

# 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

To,  
The Executive Director  
BSE Limited  
Floor 25, P J Towers  
Dalal Street, Mumbai-400001

Dated : January 22, 2025

**Scrip Code: 526211**

**Sub: Intimation for the Notice of Extra Ordinary General Meeting (“EGM”) of the Company scheduled to be held on Saturday, February 15, 2025.**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is to inform you that the Extra Ordinary General Meeting of the Company is scheduled to be held on **Saturday, February 15, 2025 at 03:30 P.M.(IST)** through Video Conferencing (“VC”) facility / Other Audio-Visual Means (“OAVM”) without the physical presence of the Members at a common venue,”) in accordance with the circular(s) issued by Ministry of Corporate Affairs (‘MCA’) and the Securities and Exchange Board of India (‘SEBI’).

The Notice of the Extra-Ordinary General Meeting is uploaded on the Company’s website [www.surajindustries.org](http://www.surajindustries.org) and enclosed herewith for your kind perusal

Further , the electronic copy of the Notice of Extra Ordinary General Meeting has been dispatched/ sent to members through email on **January 22, 2025**, whose e-mail addresses are registered with the Company/Registrars and Transfer Agent/Depositories as per the above said circulars.

Further, please note the following :

Sr. No.	Particulars	Date
1.	Cut-off Date/ Record Date for determining voting eligibility of shareholders in Extra-Ordinary General Meeting.	Saturday, February 08, 2025
2.	Remote E-Voting Period	Commence on Wednesday, February 12, 2025 at 10:00 A.M. (IST) and ends on Friday February 14, 2025 at 05:00 P.M.(IST).

We request you to kindly take the above on record.

**Thanking You,**  
**Yours Truly,**  
**For Suraj Industries Ltd.**

**Snehlata Sharma**  
**Company Secretary and Compliance Officer**  
**Encl: as above**

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## NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the Extra-Ordinary General Meeting (“EGM”) of the Members of Suraj Industries Ltd. (“the Company”) will be held on **Saturday, February 15, 2025 at 03:30 P.M. (IST)** through Video Conference (“VC”)/ Other Audio-Visual Means (“OAVM”) facility, to transact the businesses as mentioned below.

### ITEM NO. 1

#### APPOINTMENT OF MR. RITESH GUPTA (DIN: 00243741) AS JOINT MANAGING DIRECTOR OF THE COMPANY.

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 152, 161, 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Regulation 17(1C) and other applicable provisions of the Securities and exchange board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and based on the recommendation of Nomination and Remuneration Committee and approval of Board of Directors, Mr. Ritesh Gupta (DIN: 00243741), who was appointed as an Additional Director and Joint Managing Director of the Company, with effect from November 21, 2024, and in respect of whom notice in writing has been received from a shareholder as per section 160 of the Act, the consent of the members of Company be and is hereby accorded for the appointment of Mr. Ritesh Gupta (DIN: 00243741) as Joint Managing Director of the Company to hold office for a term of three years commenced from November 21, 2024 till November 20, 2027 and who shall be liable to retire by rotation, upon the terms and conditions as referred in explanatory statement.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 196, 197 and 203 of the Act read with the rules made thereunder and Schedule V to the Act and other applicable provisions, if any, and pursuant to the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded for payment of remuneration not exceeding Rs. 2,40,000 per month to Mr. Ritesh Gupta as the Joint Managing Director of the Company, for a term of three years with effect from November 21, 2024.

**RESOLVED FURTHER THAT** notwithstanding anything contained in Sections 197, 198 and Schedule V of the Act or any amendments / re-enactment thereof or any revised/ new schedule thereof, in the event of absence of profits or inadequate profits in any financial year, the remuneration, as provided above be paid as minimum remuneration to Mr. Ritesh Gupta, the Joint Managing Director of the Company even if it exceeds the various stipulated limits of the various provisions of the Act or the rules related thereto during the tenure of his office.

**RESOLVED FURTHER THAT** the Board of Directors (including its Nomination and Remuneration Committee thereof) be and is hereby authorized to modify the terms and conditions of appointment / remuneration or the scale or any other perquisites payable within the limit permitted as they may deem fit and proper from time to time.

