

Mfg. & Exporters of : Stainless Steel Seamless Pipes, Tubes, '**U**' Tubes, Flanges, Fittings & Electro Polished Finish

#### **REGD. OFFICE :**

'Suraj House', Opp. Usmanpura Garden, Ashram Road, Ahmedabad - 380 014. Gujarat (INDIA) Tel. : 0091-79 -27540720 / 27540721 Fax : 0091-79-27540722 Email : suraj@surajgroup.com CIN : L27100GJ1994PLC021088

### 22<sup>nd</sup> June, 2018

To, **BSE Limited** Floor 25, P. J. Towers Dalal Street, Mumbai- 400001

Dear Sir/ Madam,

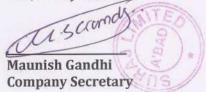
### Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Details of Voting Results at the 25<sup>th</sup> Annual General Meeting of the Company Ref: Scrip Code: 531638

With reference to the above captioned subject and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the details of voting results inclusive of e-voting and poll conducted at 25<sup>th</sup> Annual General Meeting of the Company held on Thursday, 21<sup>st</sup> June, 2018 at 10.30<sup>-</sup>A.M. at the Conference Hall of "The Ahmedabad Textile Mills Association", Near "Gurjari", Ashram Road, Ahmedabad - 380009, Gujarat, India.

Kindly take the same on your record.

Thanking You,

For, Suraj Limited



**Encl: As stated** 

MUMBAI OFFICE : Kanji Mansion, Block No. 3 1st Floor, 311/317, S.V.P. Road, Mumbai - 400 004. (INDIA) Tel. : 0091-22-23891649, 23891758 Fax : 0091-22-23854979 Email : surajm@surajgroup.com

www.surajgroup.com

WORKS : Survey No. 779/A, Thol, Kadi - Sanand Highway, Tal. - Kadi, Dist. Mehsana (INDIA) Tel. : (02764) 274216 / 274217 Fax : 0091-2764-274419 Email : surajt@surajgroup.com

### **Details of Voting Results**

1	Date of the AGM	Thursday, 21st June, 2018
	Total number of shareholders on cut-off date	1701 (As on 13th June, 2018)
3.	No. of shareholders present in the meeting either in per through proxy Promoters and Promoter Group Public	rson or 12 7
4.	No. of shareholders attended the meeting through vide conferencing • Promoters and Promoter Group • Public	o N.A N.A

Resolution / Agenda wise details of voting are as under:

Resolution No. 1: To receive, consider and adopt

a) the Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon and;

b) the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March 2018 and the reports of the Auditors thereon.

Resolution Re (Ordinary/Sp		Ordinary			9			_
Whether prom promoter gro interested in t agenda/resol	up are the	No					0/5	0/ 06
Category	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/( 1)]* 100	No. of Votes - in favour (4)	No, of Votes - agains t (5)	%of Votes in favour on votes polled (6)=[(4) /(2)]*1 00	% of Votes agains t on votes polled (7)=[( 5)/(2) ]*100
Promoter	E-Voting		0	0	0	0	0	0
and Promoter	Voting by Poll	14389977	14389977	100%	14389977	0	100%	0
Group Public-	E-Voting		0	0	0	0	0	0
Institutions	Voting by Poll	657925	602975	91.6480%	602975	0	100%	0
Della Men	E Voting		5000	0.1186%	5000	0	100%	0
Public- Non-	E-Voting	4216198	62245	1.4763%	62245	0	100%	0
Institutions	Voting by Poll	4210170	02240					
Total		19264100	15060197	78.1775%	15060197	0	100%	0

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### <u>Resolution No. 2: To appoint a Director in place of Mr. Kunal Tarachand Shah (DIN:00254205) who</u> retires by rotation and being eligible offers himself for re-appointment.

