

SURAJ INDUSTRIES LTD

Registered Office -Plot No. 2 Phase-3, Sansarpur Terrace, Distt. Kangra, H.P.-173212

CIN: L26943HP1992PLC016791

Email id- secretarial@surajindustries.org; Website- www.surajindustries.org

Telephone No: 01970-256414

May 30, 2024

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

BSE Scrip Code: 526211

Subject: Declaration of Voting results and Scrutinizer Report of Extra- Ordinary General Meeting of the Company held on Thursday, May 30, 2024.

Dear Sir,

This is to inform you that Extra- Ordinary General Meeting (“EGM”) of the Company was held on Thursday, the 30th day of May, 2024 at 03:30 P.M. through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) where all the resolutions as set out in the notice convening the said EGM have been transacted and passed with the requisite majority. In compliance with the requirements of the Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are furnishing herewith the following documents regarding the voting result of business transacted at the EGM:

1. Voting results as declared pursuant to Rule 20 of the of The Companies (Management and Administration) Rules, 2014 of the Companies Act 2013.
2. Consolidated report of the Scrutinizer on remote e-voting and e-voting done at the EGM.

You are therefore requested to kindly take the same on your record in compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you

For Suraj Industries Ltd

Snehlata Sharma
Company Secretary & Compliance Officer

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DETAIL OF VOTING RESULTS:

Date of the AGM/EGM	May 30, 2024
Total number of shareholders on record date	17439
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public:	N.A. N.A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	04 59

Resolution 1: To consider and approve the limits of Material Related Party Transaction(s) between the Company and Carya Chemicals & Fertilizers Private Limited (CARYA), a Subsidiary Company of the company for the Financial Year 2024-25:-

- To the extent of Rs. 85 crores by way of Loan / Investment over and above the existing investment of Rs. 26.38 crores as on March 31,2024.
- To give Corporate Guarantee and undertakings related thereto to banks and financial institutions to secure the loans to the extent Rs.200 crores to be obtained by CARYA for setting up distillery and bottling plant.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6849152	0	0.0000	0	0	0.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.0000	0	0	0.00	0.00
	Total	6849152	0	0.0000	0	0	0.00	0.00
Public-	E-Voting		0	0.0000	0	0	0.00	0.00

Corporate Office: F-32/3, Second Floor, Okhla Industrial Area, Phase-II, New Delhi-110020

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Institutions	Poll	100	0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.0000	0	0	0.00	0.00
	Total	100	0	0.0000	0	0	0.00	0.00
Public-Non Institutions	E-Voting	5996644	563445*	9.3960	563445*	0	100	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.0000	0	0	0.00	0.00
	Total	5996644	563445*	9.3960	563445*	0	100	0.00
Total		12845896	563445*	4.3862	563445*	0	100	0.00

Details of invalid votes	
Category	No. of votes
Promoter and Promoter Group	-
Public - Institutions	-
Public - Non Institutions	2445677*

Note:

* Total votes casted by Public Non-Institutional category were 3009122 in favour of the resolution, out of which 563445 votes are valid and 2445677 are invalid.

Resolution 2: To Consider and Approve the revision of limits for making Inter-Corporate Loans, Investments or providing any security or guarantee from Rs. 100 crores upto sum of Rs.350 crores under Section 186 and other applicable provisions of the Companies Act ,2013.

Resolution required: (Ordinary/ Special)			Special Resolution					
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)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100

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Promoter and Promoter Group	E-Voting	6849152	6849142	99.9999	6849152	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.0000	0	0	0.00	0.00
	Total		6849152	6849152	99.9999	6849152	0	100.00
Public-Institutions	E-Voting	100	0	0.0000	0	0	0.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.0000	0	0	0.00	0.00
	Total		100	0	0.0000	0	0	0.00
Public-Non Institutions	E-Voting	5996644	3080522	51.3708	3080522	0	100	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.0000	0	0	0.00	0.00
	Total		5996644	3080522	51.3708	3080522	0	100
Total		12845896	9929664	77.2983	9929664	0	100	0.00

Details of invalid votes	
Category	No. of votes
Promoter and Promoter Group	-
Public - Institutions	-
Public - Non Institutions	-

Resolution 3: To Consider and Approve the shifting of the Registered office of the company from the State of Himachal Pradesh to the National Capital territory of Delhi.

