

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL
FOR M/S SURAJ INDUSTRIES LTD

To,

The Chairman,
M/s Suraj Industries Ltd
Plot No. 2, Phase III Sansarpur Terrace,
Himachal Pradesh Kangra- 173212

Sub: Scrutinizer Report in respect of passing of Resolution(s) through electronic mode and poll conducted at the 24th Annual General Meeting of M/s Suraj Industries Ltd (the Company) held on 28th day of September, 2016

Dear Sir,

The Board of Directors of the Company at its meeting held on September 3, 2016 had appointed me as Scrutinizer pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and all other provisions as applicable, to conduct the e-voting and voting through poll process for its 24th Annual General Meeting in fair and transparent manner.

The Company had engaged Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility of electronic voting to the members of the Company. The e-voting process was started at 10:00 A.M. on Saturday, September 24, 2016 and ended at 5:00 P.M. on Tuesday, September 27, 2016. The e-voting results were unblocked by me on September 29, 2016 at 5:01:45 P.M. in presence of two witnesses.



As on September 21, 2016 the cut-off date there were 16731 members of the Company which were entitled to vote on the resolutions as mentioned in the notice of 24th Annual General Meeting of the Company. The Chairman at its 24th Annual General Meeting held on 28th September, 2016, had suomoto called for a poll for the members present in the meeting and who were unable to cast their votes through e-voting.

The Paid up Share Capital of the Company as on cut-off date was Rs. 73,430,000 divided into 7,286,000 equity shares of Rs. 10/- each and 114,000 equity share of Rs.5/- each (partly paidup).

The result of the poll and e-voting is as under:

Resolution No. 1 – Ordinary Resolution for Adoption of Audited Financial Statement of the Company for the Financial Year ended 31stMarch, 2016 and the Reports of Board of Directors and Auditors thereon

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
8	3150450	30	996900	4147350	100	56.48%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	0	0	0	0.00%	0.00%



(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
0	0	0	0	0

RESULT

As no members cast their votes against the resolution, therefore we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 2 – Ordinary Resolution for Appointment of Director in place of Ms. Suchi Bahl (DIN 02332887) who retires by rotation and being eligible, offers herself for re-appointment.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
8	3150450	30	996900	4147350	100	56.48%

(II) VOTED AGAINST THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	0	0	0	0.00%	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
0	0	0	0	0

RESULT

As no members cast their votes against the resolution, therefore, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 3 – Ordinary Resolution for Appointment of M/s Satendra Rawat & Company, Chartered Accountants, Chartered Accountants as Statutory Auditor of the Company

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
8	3150450	30	996900	4147350	100	56.48%



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	0	0	0	0.00%	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
0	0	0	0	0

RESULT

As no members cast their votes against the resolution, therefore, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

SPECIAL BUSINESS

Resolution No. 4 – Ordinary Resolution for Regularization of Mr. Syed Azizur Rahman as Director of the Company

(I) VOTED IN FAVOUR THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
8	3150450	30	996900	4147350	100	56.48%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	0	0	0	0.00%	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
0	0	0	0	0

RESULT

As no members cast their votes against the resolution, therefore, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



Resolution No. 5 – Ordinary Resolution for Appointment of Mr. Syed Azizur Rahman as Whole Time Director of the Company

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up shares of the Company
8	3150450	30	996900	4147350	100	56.48%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot Papers	No. of votes cast (Shares) – Poll/Ballot Papers	Total no. of votes cast(shares) through E-voting and poll/Ballot Papers	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	0	0	0	0.00%	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll/Ballot papers	No. of votes cast (Shares) – Poll/Ballot papers	Total no. of votes cast through E-voting and poll/Ballot papers
0	0	0	0	0



RESULT

As no members cast their votes against the resolution, therefore, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

A Soft copy of record containing a list of equity shareholders who voted in E voting process and Ballot and Poll Process "**For**"/ "**Against**" for each resolution is enclosed.

The relevant records relating to E Voting, Ballot Papers and Poll were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you

Yours Sincerely

**For DMK ASSOCIATES
COMPANY SECRETARIES**



**DEEPAK KUKREJA
SCRUTINIZER
(Practicing Company Secretary)
31/36, Basement, Old Rajinder Nagar
Delhi - 110060
FCS No: 4140
CP No: 8265**

Date : 29.09.2016

Place : New Delhi

**Mr. J.K.Jain
Signed by Chairman,
Chairman of the Meeting**