

S. GANESH & ASSOCIATES, COMPANY SECRETARIES IN PRACTICE

SECTION IV **REPORT OF POSTAL BALLOT RESULTS**

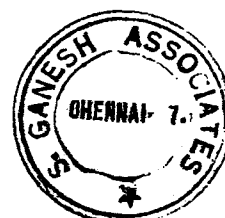
SURANA INDUSTRIES LIMITED

REGD OFF: 21, WHITES ROAD, IInd FLOOR, ROYAPETTAH, CHENNAI 600014

ANNOUNCEMENT OF RESULTS OF POSTAL BALLOT

The Company is pleased to announce that Shri G R Surana, Chairman, declared that the following resolutions were approved by way of postal ballot voting, in terms of Sec 192A read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2001 by the shareholders in the following manner:

NO OF VOTES CAST	Particulars						
	Total number of votes exercisable on the 54 postal ballots received	Less: invalid / unexercised ballots: 8 nos (see note below) **	Total valid votes exercised thru 46 ballots (# see note below)	Votes cast for the Resolution		Votes cast against the Resolution	
				In figures	In percent (%)	In figures	In percent (%)
Item No: 1							
Ordinary Resolution:							
Amendment of the Capital Clause in the Memorandum of Association of the Company	19246772	0	19246750	19246730	99.9998961	20	0.000104
Item No: 2							
Special Resolution:							
Amendments to the Articles of Association of the Company	19246772	0	19246749	19246729	99.9998961	20	0.000104
Item No: 2A							
Special Resolution:							
To amend the Articles of Association to enable the company to issue Preference Shares (Redeemable or not)	19246772	0	19246739	19246719	99.9998961	20	0.000104



Form No. 2B							
Special Resolution:							
Amendment of Common Seal Clause in the Articles of Association of the Company.	19246772	0	19246749	19246729	99.9998961	20	0.000104
Item No: 3							
Ordinary Resolution under Section 293 (1) (a) of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules 2001 for sale of Windmill to M/s. Surana Green Power Limited	19246772	0	19246752	19246732	99.9998961	20	0.000104
Item No: 4							
Special Resolution under 269, 198, 309, 310 of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules 2001 for reappointing of Mr. V.M. Swami, as a Whole Time Director of the Company.	19246772	0	19246748	19246728	99.9998961	20	0.000104
Item No: 5							
Ordinary Resolution under Section 293 (1) (d) of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules 2001 to Increase the Borrowing Powers of the Company.	19246762	0	19246747	19246727	99.9998961	20	0.000104
Item No: 6							
Ordinary Resolution under Section 293 (1) (a) of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules 2001 to consent for charging of Properties of the Company.	19246762	0	19246737	19246717	99.9998961	20	0.000104



Item No: 7							
Ordinary Resolution under Section 293 (1) (a) of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot Rules 2001), Proposal to transfer 160.725 acres of land to M/s. Surana Green Power Limited:	19246772	0	19246757	19246737	99.9998961	20	0.000104

(** Eight Ballots invalidated as the Details as to Name, folio Nos. & No. of shares not indicated therein.

1. In Four of them, Names & Folio Nos. is not indicated
2. In Two of them, Folio No. is not indicated
3. In Two of them, No Votes cast in favor or against the resolutions.

Hence Eight ballots invalidated without any effect on total number of votes exercised.)

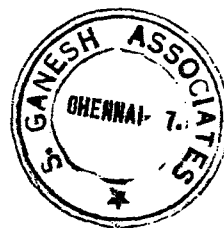
(# There is a difference between the Total No. of Votes exercisable on the 54 ballots received and the Total Valid votes exercised through 46 ballots due to the following reasons:-

1. Mr. Ashok K Jain & Mrs. Prabha A. Jain (Folio No. 57209) has not voted against resolutions in Item No. 2A & 6
2. Mr. Zahidhussain Adhoni & Mr. Hazraibi Adhoni (DP Client No.: IN303116 10016045) holds totally 25 Equity shares in the Company, but marked as
 - 3 shares in favor of resolution mentioned in Item No. 1
 - 2 shares in favor of resolution mentioned in Item No. 2, 2A, 2B
 - 5 shares in favor of resolution mentioned in Item No. 3
 - 1 shares in favor of resolution mentioned in Item No. 4
 - 10 shares in favor of resolution mentioned in Item No. 7
 - No votes cast in favor or against resolution mentioned in Item No. 5 & 6

The shareholders of the Company have therefore approved the above Special and Ordinary Resolutions from Item 1 to Item 7 with the requisite majority.

CHENNAI
DT: 30th December 2010

By Order of the Board of Directors
G. R. Surana
CHAIRMAN



For SURANA INDUSTRIES LIMITED

G. R. Surana
Company Secretary