Resolution required: (Ordinary/Special)			Special Resolution					
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)	% of Votes Polled on outstand	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes	% of Votes against on votes

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				ing shares (3)=[(2)/ (1)]* 100			polled (6)=[(4) /(2)]*10 0	polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6849152	6849142	99.9999	6849152	0	100.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicabl e)		0	0.0000	0	0	0.00	0.00
	Total		6849152	6849152	99.9999	6849152	0	100.00
Public- Instituti ons	E-Voting	100	0	0.0000	0	0	0.00	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicabl e)		0	0.0000	0	0	0.00	0.00
	Total		100	0	0.0000	0	0	0.00
Public- Non Instituti ons	E-Voting	5996644	3080522	51.3708	3080522	0	100	0.00
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicabl e)		0	0.0000	0	0	0.00	0.00
	Total		5996644	3080522	51.3708	3080522	0	100
Total		12845896	9929664	77.2983	9929664	0	100	0.00

Details of invalid votes	
Category	No. of votes
Promoter and Promoter Group	-
Public - Institutions	-
Public - Non Institutions	-

VIJAY JAIN & CO.

COMPANY SECRETARIES

DRAFT- CONSOLIDATED SCRUTINIZER'S REPORT SURAJ INDUSTRIES LTD

To,
The Chairman,
SURAJ INDUSTRIES LTD
CIN- L26943HP1992PLC016791
Plot No. 2, Phase III Sansarpur Terrace
Himachal Pradesh Kangra 173212

Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to 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 for the Extra-ordinary General Meeting of Suraj Industries Ltd. held on Thursday, May 30, 2024 at 3.30 P.M.(IST) through video conferencing ('VC').

Dear Sir,

- 1) The Board of Directors of Suraj Industries Ltd. (hereinafter referred as "the Company") at its meeting held on Thursday, May 30, 2024, has appointed us as scrutinizer pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other provision as applicable, to scrutinize the remote e-voting and e-voting conducted at its Extra-ordinary General Meeting ("EGM") in fair and transparent manner.
- 2) In view of the Ministry of Corporate Affairs ("MCA") Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and the subsequent circulars issued in this regard, the latest being Circular no. 09/2023 dated September 25, 2023 ("MCA Circulars") and other relevant circulars issued from time to time, the EGM was convened through Video Conferencing and the physical attendance of the Members to the EGM venue was not required.
- 3) The Company has engaged Central Depository Securities Limited ("CDSL") as the service provider, for extending the facility of electronic voting (remote e-voting and e-voting facility provided during the EGM) to the shareholders of the Company.
- 4) The remote e-voting process was started on Monday, May 27, 2024 at 10:00 A.M. and ended on Wednesday, May 29, 2024 at 05:00 P.M.

Abhishek Business Center, 204, Second Floor, Laxmi Nagar, New Delhi-110092
Mob: 8397945026, Email: Jvijay624@gmail.com

- 5) We have monitored the process of e-Voting through the scrutinizer's secured link provided by CDSL through its designated website.
- 6) On completion of e-voting during the EGM, the report on e-voting done at the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked by us in the presence of two witnesses who were not in the employment of the Company. We have downloaded the e-Voting report from the website of CDSL in respect of Members, who voted through e-Voting and votes were counted.
- 7) We have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the EGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
- 8) As on Thursday , May 23, 2024 i.e. the **cut-off date**, there were 17,439 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through remote e-voting as well as e- voting facility provided at the EGM of the Company.
- 9) The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules made thereunder including MCA circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the EGM on the resolutions contained in the Notice of the EGM.
- 10) Our responsibility as Scrutinizer for e-voting process (remote e-voting and e-voting facility provided during the EGM) is restricted to making consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of EGM, based on the reports generated from the e-voting system provided by NSDL.
- 11) We now submit our consolidated Report as under on the result of the remote e-voting and e-voting done during the EGM in respect of the said resolutions.

