

SRL/ 24-25/49
December 21, 2024

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 - 400051
NSE Symbol: SURYAROSNI

Sub.: Scrutinizer's Report on remote e-voting of Postal Ballot conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 (as applicable) and Rule 22 of the Companies (Management and Administration) Rules, 2014.

Sir,

This has reference to the captioned Rule, please find enclosed herewith, the Report of Scrutinizer dated 21st December, 2024 carried details of voting result on the resolution passed through Postal Ballot by shareholders through remote e-voting in respect of the items stated in the Postal Ballot Notice dated 14th November, 2024.

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

Thanking you,

Yours sincerely,
for **Surya Roshni Limited**

B.B. SINGAL
CFO & Company Secretary
Membership No. ACS-10781

Encl : a/a

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

**SCRUTINIZER'S REPORT ON POSTAL BALLOT PROCESS
(THROUGH REMOTE E-VOTING)
FOR
SURYA ROSHNI LIMITED**

To,
The Chairman
Surya Roshni Limited
CIN: L31501HR1973PLC007543
Rajendra Place,
New Delhi-110008

Dear Sir,

Subject: Scrutinizer's Report on Postal Ballot Process

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 November 14, 2024, for the purpose of scrutinizing the e-voting/postal ballot process in a fair and transparent manner in respect of the resolution mentioned in the notice of Postal Ballot dated November 14, 2024 ("**Notice**") under the provisions of Section 108 and 110 of the Companies Act, 2013 ("**Act**") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ("**Rules**") and in accordance with the terms of General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 9/2023 dated September 25, 2023 and 9/2024 dated September 19, 2024 (collectively referred to as the "**MCA Circulars**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI (LODR) Regulations, 2015**") 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 following resolution forming part of the Notice:-

S.No.	Type of Resolution	Particulars
1.	Ordinary Resolution	Approval for issue of Bonus Shares to the Shareholders of the Company.

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CORPORATE OFFICE

D-38 South Extn. Part-I, New Delhi - 110049 India | T : +91 11 40622200 | F : +91 11 40622201 | E : info@piassociates.co.in

www.piassociates.co.in

In connection with the above-referred matter, I submit my report as under:

1. In compliance with above referred MCA Circulars, the Company had sent the Notice along with the Statement under Section 102 of the Act setting out all material facts in respect of the resolution mentioned therein electronically by email to all the members of the Company, whose names appeared on the register of members/ list of beneficial owners as received from MAS Services Limited (“RTA”) as on Friday, November 15, 2024 (“cut-off date”).
2. The Company completed the dispatch of Notice by e-mail on Tuesday, November 19, 2024. In accordance with the MCA Circulars, no physical copy of the Notice, Postal Ballot Form, and pre-paid business reply envelope was dispatched to the members. Therefore, the Company was not required to provide the facility of voting through physical Postal Ballot.
3. The Company had published an advertisement in Business Standard (English as well as Hindi language), newspaper(s) on Wednesday, November 20, 2024, regarding the completion of the dispatch of Notice and also specifying therein the matters prescribed in the Rules with regard to remote e-voting.
4. The remote e-voting period commenced on Thursday, November 21, 2024 from 9:00 A.M. (IST) onwards and ended on Friday, December 20, 2024, 5:00 P.M. (IST), both days inclusive for the purpose of postal ballot, via e-voting platform facilitated by National Security Depositories Limited (“Authorized Agency”) to provide remote e-voting facility viz.: www.evoting.nsdl.com.
5. The members of the Company holding shares as on the cut-off date were entitled to vote on the resolution as contained in the Notice and have voted through the e-voting facility only as per the MCA circulars. Members have cast their votes on the designated platform, viz.: www.evoting.nsdl.com.
6. The remote e-voting was unblocked on Friday, December 20, 2024, after 5:00 PM (IST) in the presence of two witnesses who are not in employment of the Company.
7. Thereafter, the details containing, *inter-alia*, list of the members, who voted "For" or "Against" on the resolution were derived from the report generated from the e-voting platform provided by the Authorised Agency in respect of voting through remote e-voting.
8. The members have cast their votes through remote e-voting for the resolution set out in said Notice, and all votes cast up to Friday, December 20, 2024, 5:00 P.M. (IST), i.e., the last date

and time fixed by the Company for postal ballot process have been considered for the purpose of this report.

9. The detailed result of the postal ballot (through remote e-voting) is annexed herewith in **Annexure A**.
10. The relevant records related to this postal ballot activity will be handed over to the Authorised Person of the Company for safekeeping.
11. Based on such results, I hereby certify that the resolution as set out in Notice has been approved and passed by the requisite consent of the members.
12. The resolution specified in the Notice is deemed to be passed on the last date of remote e-voting i.e., Friday, December 20, 2024.

Thanking You

Countersigned by

For SURYA ROSHNI LTD.



B. B. SINGAL
Chief Financial Officer &
Company Secretary

Authorised Signatory
Surya Roshni Limited

**For PI & Associates
Company Secretaries**



Ankit Singhi
Partner

FCS No.: 11685

C P No.: 16276

PR: 1498/2021

UDIN: F011685F003452485

Date: 21.12.2024

Place: New Delhi

Annexure- A

Item No. 1: Approval for issue of Bonus Shares to the Shareholders of the Company.

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 cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of share s for which votes cast
E – Voting	421	7,25,48,219	98.6266	26	10,10,265	1.3734	Nil	
Postal Ballot	Not Applicable							
Total							Nil	

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

