

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

July 28, 2025

To,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai – 400001

Scrip Code: 526211

Subject: Outcome of Meeting of the Board of Directors in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In Continuation of our earlier intimation dated July 23, 2025 and pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held **today, i.e. Monday, July 28, 2025** at F-32/3, Second Floor, Okhla Industrial Area, Phase II, New Delhi-110020, has inter alia, considered and approved the following items:

1. To convene the 33rd Annual General Meeting of the Members of the Company on **Tuesday, August 26, 2025** through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) as per the relevant circulars of MCA and SEBI.
2. Notice of the 33rd Annual General Meeting for FY 2024-25 along with 33rd Annual Report for FY 2024-25 including Director’s Report and Annexures thereto. The 33rd AGM notice along with the 33rd Annual Report for FY 2024-25 shall be submitted to stock exchange when it will be circulated to Members of the Company as per the applicable provision of the Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

The 33rd AGM notice along with the Annual Report for FY 2024-25 will be sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent (“RTA”) /Depositories. The 33rd AGM Notice and Annual Report will be available on the websites of (i) the Company at www.surajindustries.org (ii) Stock Exchange at www.bseindia.com .

3. Based on the recommendation of Audit Committee, Re-appointment of M/s Padam Dinesh & Co., as Internal Auditor of the Company for the financial year 2025-26.

The details as required under Regulation 30 read with Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure A**.

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

4. Based on the recommendation of Audit Committee, the Appointment of CS Shivani Agarwal, Practicing Company Secretary as Secretarial Auditor of the Company to conduct secretarial audit for the first term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to the approval of the members of the Company at the ensuing 33rd Annual General Meeting.

The details as required under Regulation 30 read with Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure B**.

5. Based on the recommendation of Nomination and Remuneration committee, the Board of Directors of the Company considered and approved the re-appointment of Mrs. Pooja Solanki (DIN: 09039846) as a Non-Executive Independent Director of the Company for a second term commencing from January 23, 2026, to January 22, 2031, subject to the approval of the members of the Company.

Further, in compliance with SEBI Letter dated June 14, 2018 read along with circular dated June 20, 2018 issued by BSE Limited (No. LIST/COMP/14/2018-19) and based on affirmation given by Mrs. Pooja Solanki, we hereby confirm that She is not debarred from holding the office of Director by virtue of any SEBI order or any other authority.

The details as required under Regulation 30 read with Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure C**.

6. Increase and alteration of the Authorized Share Capital of the Company from Rs. 40,00,00,000/- (Rupees Forty Crore Only) divided into 4,00,00,000 (Four Crore Only) equity shares of Rs. 10/- (Rupees Ten Only) each to Rs. 50,00,00,000/- (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore Only) equity shares of Rs. 10/- (Rupees Ten Only) each and consequent alteration of the Capital Clause (Clause V) of the Memorandum of Association of the Company, subject to the approval of the members of the Company.

Details of amendments to MOA as required under Regulation 30 read with Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are annexed herewith as **Annexure D**.

7. To approve the following material related party transactions(s) with M/s Carya Chemicals & Fertilizers Private Limited (CARYA), a material subsidiary Company pursuant to the Regulation 23 and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to the approval of the members of the Company.

Sr. No.	Nature of Transaction(s)	Financial Year	Amount
---------	--------------------------	----------------	--------

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

1	Purchase of Extra Neutral Alcohol (ENA), Country Liquor, Rajasthan made Liquor and other related materials from CARYA	2025-26	Upto Rs. 60 Crores
2	Purchase of ENA, Country Liquor , Rajasthan made Liquor and other related materials from CARYA	2026-27	Upto Rs. 90 Crores
3	Loan, Guarantee and Investment in CARYA	2026-27	Upto Rs. 50 Crores

8. To approve the material related party transactions(s) with M/s Sarth Agbev and Energy Private Limited ("Sarth") for Acquisition of 41,05,120 equity shares of M/s Carya Chemicals & Fertilizers Private Limited (CARYA), a material subsidiary of the Company,) and Availing of loan of Rs. 2.50 Crore (Rupees Two Crore Fifty Lakhs only) for Financial Year 2025-26 pursuant to the Regulation 23 and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to the approval of the members of the Company.
9. To approve the material related party transactions(s) with Mr. Suraj Prakash Gupta, Managing Director of the Company for Acquisition of 22,73,234 equity shares of M/s Carya Chemicals & Fertilizers Private Limited (CARYA), a material subsidiary of the Company, and remuneration of upto 15 Lakhs per month pursuant to the Regulation 23 and other applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to the approval of the members of the Company.
10. Extension of the remuneration period of Mr. Suraj Prakash Gupta (DIN: 00243846), Managing Director of the Company, until the completion of his current tenure, i.e., from February 6, 2026, to February 5, 2028
11. The appointment of scrutinizer for conducting e-voting at the 33rd Annual General Meeting of the Company.