**RESOLVED FURTHER THAT** no sitting fees will be paid to Joint Managing Director for attending meeting of the Board of Directors or any committee thereof.”

**“RESOLVED FURTHER THAT** Mr. Ritesh Gupta shall have substantial powers of management and be in charge of general management of the Company within the provisions of Articles of Association but subject to superintendence, control and direction of the Board of Directors.”

**RESOLVED FURTHER THAT** any Director/Company Secretary of the company be and is hereby severally

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authorized to sign and file the necessary forms and returns with the concerned Registrar of companies and to take such other actions and to do all deeds and things to comply with all the formalities required to be fulfilled in connection with the appointment of Joint Managing Director.”

## **ITEM NO. 2**

### **TO APPROVE THE PAYMENT OF REMUNERATION TO EXECUTIVE DIRECTORS WHO ARE PROMOTERS OR MEMBERS OF THE PROMOTER GROUP IN EXCESS OF THRESHOLD LIMITS AS PER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

To consider and, if thought fit, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) and applicable provisions of the Companies Act, 2013 (“the Act”) read with rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and other applicable provisions, if any, the consent of the Members of the Company be and is hereby accorded to the continuation of payment of remuneration to Mr. Suraj Gupta (DIN: 00243846), Managing Director and Mr. Ritesh Gupta (DIN 00243741), Joint Managing Director, who are also Promoters of the Company, as per existing terms and conditions as approved by the members of the Company upto the expiry of their respective terms as permitted under the applicable provisions of the SEBI Listing Regulations and the Act, notwithstanding that the aggregate annual remuneration of all aforesaid executive Directors, exceeds 5 % of the net profits of the Company calculated as per the provisions of Section 198 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** any Director/Company Secretary of the company be and is hereby severally authorized to do all such acts, deeds, matters and things as it may consider necessary and to settle any question or doubt that may arise in relation thereto in order to give effect to this resolution.”

**By Order of the Board  
For Suraj Industries Ltd**

**Date: January 15, 2025**

**Place: New Delhi**

**Sd/-  
Snehlata Sharma  
Company Secretary & Compliance Officer  
Membership No. A62066**

**Registered Office:**  
Plot No. 2, Phase-III, Sansarpur Terrace,  
Distt. Kangra, Himachal Pradesh-173212  
Ph- 01970-256414

**Corporate Office**  
F-32/3, Second Floor, Okhla  
Industrial Area, Delhi- 110020  
Phn: 011-42524455

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## NOTES:

- a. The Ministry of Corporate Affairs (“ MCA”) vide its General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2022 dated May 5, 2022 , General Circular No. 10/2022 & General Circular No. 11/2022 dated December 28, 2022 ,General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 respectively, issued by the Ministry of Corporate Affairs (“**MCA Circulars**”) read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11, dated January 15, 2021 , SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 , SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/ P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03,2024 issued by the Securities and Exchange Board of India (“SEBI Circular”) and in compliance with the provisions of the Companies Act, 2013 (“Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations/SEBI Listing Regulations”) all other relevant circulars issued from time to time, physical attendance of the Members to the EGM venue is not required and it can be held through video conferencing (“VC”) or other audio visual means (“OAVM”). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM. In compliance with the applicable provisions of the Act, SEBI Listing Regulations, MCA Circulars, the EGM of the Company is being held through VC/OAVM on **Saturday, 15<sup>th</sup> February, 2025 at 03:30 p.m. (IST)**. The proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company at Plot No. 2, Phase - III, Sansarpur Terrace, Kangra, Himachal Pradesh – 173212.The deemed venue for the EGM shall be the Registered Office of the Company. Instructions for attending the meeting through VC/OAVM and remote e-voting are attached.
- b. In conformity with the applicable regulatory requirements, the Notice of the EGM is being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories. Member, who have not registered their e-mail addresses so far, are requested to register their email address for receiving all communication from the Company electronically. Members may note that the Notice of EGM will also be available on the Company's website [www.surajindustries.org](http://www.surajindustries.org) , website of BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and website of Central Depository Services Limited ([www.evotingindia.com](http://www.evotingindia.com) ).
- However, if any specific request received from the members for demanding of the physical copy of the Notice, it will be provided by the company but subject to time taken by the courier and Postal Department.
- c. E-voting shall commence on **Wednesday, February 12, 2025 at 10:00 A.M. (IST) and end on Friday, February 14, 2025 at 5:00 P.M. (IST)**. The e-voting module shall be disabled for voting thereafter. The voting rights of the Members (for voting through remote e-Voting before/ during the EGM) shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of **February 08, 2025**. Votes once casted can't be change subsequently.
- d. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the Extra-Ordinary General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM will be held through VC / OAVM, (a) Members will not be able to appoint proxies for the meeting, and (b) Attendance Slip & Route Map to the venue of EGM are not being annexed to this Notice.
- e. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act. Members can attend and participate in the Extra-Ordinary General Meeting through VC/OACM only.

