



SURAJ LIMITED

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
Subject to Ahmedabad Jurisdiction
CIN : L27100GJ1994PLC021088

28th June, 2019

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 26th 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 26th Annual General Meeting of the Company held on Thursday, 27th June, 2019 at 10.30 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

M.S. Gume

Maunish Gandhi
Company Secretary

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, 27 th June, 2019	
2.	Total number of shareholders on cut-off date	1608 (As on 14 th June, 2019)	
3.	No. of shareholders present in the meeting either in person or through proxy		
	• Promoters and Promoter Group	11	
	• Public	8	
4.	No. of shareholders attended the meeting through video conferencing		
	• Promoters and Promoter Group		N.A
	• Public		N.A

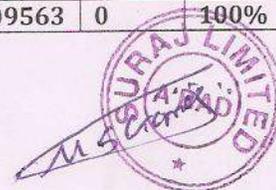
Agenda-wise

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, 2019 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, 2019 and the reports of the Auditors thereon.

Resolution Required: (Ordinary/Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		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 - again st (5)	%of Votes in favour on votes polled (6)=[(4) /(2)]*1 00	% of Votes again st on votes polled (7)=[(5) /(2)]*1 00
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Voting by Poll	14390037	14119930	98.1230%	14119930	0	100%	0
Public- Institutions	E-Voting		0	0	0	0	0	0
	Voting by Poll	784770	627338	79.9391%	627338	0	100%	0
Public- Non- Institutions	E-Voting		39	0.0010%	39	0	100%	0
	Voting by Poll	4089293	62256	1.5224%	62256	0	100%	0
Total		19264100	14809563	76.8765%	14809563	0	100%	0

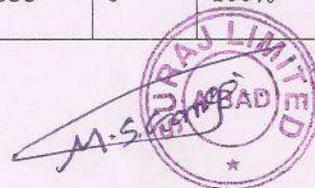


Resolution No. 2: To appoint a Director in place of Mr. Ashok Shah (DIN: 00254255) who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
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	14390037	0	0	0	0	0	0
	Voting by Poll		14119930	98.1230%	14119930	0	100%	0
Public-Institutions	E-Voting	784770	0	0	0	0	0	0
	Voting by Poll		627338	79.9391%	627338	0	100%	0
Public- Non-Institutions	E-Voting	4089293	39	0.0010%	39	0	100%	0
	Voting by Poll		62256	1.5224%	62256	0	100%	0
Total		19264100	14809563	76.8765%	14809563	0	100%	0

Resolution No. 3: To appoint a Director in place of Mr. Gunvant Shah (DIN: 00254292) who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
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	14390037	0	0	0	0	0	0
	Voting by Poll		14119930	98.1230%	14119930	0	100%	0
Public-Institutions	E-Voting	784770	0	0	0	0	0	0
	Voting by Poll		627338	79.9391%	627338	0	100%	0



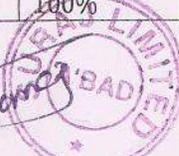
Public- Non-Institutions	E-Voting	4089293	39	0.0010%	39	0	100%	0
	Voting by Poll		62256	1.5224%	62256	0	100%	0
Total		19264100	14809563	76.8765%	14809563	0	100%	0

Resolution No. 4: To partially modify the resolution related to appointment of Statutory Auditors and if thought fit, to pass the following resolution as an Ordinary Resolution.

Resolution Required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
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	14390037	0	0	0	0	0	0
	Voting by Poll		14119930	98.1230%	14119930	0	100%	0
Public-Institutions	E-Voting	784770	0	0	0	0	0	0
	Voting by Poll		627338	79.9391%	627338	0	100%	0
Public- Non-Institutions	E-Voting	4089293	39	0.0010%	39	0	100%	0
	Voting by Poll		62256	1.5224%	62256	0	100%	0
Total		19264100	14809563	76.8765%	14809563	0	100%	0

Resolution No. 5: To approve the remuneration of the Cost Auditor for the financial year 2019-20.

Resolution Required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
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	E-Voting	14390037	0	0	0	0	0	0
	Voting by		14119930	98.1230%	14119930	0	100%	0

M.S. GONDY


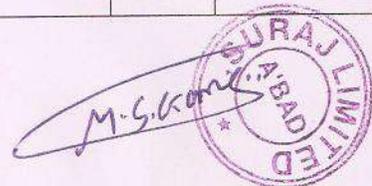
Group	Poll							
Public-Institutions	E-Voting		0	0	0	0	0	0
	Voting by Poll	784770	627338	79.9391%	627338	0	100%	0
Public- Non-Institutions	E-Voting		39	0.0010%	39	0	100%	0
	Voting by Poll	4089293	62256	1.5224%	62256	0	100%	0
Total		19264100	14809563	76.8765%	14809563	0	100%	0

Resolution No. 6: To approve managerial remuneration as prescribed under schedule V of the act in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution.

Resolution Required: (Ordinary/Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
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		0	0	0	0	0	0
	Voting by Poll	14390037	11020407	76.5836%	11020407	0	100%	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Voting by Poll	784770	627338	79.9391%	627338	0	100%	0
Public- Non-Institutions	E-Voting		39	0.0010%	39	0	100%	0
	Voting by Poll	4089293	61316	1.4994%	61316	0	100%	0
Total		19264100	11709100	60.7820%	11709100	0	100%	0

Resolution No. 7: To approve material related party transactions.

