

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

April 30, 2025

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 Monday, April 28, 2025.

Dear Sir,

This is to inform you that Extra- Ordinary General Meeting (“EGM”) of the Company was held on **Monday, the April 28, 2025 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	April 28,2025
Total number of shareholders on record date	18000
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 57

Resolution 1: ISSUANCE OF UP-TO 33,72,994 EQUITY SHARES OF SURAJ INDUSTRIES LIMITED (“SIL”), TO THE SHAREHOLDERS OF M/S CARYA CHEMICALS AND FERTILIZERS PRIVATE LIMITED (“CARYA”), THROUGH SWAP OF FULLY PAID-UP EQUITY SHARES

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Whether resolution is Pass or Not			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	7289152	7289142	99.9999	7289142	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	7289152	7289142	99.9999	7289142	0	100	0.00
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	0.00

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

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Public-Non Institutions	E-Voting	8543583	3542851	41.4680	3542811	40	99.9989	0.0011
	Poll		0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.0000	0	0	0.00	0.00
	Total	8543583	3542851	41.4680	3542811	40	99.9989	0.0011
Total		15832835	10831993	68.4147	10831953	40	99.9996	0.0004

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

Resolution 2: TO CONSIDER AND APPROVE INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT AMENDMENT TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Whether resolution is Pass or Not			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	7289152	7289142	99.9999	7289142	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	7289152	7289142	99.9999	7289142	0	100	0.00
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	0.00
Public-	E-Voting		3542851	41.4680	3542851	0	100	0.00

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Non Institutions	Poll	8543583	0	0.0000	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.0000	0	0	0.00	0.00
	Total	8543583	3542851	41.4680	3542851	0	100	0.00
Total		15832835	10831993	68.4147	10831993	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 LIMITS OF MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND CARYA CHEMICALS & FERTILIZERS PRIVATE LIMITED (CARYA), A MATERIAL SUBSIDIARY COMPANY OF THE COMPANY TO THE EXTENT OF RS. 82.00 CRORES FOR THE FINANCIAL YEAR 2025-26.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Whether resolution is Pass or Not			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	7289152	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	7289152	0	0.0000	0	0	0.00	0.00
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	0.00

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Public- Non Institutions	E-Voting	8543583	292179	3.4199	292179	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	8543583	292179	3.4199	292179	0	100	0.00
Total		15832835	292179	1.8454	292179	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

CONSOLIDATED SCRUTINIZER'S REPORT SURAJ INDUSTRIES LIMITED

To,
The Chairman,
SURAJ INDUSTRIES LIMITED
CIN- L26943HP1992PLC016791
Regd. Off.: Plot No. 2 Phase-3,
Sansarpur Terrace, Distt. Kangra, H.P.-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 Limited held on Monday, April 28, 2025 at 03.30 P.M.(IST) through video conferencing ('VC').

Dear Sir,

- 1) The Board of Directors of Suraj Industries Limited (hereinafter referred as "**the Company**") at its meeting held on Saturday, March 29, 2025 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. 09/2024 dated September 25, 2024 ("**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.



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- 3) The Company has engaged Central Depository Services 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 Friday, April 25, 2025 at 10:00 A.M. and ended on Sunday, April 27, 2025 at 5.00 P.M.
- 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 CDSL e-voting system.
- 8) As on April 21, 2025 i.e. the **cut-off date**, there were 18000 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.



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- 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 CDSL.
- 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- SPECIAL RESOLUTION

ISSUANCE OF UP-TO 33, 72,994 EQUITY SHARES OF SURAJ INDUSTRIES LIMITED ("SIL"), TO THE SHAREHOLDERS OF M/S CARYA CHEMICALS AND FERTILIZERS PRIVATE LIMITED ("CARYA"), THROUGH SWAP OF FULLY PAID-UP EQUITY SHARES.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
54	1,08,31,953	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
1	40	Negligible

(III) INVALID VOTES OF THE RESOLUTION:

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



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COMPANY SECRETARIES

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. 1** as set out in the Notice of the EGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO.2 - ORDINARY RESOLUTION

TO CONSIDER AND APPROVE INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT AMENDMENT TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
55	1,08,31,993	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 more than number of votes cast against the resolution, we report that the **Ordinary 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.



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RESOLUTION NO.3 - 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 MATERIAL SUBSIDIARY COMPANY OF THE COMPANY TO THE EXTENT OF RS. 82.00 CRORES FOR THE FINANCIAL YEAR 2025-26.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
39	2,92,179	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 more than number of votes cast against the resolution, we report that the **Ordinary 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.



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- 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.

Thanking you
Yours Sincerely

**FOR Vijay Jain & Co.
PRACTICING COMPANY SECRETARIES**

Date: 30.04.2025
Place: New Delhi
UDIN No.- A050242G000240401



Vijay Jain

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

For SURAJ INDUSTRIES LTD

**Signed By:
SNEHLATA SHARMA
Company Secretary & Compliance Officer
Membership No. A62066
(Authorized by Chairperson)**