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- f. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the company by email through its registered email address at [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org).
- g. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to items of Special Business is attached and forms part of this notice.
- h. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company’s website at <https://www.surajindustries.org/investor-relations.html> . It may be noted that any service request can be processed only after the folio is KYC Compliant.
- i. SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/9/CIR/2023/70 dated 17 May 2023 has inter alia complied the provisions of the Circular SEBI/HO/ MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16 March 2023 and has made it mandatory for all holders of Physical securities in listed companies to furnish PAN, Nomination/Declaration to opt-out of Nomination, Contact details, Bank Account details and Specimen Signature to the Company/RTA of the Company.
- j. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be affected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.
- k. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's Registrars, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
- l. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.
- m. Electronic copy of all documents referred to the accompanying Notice of Extra Ordinary General Meeting will be available for inspection by members in electronic mode at the Company’s website i.e. [www.surajindustries.org](http://www.surajindustries.org) .
- n. The Company has a registered e-mail address [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org) for members to mail their queries or lodge complaints, if any. The Company endeavors to reply to queries at the earliest. The Company’s website [www.surajindustries.org](http://www.surajindustries.org) has a dedicated section on Investors.
- o. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE\_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has

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established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).

- p. Pursuant to Section 72 of the Act, member(s) of the Company may nominate a person in whom the shares held by him/them shall vest in the event of his/ their unfortunate death. Member(s) holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company’s RTA. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.
- q. Members seeking any information with regard to any matter to be placed at the EGM, are requested to write to the Company on or before **February 08, 2025** through e-mail on [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org). The same will be replied by the Company suitably.
- r. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated January 13, 2021 read with MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the EGM (“remote e-voting”) will be provided by Central Depository Services Limited (“CDSL”).
- s. Mr. Vijay Jain, a Practicing Company Secretary (ACS No. 50242, C.P. No.: 18230) Proprietor, Vijay Jain & Co., a peer reviewed firm of Company Secretaries, has been appointed as “Scrutinizer” to scrutinize the remote e-Voting in a fair and transparent manner and he has communicated his willingness to be appointed and he himself or his/her authorized representative will be available at the EGM for the same purpose.
- t. The Scrutinizer shall, immediately after the conclusion of e-voting at the EGM, unblock the votes cast through remote e-voting and make, **within two (2) working days** of conclusion of the EGM, a consolidated Scrutinizer Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
- u. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed at the EGM scheduled to be held on **February 15, 2025**.
- v. The Results declared along with the Scrutinizer’s Report shall be placed on the website of the Company at [www.surajindustries.org](http://www.surajindustries.org) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) immediately after the declaration of Result by the Chairman or any person authorized by him in writing. The Results shall also be forwarded to the Stock Exchanges where the shares of Company are listed, i.e., BSE Limited.
- w. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available- to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

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- x. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the **cut-off date, i.e, February 08, 2025**. Any person, who acquires shares of the Company and becomes a member after the dispatch of EGM Notice and holds shares as on the Cut-off date, may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) . However, if the person is already registered with CDSL for e-voting, then his/her existing User Id can be used for casting vote.
- y. The Company has electronic connectivity with CDSL and NSDL and the ISIN of the Company is INE170U01011 for dematerialization of the company's shares. We hereby request all the members to get their shares dematerialized.