Resolution Req (Ordinary/Spe		Ordinary						
Whether prom promoter grou interested in th agenda/resolut	p are ne	No					-	
Category	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	%of Votes Polled on outstandi ng 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)]*1 00	% of Votes agains t on votes polled (7)=[( 5)/(2) ]*100
Promoter and	E-Voting		0	0	0	0	0	0
Promoter Group	Voting by Poll	14389977	14389977	100 %	14389977	0	100%	0
Public-	E-Voting		0	0	0	0	0	0
Institutions	Voting by Poll	657925	602975	91.6480%	602975	0	100%	0
Public- Non-	E-Voting		5000	0.1186%	5000	0	100%	0
Institutions	Voting by Poll	4216198	62245	1.4763%	62245	0	100%	0
Total		19264100	15060197	78.1515%	15060197	0	100%	0

### <u>Resolution No. 3: To appoint a Director in place of Ms. Shilpa Mangaldas Patel (DIN: 07014883) who</u> <u>retires by rotation and being eligible offers himself for re-appointment.</u>

Resolution Req (Ordinary/Spe		Ordinary			-			
Whether prom promoter grou interested in th agenda/resolu	p are 1e	No						
Category	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	%of Votes Polled on outstandin g shares (3)=[(2)/(1 )]* 100	No. of Votes - in favour (4)	No, of Votes - agains t (5)	%of Votes in favour on votes polled (6)=[(4)/(2 )]*100	% of Votes again st on votes polle d (7)=[ (5)/( 2)]*1 00
Promoter and	E-Voting		0	0	0	0	0	0
Promoter Group	Voting by Poll	14389977	14389977	100%	14389977	0	100%	0
Public-	E-Voting		0	0	0	0	0	0
Institutions	Voting by Poll	657925	602975	91.6480%	0	0	100%	0
Public- Non-	E-Voting		5000	0.1186%	5000	0	100%	0
Institutions	Voting by Poll	4216198	62245	1.4763%	62245	0	100%	0
Total	1.	19264100	15060197	78.1515%	15060197	0	100%	0

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### <u>Resolution No. 4: To ratify the appointment of M/s. Rinkesh Shah & Co. (FRN: 129690W) Chartered</u> <u>Accountants as Statutory Auditors of the Company and to fix their remuneration.</u>

Resolution Req (Ordinary/Spe		Ordinary						
Whether prom promoter grou interested in th agenda/resolut	p are le	No						
Category	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	%of Votes Polled on outstandin g shares (3)=[(2)/(1 )]* 100	No. of Votes - in favour (4)	No, of Votes - agains t (5)	%of Votes in favour on votes polled (6)=[(4)/(2 )]*100	% of Votes again st on votes polle d (7)=[ (5)/( 2)]*1 00
Promoter and	E-Voting		0	0	0	0	0	0
Promoter Group	Voting by Poll	14389977	14389977	100%	14389977	0	100%	0
Public-	E-Voting		0	0	0	0	0	0
Institutions	Voting by Poll	657925	602975	91.6480 <b>%</b>	602975	0	100%	0
Public- Non-	E-Voting	1.	5000	0.1186%	5000	0	100%	0
Institutions	Voting by Poll	4216198	62245	1.4763%	62245	0	100%	0
Total		19264100	15060197	78.1515%	15060197	0	100%	0

Resolution No. 5: To approve the remuneration of the Cost Auditor for the financial year 2018-19.

Resolution Req (Ordinary/Spe		Ordinary						
Whether prom promoter grou interested in th agenda/resolu	p are ne	No						
Category	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	%of Votes Polled on outstandin g shares (3)=[(2)/(1 )]* 100	No. of Votes - in favour (4)	No, of Votes - agains t (5)	%of Votes in favour on votes polled (6)=[(4)/(2 )]*100	% of Votes again st on votes polle d (7)=[ (5)/( 2)]*1 00
<b>Promoter</b> and	E-Voting		0	0	0	0	0	0
Promoter Group	Voting by Poll	14389977	14389977	100%	14389977	0	100%	0
Public-	E-Voting		0	0	0	0	0	0
Institutions	Voting by Poll	657925	602975	91.6480%	602975	0	100%	0
Public- Non-	E-Voting		5000	0.1186%	5000	0	100%	0
Institutions	Voting by Poll	4216198	62245	1.4763%	62245	0	100%	0
Total		19264100	15060197	78.1775%	15060197	0	100%	0

