCEEDINGS OF FIFTIETH ANNUAL GENERAL MEETING OF SURYA ROSHNI LIMITED HELD ON 15TH SEPTEMBER, 2023 AT 12.00 NOON THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OAVM').

The 50th Annual General Meeting (AGM) of the Members of Surya Roshni Limited ("the Company") was held on Friday, September 15, 2023 at 12:00 Noon (IST) through Video Conference ("VC")/ Other Audio Visual Means ("OAVM") platform provided by NSDL. The meeting was held in compliance with the General Circular issued on 5th May 2020, 13th January 2021, 8th December, 2021, 14th December, 2021 and 28th December, 2022 by the Ministry of Corporate Affairs ("MCA") read with applicable provisions of the Companies Act, 2013 and the Rules made thereunder and as per the applicable provisions of SEBI Rules and Regulations. Requisite quorum being present, the meeting was called to order.

PRESENT: -

DIRECTORS:

- Mr. Sunil Sikka : Independent Director
Member : Audit Committee
**Chairman : Risk Management Committee,
Stakeholders Relationship Committee
Committee of Directors**
- Mr. Raju Bista : Managing Director
Member : Stakeholders Relationship Committee
CSR Committee and Committee of Directors
- Mr. Vinay Surya : Managing Director
Member : Audit Committee
Risk Management Committee
Committee of Directors
- Mr. Surendra Singh Khurana : Independent Director
Member : Audit Committee
Chairman : Nomination and Remuneration Committee
- Mr. T. S. Bhattacharya : Independent Director
Chairman : Audit Committee
- Mr. Kaustubh N Karmarkar : Whole-time Director
- Ms. Suruchi Aggarwal : Independent Woman Director
- Mr. T. G. Keswani : Independent Director
- Mr. Naresh Agarwal : Independent Director

Due to Pre-Occupations, other Directors namely - Mr. Jai Prakash Agarwal and Mrs. Urmil Agarwal expressed their inability to join the meeting.

IN ATTENDANCE :

- Sh. B. B. Singal : CFO & Company Secretary

IN PRESENCE

- Mr. Ashok Kumar : Statutory Auditors'- M/s. Ashok Kumar Goyal & Co
- Mr. Tarun Baldua : Executive Director & CEO – Steel Operations
- Mr. Jitendra J Agrawal : CEO – Lighting & Consumer Durables
- Mr. Ankit Singhi : Partner : Secretarial Auditor – M/s PI & Associates
Scrutinizer- PI & Associates
- Mr. Nitesh Latwal : Partner : Secretarial Auditor – M/s PI & Associates
Scrutinizer- PI & Associates

CHAIRMAN:

Mr. Sunil Sikka Independent Director elected as Chairperson of the meeting as per Article 60 of the Articles of the Company and took the Chair. The Chairman extended a welcome to the members present at the meeting and having found the quorum present, declared the meeting properly constituted.

REGISTERS:

All requisite Statutory Registers and other necessary documents were available electronically during the AGM for inspection of the Members. 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.

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable provisions, if any, of the said regulations, we would like to inform you that the resolutions pertaining to the following items as set out in the Notice of the 50th AGM, were transacted at the said AGM:

Sl. No.	Description	Resolution Required
ORDINARY BUSINESS		
1.	To consider and adopt the audited standalone financial statement of the Company for the financial year ended 31st March, 2023 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, 2023 and the report of Auditors thereon.	Ordinary

2	To declare final dividend of ₹ 4.00/- per equity share for the financial year ended 31st March, 2023.	Ordinary
3.	To appoint Mrs. Urmil Agarwal (Director Identification No. – (00053809) who retires by rotation as a Director and, being eligible, offers herself for re-appointment in compliance to the provision of the Companies Act, 2013.	Ordinary
SPECIAL BUSINESS		
4.	Consent for Mortgage of Properties for Working Capital limits u/s 180(1)(a) of the Companies Act, 2013.	Special
5.	Ratification of Remuneration of ₹6,00,000 to be paid to Cost Auditors M/s R J Goel & Co. for the financial year ended 31 st March, 2024 in compliance to the provision of the Companies Act, 2013.	Ordinary
6.	To approve reappointment of Mr. Sunil Sikka (DIN – 08063385) for the Second term of five consecutive years from 28 th September, 2023 to 27 th September, 2028 as Independent Director in compliance with the provisions of the Companies Act, 2013.	Special
7.	To approve reappointment of Mr. Kaustubh Narsinh Karmarkar (DIN-00288642) as Whole-time Director of the Company for a period of five years in compliance with the provisions of the Companies Act, 2013.	Ordinary
8.	To approve sub-division of Equity Shares from the Face Value of Rs. 10/- per equity share to Rs. 5/- per equity share	Ordinary
9.	To approve Alteration of Clause V i.e. Capital Clause of the Memorandum of Association of the Company.	Ordinary
10.	To approve reappointment of Mr. Raju Bista (DIN- 01299297) as Managing Director of the Company for a period of five years w.e.f. 11 th August, 2023 to 10 th August, 2028 in compliance with the provisions of the Companies Act, 2013.	Ordinary

The voting on all the above resolutions was conducted through remote e-voting and e-voting during the AGM.

The voting results on the above resolutions will be communicated to the Exchange alongwith combined Scrutinizer's Report both on remote e-voting and voting at the aforesaid AGM. The same will also be placed on the Company's website at www.surya.co.in and on the website of NSDL. The meeting concluded at 1.13 P.M.