## **Instructions for remote e-voting & participating in the Extra Ordinary General Meeting (EGM) through VC/OAVM**

### **Instructions for Remote Electronic Voting (E-Voting) prior to the EGM**

In order to increase the efficiency of the voting process and in pursuance of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December, 2020, e-voting facility is being provided to all the Demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/Depository Participants (DPs). Demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ('ESP'), thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Further, Shareholders are advised to update their mobile number and e-mail-id with their DPs in order to access e-Voting facility.

- i. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in Demat mode with CDSL/NSDL:**

Type of Shareholders	Login Method
Individual shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select <b>New System Myeasi</b>.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing</li></ol>

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	<p>Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"><li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online</b> for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li><li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under “<b>Shareholder/Member</b>” section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li></ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>



# SURAJ INDUSTRIES LTD

**Registered Office** -Plot No. 2 Phase-3, Sansarpur Terrace, Distt. Kangra, H.P.-173212  
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**CIN:** L26943HP1992PLC016791; **Email id-** [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org)  
**Website-** [www.surajindustries.org](http://www.surajindustries.org) ; **Telephone No:** 01970-256414

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk details for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL is as under:

Login Type	Helpdesk Details
Individual Shareholders holding securities in Demat mode with CDSL.	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no.1800225533.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at toll free no.: 91 22 48867000

**ii. Login method for e-voting and joining virtual meetings for shareholders other than individuals holding shares in Demat form:**

- i) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- ii) Click on “Shareholders” tab.
- iii) Now enter your User ID;
  - a. For CDSL: 16 digits beneficiary ID
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID.
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- iv) Next enter the Image Verification as displayed and Click on Login.
- v) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- vi) If you are a first-time user follow the steps given below:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  * Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).</li></ul>

- vii) After entering these details appropriately, click on “SUBMIT” tab.

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- viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x) Shareholders holding multiple demat accounts / folios shall choose the voting process separately for each demat account / folio.
- xi) Click on the EVSN **M/s Suraj Industries Ltd** which is **250121006**
- xii) On the voting page, you will see "**RESOLUTION DESCRIPTION**" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- xiv) After selecting the resolution, you have decided to vote on, click on "**SUBMIT**". A confirmation box will be displayed. If you wish to confirm your vote, click on "**OK**", else to change your vote, click on "**CANCEL**" and accordingly modify your vote.
- xv) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvii) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective App Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- xix) **Note for Non – Individual Shareholders and Custodians – For Remote E-Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required scrutiny to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

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- e. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- f. Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Company at the email address viz; [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending EGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at **022- 23058738 and 022-23058542/43**.

All grievances connected with the facility for voting by electronic means may be addressed to **Shri Rakesh Dalvi**, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25 Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on **022-23058542/43**.

## **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

- i. The procedure for attending meeting & e-voting on the day of the EGM is same as the instructions mentioned above for e-voting.
- ii. The link for VC/OAVM to attend meeting will be available where the EVSN of Company, i.e., **250121006** will be displayed after successful login as per the instructions mentioned above for e-voting.
- iii. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
- iv. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
- v. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- vi. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore, recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- vii. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance on or before **February 08, 2025** mentioning their name, demat account number/folio number, email id, mobile number at [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance on or before **February 08, 2025** their name, demat account number/folio number, email id, mobile number at [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org). These queries will be replied to by the company suitably by email
- viii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

# SURAJ INDUSTRIES LTD

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- ix. Only those shareholders, who are present in the EGM through VC/ OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the EGM.
- x. If any votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders participating in the meeting.
- xi. The voting rights of members shall be in proportion to their shares to the paid-up equity share capital of the Company as on the **cut-off date i.e. February 08, 2025**. Members may cast their votes separately for each business to be transacted in the EGM and may also elect not to vote on any of the resolution(s).

**Process for those shareholders whose email addresses are not registered with the depositories for obtaining copy of this notice and login credentials for e-voting for the resolutions proposed in this Notice:**

- i. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company** at [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org) or RTA at [beetalrta@gmail.com](mailto:beetalrta@gmail.com) marking CC to Company.
- ii. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) or alternatively please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **Company** at [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org) or RTA at [beetalrta@gmail.com](mailto:beetalrta@gmail.com) marking CC to Company.