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	ired:	Ordinary			liable to ret			
Ordinary/Speci	ial)							
Vhether promo		No						
romoter group								
nterested in the								
genda/resoluti	ion?			%of Votes	No. of	No, of	%of Votes	% of
Category	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	Polled on outstandin g shares (3)=[(2)/(1	Votes - in favour (4)	Votes - agains t (5)	in favour on votes polled (6)=[(4)/(2 )]*100	Votes again st on votes polle
				)]* 100		(0)		d (7)=[ (5)/( 2)]*1 00
Duemeter and	E-Voting		0	0	0	0	0	0
Promoter and Promoter	Voting by	14389977	14389977	100%	14389977	0	100%	0
Group	Poll		0	0	0	0	0	0
Public- Institutions	E-Voting Voting by Poll	657925	602975	91.6480%	602975	0	100%	0
			5000	0.1186%	5000	0	100%	0
Public- Non- Institutions	E-Voting Voting by Poll	4216198	62245	1.4763%	62245	0	100%	0
Total	1.	19264100	15060197	78.1775%	15060197	0	100%	0
Decolution I	No 7. To re	annointmor	at of Ms Shill	na Manaalda	s Patel (DIN	: 070148	(83) as a Who	ne time
NC30101011		UNDUNUNG	LE UI PIDI DILLE	pa manyana	ST ULCI [DIM			
Director of t	he company	who shall h	e liable to re	etire by rotati	ion.			
Director of t	<u>he company</u>	<u>who shall b</u>	e liable to re	<u>etire by rotati</u>	ion.			
Director of t Resolution Req	<u>he company</u> uired:	who shall b Ordinary	<u>e liable to re</u>	<u>etire by rotat</u>	ion.			
<u>Director of t</u> Resolution Req (Ordinary/Spe	<u>he company</u> juired: cial)	<u>who shall b</u> Ordinary	<u>e liable to re</u>	<u>etire by rotat</u>	ion.			
Director of t Resolution Req (Ordinary/Spe Whether prom	<u>he company</u> uired: cial) oter/	<u>who shall b</u>	<u>e liable to re</u>	<u>etire by rotat</u>	ion.			
Director of t Resolution Req (Ordinary/Spe- Whether prom promoter grou	<u>he company</u> uired: cial) oter/ p are	<u>who shall b</u> Ordinary	<u>e liable to re</u>	<u>etire by rotat</u>	ion.			
Director of t Resolution Req (Ordinary/Spec Whether prom promoter grou interested in th	<u>he company</u> uired: cial) oter/ p are ne	v who shall b Ordinary No	<u>e liable to re</u>	<u>etire by rotat</u>				
Director of t Resolution Req (Ordinary/Spe- Whether prom promoter grou	<u>he company</u> uired: cial) oter/ p are ne	<u>who shall b</u> Ordinary	No. of votes Polled (2)	%of Votes Polled on outstandin g shares (3)=[(2)/(1 )]* 100	No. of Votes - in favour (4)	No, of Votes - agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2 )]*100	% of Votes again st on votes polle d (7)=  (5)/( 2)]*1 00
<u>Director of t</u> Resolution Req (Ordinary/Spec Whether prom promoter grou interested in th agenda/resolu Category	he company uired: cial) oter/ p are ne tion? Mode of Voting	No. of Shares Held	No. of votes Polled	%of Votes Polled on outstandin g shares (3)=[(2)/(1 )]*	No. of Votes - in favour (4)	No, of Votes - agains t (5)	%of Votes in favour on votes polled (6)=[(4)/(2 )]*100	% of Votes again st on votes polle d (7)=  (5)/( 2)]*1 00 0
Director of t Resolution Req (Ordinary/Spe) Whether prom promoter grou interested in th agenda/resolu Category Promoter and Promoter and	he company uired: cial) oter/ p are ne tion? Mode of Voting E-Voting Voting by	No. of Shares Held	No. of votes Polled (2)	%of Votes Polled on outstandin g shares (3)=[(2)/(1 )]* 100	No. of       Votes - in       favour       (4)       0       14389977	No, of Votes - agains t (5) 0 -	%of Votes in favour on votes polled (6)=[(4)/(2)]*100 0 100%	% of Votes again st on votes polle d (7)=  (5)/( 2)]*1 00 0 0
