



SURYA ROSHNI LIMITED

CIN -L31501HR1973PLC007543

Padma Tower-1, Rajendra Place, New Delhi-110 008

Ph.: +91-11-47108000 E-mail : cs@surya.in

Website : www.surya.co.in

SRL/ 24-25/65
March 21, 2025

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 March, 2025 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 6th February, 2025.

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 February 06, 2025, for the purpose of scrutinizing the e-voting/postal ballot process in a fair and transparent manner in respect of the resolutions mentioned in the notice of Postal Ballot dated February 06, 2025 ("**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 resolutions forming part of the Notice:-

S.No.	Type of Resolution	Particulars
1.	Special Resolution	Appointment of Mrs. Puja Surya as a Director 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

2.	Special Resolution	To appoint Mrs. Puja Surya as Whole-time Director of the Company for a period of five years.
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In connection with the above-referred matter, I submit my report as under:

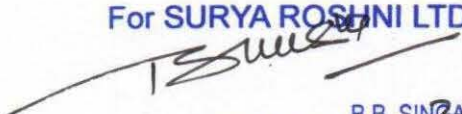
1. In compliance with above referred MCA Circulars, the Company had sent the Notice along with the Statement under Section 102 of the Act setting out all material facts in respect of the resolutions mentioned therein electronically by email to all the members of the Company, whose names appeared on the register of members/ list of beneficial owners as received from MAS Services Limited ("**RTA**") as on Friday, February 14, 2025 ("**cut-off date**").
2. The Company completed the dispatch of Notice by e-mail on Wednesday, February 19, 2025. 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 Thursday, February 20, 2025, 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, February 20, 2025 from 9:00 A.M. (IST) onwards and ended on Friday, March 21, 2025, 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 resolutions 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, March 21, 2025, 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 resolutions 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 resolutions set out in said Notice, and all votes cast up to Friday, March 21, 2025, 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 resolutions as set out in Notice has been approved and passed by the requisite consent of the members.
12. The resolutions specified in the Notice is deemed to be passed on the last date of remote e-voting i.e., Friday, March 21, 2025.

Thanking You

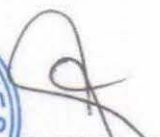
Countersigned by

For SURYA ROSHNI LTD.


B.B. SINGHAL
CFO & Company Secretary
21/03/2025
Authorised Signatory
Surya Roshni Limited

**For PI & Associates
Company Secretaries**




Ankit Singhi
Partner

FCS No.: 11685

C P No.: 16274

PR: 1498/2021

UDIN: F011685F004136181

Date: 21.03.2025

Place: New Delhi

Annexure- A

Item No. 1: Appointment of Mrs. Puja Surya as a Director of the Company

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
E – Voting	340	14,71,10,059	96.6106	83	51,61,101	3.3894		NIL
Postal Ballot	Not Applicable							
Total	340	14,71,10,059	96.6106	83	51,61,101	3.3894		NIL

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



Item No. 2: To appoint Mrs. Puja Surya as Whole-time Director of the Company for a period of five years.

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 member s who voted	Number of shares for which votes cast
E – Voting	330	14,62,48,390	96.0455	91	60,21,478	3.9545	NIL	
Postal Ballot	Not Applicable							
Total	330	14,62,48,390	96.0455	91	60,21,478	3.9545	NIL	

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