Resolution Required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
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	14390037	0	0	0	0	0	0
	Voting by Poll		0	100%	0	-	100%	0
Public-Institutions	E-Voting	784770	0	0	0	0	0	0
	Voting by Poll		627338	79.9391%	627338	0	100%	0
Public- Non-Institutions	E-Voting	4089293	39	0.0010%	39	0	100%	0
	Voting by Poll		62256	1.5224%	62256	0	100%	0
Total		19264100	689633	3.5700%	689633	0	100%	0

For, Suraj Limited

M.S. Gandhi

Maunish Gandhi
Company Secretary



RTBR

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 26th Annual General Meeting (AGM) of your company held on Thursday 27th June, 2019 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**



**Mr. Bhavin B. Ratanghayra
Partner**

**Date: 27th June, 2019
Place: Ahmedabad**

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

26th Annual General Meeting of the Equity Shareholders of Suraj Limited, held on Thursday, 27th June, 2019 at 10.30 a.m. at "The Ahmedabad Textile Mill Association", Near "Gurjari", Ashram road, Ahmedabad – 380009.

Dear Sir,

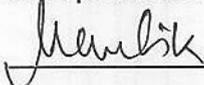
I, BHAVIN RATANGHAYRA, Partner of RTBR & Associates, Company Secretaries, Ahmedabad, have been appointed as Scrutinizer of Suraj Limited, ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out 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 26th Annual General Meeting of the Equity Shareholders of Suraj Limited, held on Thursday, 27th June, 2019 at 10.30 a.m. at "The Ahmedabad Textile Mill Association", Near "Gurjari", Ashram road, Ahmedabad – 380009.

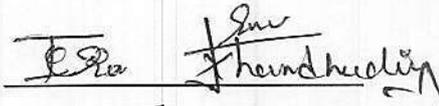
I submit my report as under:

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 26th 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.
2. The e-voting period remained open from 24th June, 2019 at 10.00 a.m. to 26th June, 2019 at 5.00 p.m.
3. The shareholders holding shares as on the "cut off" date i.e. 14th June, 2019 were entitled to vote on the proposed resolutions (items No. 1 to 7. as set out in the Notice of the 26th AGM of the Company).



4. Accordingly the electronic votes cast were taken into account and at the end of this voting period, on 26th June, 2019(at 5.00 p.m.), the e-voting portal was blocked for voting by CDSL.
5. The votes were unblocked on 27th June, 2019, in the presence of two witnesses 1. **Mr. Maulik Patel** and 2. **Ms. Irav Khandhadiya** who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


 Name: Maulik.....PATEL


 Name: Irav.....Khandhadiya

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 Depository 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, 2019:

	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:	7	39	100
Voted against the resolution:	0	0	0
Total	7	39	100
No of members Votes for Abstain	0	0	0



(b) Resolution No. 2:

Ordinary Resolution to appoint a Director in place Mr. Ashok Shah (DIN: 00254255) who retires by rotation and being eligible, offers himself for re-appointment.

	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:	7	39	100
Voted against the resolution:	0	0	0
Total	<u>7</u>	<u>39</u>	<u>100</u>
No of members Votes for Abstain	0	0	0

(C) Resolution No. 3:

Ordinary Resolution to appoint a Director in place of Mr. Gunvant Shah (DIN: 00254292) who retire by rotation and being eligible offers herself for re-appointment

	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:	7	39	100
Voted against the resolution:	0	0	0
Total	<u>7</u>	<u>39</u>	<u>100</u>
No of members Votes for Abstain	0	0	0

(D) Resolution No. 4:

To partially modify the resolution related to appointment of Statutory Auditors

	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:	7	39	100
Voted against the resolution:	0	0	0
Total	<u>7</u>	<u>39</u>	<u>100</u>
No of members Votes for Abstain	0	0	0



(E) Resolution No. 5:

Ordinary Resolution to approve remuneration of Cost Auditor for F.Y. 2019-20,

	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:	7	39	100
Voted against the resolution:	0	0	0
Total	7	39	100
No of members Votes for Abstain	0	0	0

(F) Resolution No. 6:

To approve managerial remuneration as prescribed under schedule V of the act in this regard To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

	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:	7	39	100
Voted against the resolution:	0	0	0
Total	7	39	100
No of members Votes for Abstain	0	0	0

(G) Resolution No. 7:

Ordinary Resolution to Approve material related party transactions 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:	7	39	100
Voted against the resolution:	0	0	0
Total	7	39	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**



**Bhavin Ratanghayra
Partner
COP: 9399
FCS: 8491
Place: Ahmedabad
Dated: 27/06/2019**

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

26th Annual General Meeting of the Equity Shareholders of Suraj Limited, to be held on Thursday, 27th JUNE, 2019 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 26th Annual General Meeting of the Equity Shareholders of Suraj Limited, held on Thursday, 27th JUNE, 2019 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 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, 2019:

(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	1,48,09,524	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. Ashok Shah (DIN: 00254255) who retires by rotation and being eligible, offers himself for re-appointment:

(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	1,48,09,524	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

(c) Resolution No. 3:

Ordinary Resolution to appoint a Director in place of Mr. Gunvant Shah (DIN: 00254292) who retire by rotation and being eligible offers herself for re-appointment:

(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	1,48,09,524	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:

To partially modify the resolution related to appointment of Statutory Auditors

(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	1,48,09,524	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. 2019-20

(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	1,48,09,524	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. 6:

To approve managerial remuneration as prescribed under schedule V of the act in this regard To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

(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
15	1,17,09,061	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. 7:

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
8	6,89,594	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

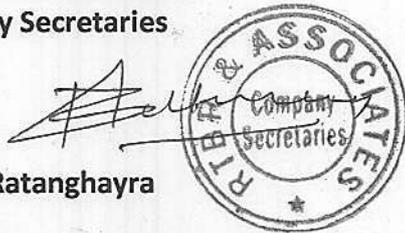
Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

5. A compact list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. 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



Bhavin Ratanghayra
Partner
COP: 9399
FCS: 8491

Place: Ahmedabad
Dated: 27/06/2019