Director of t Resolution Req (Ordinary/Spec Whether prom promoter grou interested in th agenda/resolu Category Category Promoter and Promoter Group	he company uired: cial) oter/ p are ne tion? Mode of Voting E-Voting Voting by Poll	v who shall b Ordinary No No. of Shares Held (1)	No. of votes Polled (2)	%of Votes Polled on outstandin g shares (3)=[(2)/(1 )]* 100	No. of       Votes - in       favour       (4)       0       14389977       0	No, of Votes - agains t (5) 0 -	%of Votes       in favour       on votes       polled       (6)=[(4)/(2)]*100       0       100%       0	% of Vote: again st on vote: polle d (7)= (5)/( 2)]*1 00 0 0 0
Director of t Resolution Req (Ordinary/Spec Whether prom promoter grou interested in th agenda/resolu Category Promoter and Promoter and	he company uired: cial) oter/ p are tion? Mode of Voting Voting Voting by Poll E-Voting Voting by	v who shall b Ordinary No No. of Shares Held (1)	No. of votes Polled (2) 0 14389977	% of Votes Polled on outstandin g shares (3)=[(2)/(1 )]* 100	No. of       Votes - in       favour       (4)       0       14389977       0       602975	No, of Votes - agains t (5) 0 - 0 0	%of Votes     in favour     on votes     polled     (6)=[(4)/(2)]*100     0     100%     0     100%	% of       Votes       again       st       on       votes       polle       d       (7)=[       (5)/(       2)]*1       00       0       0       0       0       0       0
Director of t Resolution Req (Ordinary/Spec Whether prom promoter grou interested in th agenda/resolu Category Category Promoter and Promoter and Promoter Group Public- Institutions	he company uired: cial) oter/ p are he tion? Mode of Voting Voting Voting by Poll E-Voting by Poll Voting by Poll	v who shall b Ordinary No No. of Shares Held (1) 14389977	No. of votes Polled (2) 0 14389977 0	%of Votes Polled on outstandin g shares (3)=[(2)/(1)]* 100 0 100% 0	No. of     Votes - in     favour     (4)     0     14389977     0     602975     5000	No, of Votes - agains t (5) 0 - 0 0 0 0	% of Votes     in favour     on votes     polled     (6)=[(4)/(2)]*100     0     100%     0     100%     100%	% of     Votes     again     st     on     votes     polle     d     (7)=      (5)/(0     0
Director of t Resolution Req (Ordinary/Spec Whether prom promoter grou interested in the agenda/resolu Category Category Promoter and Promoter and Promoter Group Public-	he company uired: cial) oter/ p are tion? Mode of Voting Voting Voting by Poll E-Voting Voting by	v who shall b Ordinary No No. of Shares Held (1) 14389977	No. of votes Polled       (2)       0       14389977       0       602975	%of Votes       Polled on       outstandin       g       shares       (3)=[(2)/(1)]*       100       0       100%       0       91.6480%	No. of       Votes - in       favour       (4)       0       14389977       0       602975	No, of Votes - agains t (5) 0 - 0 0 0 0 0	%of Votes     in favour     on votes     polled     (6)=[(4)/(2)]*100     0     100%     0     100%	% of Votes again st on votes polle d (7)=  (5)/( 2)]*1 00 0 0 0 0