The meeting of the Board of Directors commenced at **05:00 P.M.(IST)** and concluded at **07:00 P.M (IST)**.

Kindly acknowledge the receipt and take note of the same.

Thanking you,

Yours faithfully,

For Suraj Industries Ltd

Snehlata Sharma

Company Secretary & Compliance Officer

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

Annexure A

Details of M/s Padam Dinesh & Co. as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed in below annexures

S.no	Details of Information that required to be provided	Information of such events
1.	Reason for Change viz. appointment , re-appointment, resignation , removal , death	Re-appointment
2.	Date of re-appointment/ Resignation & terms of appointment	July 28, 2025. <u>Terms of appointment:</u> M/s Padam Dinesh and Co., is appointed as Internal Auditor of the Company for the financial year 2025-26.
3.	Brief Profile (in case of appointment)	M/s Padam Dinesh and Co., Chartered Accountants, New Delhi, (Firms Regn No. 009061-N) is a reputed firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI) since January 18, 1989. As an assurance of Quality service the firm has been peer reviewed (i) vide certificate No.016797 dt.16.05.2024 (ii) vide certificate No.012990 dt.09.04.2021 (iii) vide certificate No.011019 dt.16.05.2018 (iv) vide certificate No.007831 dt.09.02.2015 (v) vide certificate No.005462 dt.20.09.2011 (vi) vide certificate No.000360 dated 13.01.2006 issued from ICAI, New Delhi. The firm provides diversified range of services in the fields of auditing, legal, taxation, accounting, assurance and advisory. M/s Padam Dinesh and Co. has qualified and experienced partners and staff having diversified knowledge to deliver excellent services to its clients. Its clientele includes reputed Companies.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable.

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

Annexure B

Details for the Appointment of CS Shivani Agarwal, Practicing Company Secretary as Secretarial Auditor of the Company as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed in below annexures

S.no	Details of Information that required to be provided	Information of such events
1.	Reason for Change viz. appointment, re-appointment, resignation, removal, death	Appointment
2.	Date of appointment/Resignation & terms of appointment	July 28, 2025 CS Shivani Agarwal, Practicing Company Secretary (CP No: 18282 and Peer Review Certificate No. 2504/2022) appointed as Secretarial Auditor of the Company to conduct secretarial audit for a period of five consecutive years from FY 2025-26 to FY 2029-30. Other terms of the appointment as per the mutual decision of the auditor and company
3.	Brief Profile (in case of appointment)	CS Shivani Agarwal is a Peer Reviewed Practicing Company Secretary (Peer Review No. 2504/2022), registered with the Institute of Company Secretaries of India (ICSI), with over 11 years of professional experience. She specializes in Secretarial Audits, SEBI LODR Compliances, Corporate Law Advisory, and Due Diligence for listed and unlisted companies. Her areas of expertise include Secretarial Audit, SEBI Compliance Certifications, issuance and buyback of securities, RBI and FEMA compliances, XBRL filings, and advisory on corporate governance and regulatory matters. She also regularly represents clients before MCA, ROC, Regional Directors, and NCLT. CS Shivani Agarwal holds a B. Com, LL.B., and is an Associate Member of ICSI. She is known for delivering client-focused, legally compliant solutions with integrity and professionalism.

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

4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable.
----	---	-----------------

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

Annexure C

Details for the Re-appointment of Mrs. Pooja Solanki (DIN: 09039846) as an Non- Executive Independent Director of the Company as required under the Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are as follows:-

S.no	Details of Information that required to be provided	Information of such events
1.	Reason for Change viz. appointment, re-appointment, resignation, removal, death	Mrs. Pooja Solanki (DIN: 09039846) as a Non-Executive Independent Director of the Company for a second term commencing from January 23, 2026, to January 22, 2031, subject to the approval of the members of the Company
2.	Date of re-appointment / Resignation & Terms of appointment	January 23, 2026 <u>Terms of appointment:</u> Mrs. Pooja Solanki (DIN: 09039846) as a Non-Executive Independent Director of the Company for a second term commencing from January 23, 2026, to January 22, 2031, subject to the approval of the members of the Company.
3.	Brief Profile	Mrs. Pooja Solanki is a Fellow member of the Institute of Company Secretaries of India (ICSI), bringing with her a strong professional background and extensive experience in Secretarial and legal matters. Over the years, she has developed deep expertise in Corporate governance, regulatory compliance, legal advisory, and board processes across a variety of industries. Her comprehensive understanding of corporate laws and governance frameworks enables her to play a pivotal role in ensuring transparency, accountability, and compliance within the organization.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Mrs. Pooja Solanki is not related inter-se to any other Director of the Company.

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

Annexure D

Proposed Amendment to Clause V in the Memorandum of Association of the Company, subject to the approval of the members in the ensuing 33rd Annual General Meeting of the Company:

Clause: V. The authorized share capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore Only) equity shares of Rs. 10/- (Rupees Ten Only) each.