SPECIAL BUSINESS

RESOLUTION NO.1- ORDINARY RESOLUTION

TO CONSIDER AND APPROVE THE LIMITS OF MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND CARYA CHEMICALS & FERTILIZERS PRIVATE LIMITED (CARYA), A SUBSIDIARY COMPANY OF THE COMPANY FOR THE FINANCIAL YEAR 2024-25:-



Vijay Jain

- a. TO THE EXTENT OF RS. 85 CRORES. BY WAY OF LOAN / INVESTMENT OVER AND ABOVE THE EXISTING INVESTMENT OF RS. 26.38 CRORES AS ON MARCH 31,2024.
- b. TO GIVE CORPORATE GUARANTEE AND UNDERTAKINGS RELATED THERETO TO BANKS AND FINANCIAL INSTITUTIONS TO SECURE THE LOANS TO THE EXTENT RS. 200 CRORES TO BE OBTAINED BY CARYA FOR SETTING UP DISTILLERY AND BOTTLING PLANT.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
39	5,63,445	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
0	0	0

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
1	24,45,677

RESULT

As the number of votes cast in favour of the resolution were more than number of votes cast against the resolution, we report that the ordinary resolution with regard to Item no. 1 as set out in the Notice of the EGM is passed in favour of the resolution with requisite majority.

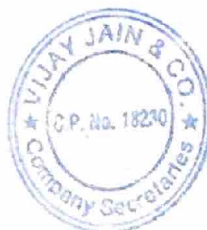
RESOLUTION NO.2 -SPECIAL RESOLUTION

TO CONSIDER & APPROVE THE REVISION OF LIMITS FOR MAKING INTER- CORPORATE LOANS, INVESTMENTS OR PROVIDING ANY SECURITY OR GUARANTEE FROM RS. 100 CRORES UPTO SUM OF RS.350 CRORES UNDER SECTION 186 AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT ,2013.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
55	99,29,664	100

(II) VOTED AGAINST THE RESOLUTION:



Vijay Jain

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
0	0	0

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
0	0

RESULT

As the number of votes cast in favour of the resolution were three times more than number of votes cast against the resolution, we report that the special resolution with regard to Item no. 2 as set out in the Notice of the EGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO.3- SPECIAL RESOLUTION

TO CONSIDER AND APPROVE THE SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF HIMACHAL PRADESH TO THE NATIONAL CAPITAL TERRITORY OF DELHI

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
55	99,29,664	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
0	0	0

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
0	0

RESULT

As the number of votes cast in favour of the resolution were three times more than number of votes cast against the resolution, we report that the special resolution with regard to Item no. 3 as set out in the Notice of the EGM is passed in favour of the resolution with requisite majority.



Vilay Jain

12) The electronic data and other relevant records relating to e-voting & remote e- voting are under our safe custody until the chairman considers, approves and sign the minutes of EGM and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Date: 30.05.2024
Place : New Delhi
UDIN No.- A050242F000502419

Thanking you
Yours Sincerely
FOR VIJAY JAIN & CO.
COMPANY SECRETARIES



Vijay Jain

VIJAY JAIN
PROPRIETOR
ACS No : 50242
CP No : 18230
Peer Review No. : 2241/2022

For SURAJ INDUSTRIES LTD

SYED
AZIZUR
RAHMAN

Digitally signed by SYED AZIZUR RAHMAN
DN: cn=Uttar Pradesh,
2.5.4.20=04801395135554952007661763
048013951355549520076617661763,
postalCode=201301, st=Uttar Pradesh
Name:
pseudonym=d1c4e8bb03356e75b0545509
6892082,
serialNumber=30c9c9477f53428b09562d
c3301445025786612647c1041030637665
E-mail=azizur.rahman@SI.SURAJINDUSTRIES
Date: 2024.05.30 19:25:24 +05'30'

Signed By:
SYED AZIZUR RAHMAN
Chairman of the Meeting