### <u>Resolution No. 6: To re appointment of Mr. Kunal Tarachand Shah (DIN:00254205) as a Managing</u> Director & Chief Executive Officer of the Company who shall be liable to retire by rotation.

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Resolution No. 8: approve material related party transactions.

Resolution Requ Ordinary/Speci	ired: al)	Ordinary						
Whether promo promoter group interested in the agenda/resoluti	ter/ are	No			N	No, of	%of Votes	% of
Category	Mode of Voting	No. of Shares Held (1)	No. of votes Polled (2)	%of Votes Polled on outstandin g shares (3)=[(2)/(1 )]* 100	No. of Votes - in favour (4)	No, of Votes - agains t (5)	in favour on votes polled (6)=[(4)/(2 )]*100	Votes again st on votes polle d (7)=[ (5)/( 2)]*1 00
			0	0	0	0	0	0
Promoter and Promoter	E-Voting Voting by	14389977	14389977	100%	14389977	4	100%	0
Group	Poll		0	0 -	0	0	0	0
Public- Institutions	E-Voting Voting by	657925	602975	91.6480%	602975	0	100%	0
	Poll		5000	0.1186%	5000	0	100%	0
Public- Non- Institutions	E-Voting Voting by Poll	4216198	62245	1.4763%	62245	0	100%	0
Total	1.014	19264100	15060197	78.1775%	15060197	0	100%	U

For, Suraj Limited

M.S. Gornal Maunish Gandhi Company Secretary



**RTBR & ASSOCIATES** 

**Company Secretaries** 

To, The Chairman of SURAJ LIMITED Ahmedabad

Dear Sir,

At the outset, we would like to thank you for appointing us as scrutinizer for remote e-voting and voting by your members, at 25<sup>th</sup> Annual General Meeting (AGM) of your company held on Thursday 21<sup>st</sup> June, 2018 at 10.30 A.M.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respect.

For, RTBR & Associates **Company Secretary** Company m. Secretaries 0 Mr. Bhavin B Ratanghayra Partner

Date: 21<sup>st</sup> June, 2018 Place: Ahmedabad

> H.O: 106, Samrat Complex, Near Choice Restaurant, Off. C.G. Road, Navrangpura, Ahmedabad - 380009 Tel: 079-26401881, 9909429980, E-mail: <u>bhavin.ratan@gmail.com</u>, Web: www.rtbrlegal.com
> B.O: 208, Capital Corporate, Opp. Eknath Complex, Naroda-Kathwada Road, Naroda, Ahmedabad -382330 Tel: 079-22802005, 982-946000, E-mail: <u>rctarpara@gmail.com</u>, Web: www.rtbrlegal.com

### FORM No. MGT-13 **Report of Scrutinizer**

# [Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014]

#### To

### The Chairman of

25th Annual General Meeting of the Equity Shareholders of Suraj Limited, to be held on Thursday, 21st JUNE, 2018 at 10.30 a.m. at "The Ahmedabad Textile Mill Association", Near "Gurjari", Ashram road, Ahmedabad – 380009

Dear Sir,

I, Bhavin Ratanghayra, Partner of M/s RTBR & Associates, Company Secretaries, having office at Ahmedabad, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 25th Annual General Meeting of the Equity Shareholders of Suraj Limited, held on Thursday, 21st JUNE, 2018 at 10.30 a.m. at "The Ahmedabad Textile Mill Association", Near "Gurjari", Ashram road, Ahmedabad – 380009.

