



SURYA ROSHNI LIMITED

CIN -L31501HR1973PLC007543

2nd Floor, Padma Tower-1, Rajendra Place, New Delhi-110 008
Ph.: +91-11-25810093-96, 47108000 Fax : +91-11-25789560
E-mail : cs@surya.in Website : www.surya.co.in

SRL/ 22-23/2
April 13, 2022

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 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 13th April, 2022 carried details of voting result on the resolution passed through Postal Ballot by shareholders through remote voting in respect of the items stated in the Postal Ballot Notice dated 14th February, 2022.

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

Thanking you,

Yours sincerely,
for **Surya Roshni Limited**


B.B. SINGAL
Sr. V.P & Company Secretary



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/ Company Secretary
Surya Roshni Limited
CIN: L31501HR1973PLC007543
Prakash Nagar, Sankhol, Bahadurgarh,
Haryana – 124507

Dear Sir/Ma'am,

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**") vide resolution passed vide Meeting held on February 14, 2022, for the purpose of scrutinizing the postal ballot process (conducted through remote e-voting only) in a fair and transparent manner in respect of the resolution(s) mentioned in the Notice of Postal Ballot dated February 14, 2022 ("**Notice**") under the provisions of Section 108 and 110 of the Companies Act, 2013 ("**Act**") read with Rule 20, 21 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) 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 and 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs (collectively referred to as the "**MCA Circulars**") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI (LODR) Regulations, 2015**"), as amended from time to time, and to submit a report thereon to the Company on the following resolution forming part of the Notice:-



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

S.No.	Type of Resolution	Particulars
1.	Special Resolution	To approve the appointment of Ms. Suruchi Aggarwal (DIN: 09501245), as an Independent Woman Director

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 dated February 14, 2022 along with the Statement under Section 102 of the Act setting out all material facts in respect of the resolution(s) 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, March 04, 2022 ("**cut-off date**").
2. The Company had completed the dispatch of Notice by e-mail on Friday, March 11, 2022. In accordance with the MCA Circulars, no physical copy of the Notice of Postal Ballot was dispatched to the Members in view of ongoing situation of COVID 19 as the Company was not required to provide the facility of voting through physical Postal Ballot in terms of above referred MCA Circulars. Please take note that the Company has clarified that inadvertently in the dispatched postal ballot notice, the "Special Resolution" was mentioned as an "Ordinary Resolution" at necessary places. In this regard, we have reviewed the relevant extracts of the Board Minutes and certified copy of the approved postal ballot notice and accordingly, for this report, resolution as per the Notice has been considered as a "Special Resolution".
3. The Company had published advertisement in Business Standard (Delhi & Mumbai edition in English language) and Business Standard (Chandigarh edition in Hindi language), newspapers on March 12, 2022 regarding completion of 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 Monday, March 14, 2022 at 09:00 A.M. (IST) and ended on Tuesday, April 12, 2022 at 05:00 P.M. (IST) both days inclusive for the purpose of postal ballot, via e-voting platform facilitated by National Securities Depository

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Limited (NSDL), Authorized Agency to provide remote e-voting facility viz.:
<https://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 e-voting facility only as per the MCA circulars. Members have cast their votes on the e-voting platform facilitated by NSDL.
6. The remote e-voting was unblocked on Tuesday, April 12, 2022 after 5:00 P.M. (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(s) were derived from report generated from the e-voting platform provided by the Authorised Agency in respect of voting through remote e-voting.
8. The members have casted their votes through remote e-voting for resolution(s) set out in said Notice and all votes casted up to Tuesday, April 12, 2022 at 05:00 P.M. (IST), i.e. the last date and time fixed by the Company for postal ballot process has 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**.

**Thanking You
For PI & Associates
Company Secretaries**


Ankit Singhi
Partner
FCS No. 11685
C P No.: 16274
PR: 1498/2021
UDIN: F011685D000099025



**Date: April 13, 2022
Place: New Delhi**

Annexure- A

Item No. 1: To approve the appointment of Ms. Suruchi Aggarwal (DIN: 09501245), as an Independent Woman Director

Type of Resolution: Special 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 shares for which votes cast	Percentage of votes to total votes cast
Remote E – Voting	302	3,63,81,031	99.9872%	23	4,671	0.0128%	0		
Postal Ballot	Not Applicable								
Total	302	3,63,81,031	99.9872%	23	4,671	0.0128%	0		

Result: The special resolution has been passed with requisite votes.