I submit my report as under:

- 1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Register and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found SS defective have been treated as invalid and kept separately.
- 4. The result of the poll is as under:



### (a) Resolution No. 1:

# Ordinary Resolution for adoption of Annual Accounts of the Company as on - 31st March, 2018:

### (I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
19	15055197	100

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

### (b) Resolution No. 2:

Ordinary Resolution to appoint a Director in place of Mr. Kunal Tarachand Shah (DIN:00254205), who retires by rotation and being eligible, offers himself for reappointment.

### (I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
19	15055197	100 ASSO

etaties)

### (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

### (c) Resolution No. 3:

Ordinary Resolution to appoint a Director in place of Ms. Shilpa Mangaldas Patel (DIN: 07014883) who retire by rotation and being eligible offers herself for reappointment

### (I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
19	15055197	100

# (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

### (d) Resolution No. 4:

# Ordinary Resolution for ratification the appointment of M/s. RINKESH SHAH & CO, Chartered Accountants, as auditors of the company and fix their remuneration.

# (I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
19	15055197	100

# (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

### (e) Resolution No. 5:

# Ordinary Resolution to approve remuneration of Cost Auditor for F.Y. 2018-19

### (I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
19	15055197	100 ASSO
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# (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

# (f) Resolution No. 6:

Ordinary Resolution to Re- appointed Mr. Kunal Tarachand Shah (DIN:00254205) as a Managing Director & Chief Executive Officer of the Company,

(I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
19	15055197	100

# (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast	
0	0	0	

# (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)	
0	0 Company P	

### (G) Resolution No. 7:

# Ordinary Resolution to Re- appointed Ms. Shilpa Mangaldas Patel (DIN: 07014883) as a Whole time Director of the Company,

(I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
19	15055197	100

# (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

### (G) Resolution No. 8:

Ordinary Resolution to Approve material related party transactions of the company

# (I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
19	15055197	100

### (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0 0 0
		B Secretaries

\*

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)	
0	0	

- 5. A compact list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorize by the Board for safe keeping.

Thanking you,

Yours faithfully,

For RTBR & Associates Company Secretaries

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Bhavin Ratanghayra Partner COP: 9399 FCS: 8491

Place: Ahmedabad Dated: 21/06/2018

# Scrutinizers' Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To

#### The Chairman of

25<sup>th</sup> Annual General Meeting of the Equity Shareholders of Suraj Limited, held on Thursday, 21<sup>st</sup> June, 2018 at 10.30 a.m. at "The Ahmedabad Textile Mill Association", Near "Gurjari", Ashram road, Ahmedabad – 380009.

#### Dear Sir,

I, BHAVIN RATANGHAYRA, Partner of RTBR & Associates, Company Secretaries, Ahmedabad, have been appointed as Scrutinizer of Suraj Limited, ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 25<sup>th</sup> Annual General Meeting of the Equity Shareholders of Suraj Limited, held on Thursday, 21<sup>st</sup> June, 2018 at 10.30 a.m. at "The Ahmedabad Textile Mill Association", Near "Gurjari", Ashram road, Ahmedabad – 380009.

I submit my report as under:

- 1. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of 25<sup>th</sup> Annual General Meeting (AGM) of the Company. My responsibility as the scrutinizer for the e-voting process is restricted to make a scrutinizer report of the votes cast in favour / against the resolutions stated below, based on the reports generated from e-voting system provided by the Central Depository Services Limited, the authorized agency engaged by the company to provide e-voting facilities.
- The e-voting period remained open from 18<sup>th</sup>June, 2018 at 10.00 a.m. to 20<sup>th</sup> June, 2018 at 5.00 p.m.
- The shareholders holding shares as on the "cut off" date i.e. 13<sup>th</sup> tune, 2017were entitled to vote on the proposed resolutions (items No. 1 to 8 as set out in the Notice of the 25<sup>th</sup> AGM of the Company).

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- 4. Accordingly the electronic votes cast were taken into account and at the end of this voting period, on 20th June, 2018(at 5.00 p.m.), the e-voting portal was blocked for voting by CDSL.
- 5. The votes were unblocked on 21st June, 2018, in the presence of two witnesses 1. Mr.Maulik Patel and 2. Mr. Jayesh Chandala who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Mame: Marubin, R. Pertel

Charley Name: Jayell Churlen

- 6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, Folio No. or Client ID of the shareholders, No. of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
- 7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of Central Depositary Services Limited ( https://www.evotingindia.com):
- 8. Based on such reports, the results of the e-voting are as under:

(a) Resolution No. 1:

Ordinary Resolution for adoption of Annual Accounts of the Company as on - 31st March, 2018:

	Number of members voted through electronic voting system	CONTRACTOR AND	% of total number of valid votes casted
Voted in favour of the resolution:	3	5000	100
Voted against the resolution:	0	0	0
Total	3	5000	100
No of members Votes for Abstain	0	0	PASSO
			Company

### (b) Resolution No. 2:

Ordinary Resolution to appoint a Director in place of Mr. Kunal Tarachand Shah (DIN:00254205), who retires by rotation and being eligible, offers himself for reappointment.

	Number of members voted through electronic voting system		% of total number of valid votes casted
Voted in favour of the resolution:	3	5000	100
Voted against the resolution:	0	0	0
Total	3	5000	100
No of members Votes for Abstain	0	0	0

### (C) Resolution No. 3:

Ordinary Resolution to appoint a Director in place of Ms. Shilpa Mangaldas Patel (DIN: 07014883) who retire by rotation and being eligible offers herself for re-appointment

	Number of members voted through electronic voting system		
Voted in favour of the resolution:	3	5000	100
Voted against the resolution:	0	0	0
Total	3	5000	100
No of members Votes for Abstain	0	0	0

### (D) Resolution No. 4:

Ordinary Resolution for ratification the appointment of M/s. RINKESH SHAH & CO, Chartered Accountants, as auditors of the company and fix their remuneration

	Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
Voted in favour of the resolution:	3	5000	100
Voted against the resolution:	0	0	0
Total	3	5000	100
No of members Votes for Abstain	0	0 AS	5000
	and a second statement of the second s	Com	

### (E) Resolution No. 5:

# Ordinary Resolution to approve remuneration of Cost Auditor for F.Y. 2018-19,

ordinary resolution to	Number of members voted through electronic voting system		% of total number of valid votes casted
Voted in favour of the resolution:	3	5000	100
Voted against the resolution:	0	0	0
Total	3	5000	100
No of members Votes for Abstain	0	0	0

# (F) Resolution No. 6:

Ordinary Resolution To Re- appointed Mr. Kunal Tarachand Shah (DIN:00254205) as a Managing Director & Chief Executive Officer of the Company,

	Number of members voted through electronic voting system	and the set of the state of the set	% of total number of valid votes casted
Voted in favour of the resolution:	3	5000	100
Voted against the resolution:	1	0	0
Total	3	5000	100
No of members Votes for Abstain	0	0	0

### (G) Resolution No. 7:

Ordinary Resolution To Re- appointed Ms. Shilpa Mangaldas Patel (DIN: 07014883) as a Whole time Director of the Company,

	Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
Voted in favour of the resolution:	3	5000	100
Voted against the resolution:	0	0	0
Total	3	5000	100
No of members Votes for Abstain	0	0 AS	5000
		Com	ATT THE

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### (H) Resolution No. 7:

Ordinary Resolution to Approve material related party transactions of the company,

	Number of members voted through electronic voting system	and the second se	% of total number of valid votes casted
Voted in favour of the resolution:	3	5000	100
Voted against the resolution:	0	0	0
Total	3	5000	100
No of members Votes for Abstain	0	0	0

9. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary of the company for safe keeping.

Thanking you, Yours faithfully, For RTBR& Associates Company Secretaries

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Bhavin Ratanghayra Partner COP: 9399 FCS:8491 Place: Ahmedabad Dated: 21/06/2018