Members who need assistance before or during the EGM may contact CDSL on any of the following Helpline Numbers:

Name of Concerned Official	Contact Number	Email id
Shri Rakesh Dalvi, Senior Manager	022-23058542/43 and 022-23058738	helpdesk.evoting@cdslindia.com

**Date : January 15, 2025**

**Place : New Delhi**

**Registered Office:**

Plot No. 2, Phase-III, Sansarpur Terrace,  
Distt. Kangra, Himachal Pradesh-173212  
Ph- 01970-256414

**Corporate Office:**

F-32/3, Second Floor, Okhla  
Industrial Area,  
Delhi- 110020.  
Phn: 011-42524455

**By Order of the Board  
For Suraj Industries Ltd.**

Sd/-

**Snehlata Sharma  
Company Secretary & Compliance Officer  
Membership No. A62066**

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## **EXPLANATORY STATEMENT** **(Pursuant to Section 102 of the Companies Act, 2013)**

The following Statement sets out all material facts relating to the Special Resolution mentioned in the accompanying Notice:

### **Item No.: 1**

Based on the recommendation of the Nomination and Remuneration Committee of the Company, and considering that appointment of Mr. Ritesh Gupta (DIN: 00243741) is appropriate and in the best interest of the Company, the Board of Directors of the Company at its meeting held on the November 14, 2024, had approved the appointment of Mr. Ritesh Gupta (DIN: 00243741) as Additional Director of the company who shall hold office till the date of next General Meeting of the Company and further appointed him as the Joint Managing Director Company for a term of three years commenced from November 21, 2024 till November 20,2027 on such terms and conditions including remuneration, as recommended by Nomination & Remuneration Committee of the Company subject to the approval of members and other necessary approvals as may be required.

Mr. Ritesh Gupta is a highly accomplished and experienced professional in the alcoholic beverages industry, with an impressive track record spanning over 15 years. Holding an MBA degree, he has developed a wealth of expertise in management, strategy, and operational excellence. His career has been marked by leadership roles in top management positions, through which he has made significant contributions to the growth and success of the organizations he has been a part of.

Currently, Mr. Ritesh Gupta serves as the Promoter and Managing Director of VRV Foods Ltd., a prominent Company operating a bottling plant for Country liquor in the state of Himachal Pradesh. Under his visionary leadership, VRV Foods Ltd. has grown to become one of the largest manufacturers of Country liquor in the state. Mr. Ritesh Gupta's strategic direction and strong management skills have been pivotal in driving the company's success and expansion, ensuring it stands out as a key player in the Alcoholic beverages sector.

Mr. Ritesh Gupta has an extensive industry experience, exceptional leadership qualities, and proven track record of success make him an ideal candidate for the position of Joint Managing Director in the Company. His ability to manage complex operations, drive growth, and innovate within the alcoholic beverages industry aligns with the strategic goals of the company. With his appointment, the Company will benefit from his vision, expertise, and commitment to excellence in all facets of the business.

In compliance with the provisions of Section 197 read with Schedule V of the Act, it also proposed to approve his remuneration not exceeding Rs. 2,40,000 per month, for a period of three years with effect from November 21, 2024, as detailed in the resolution as well.

As per section 196 ,197 read with Schedule V of the Act, the terms and conditions of appointment and remuneration of Joint Managing Director shall be approved by the Board of Directors at a meeting held on November 14, 2024, subject to the approval of the shareholders. Further, as per Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of shareholders for the appointment of a person on the Board of Directors is required to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

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Mr. Ritesh Gupta (DIN: 00243741) is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority as per the circular of the BSE Limited relating to the “Enforcement of SEBI Orders regarding appointment of Directors” by the listed companies dated June 20, 2018.

Now, The Board recommends the **Special resolution** at Item No.1 of the accompanying Notice for approval of the members of the Company.

Additional information in respect of Mr. Ritesh Gupta (DIN: 00243741), pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is provided at **Annexure A** to this Notice.

**Statement containing the relevant details required under Section II, Part II of Schedule V of the Act are as stated hereunder:**

## I. GENERAL INFORMATION

(1)	Nature of Industry	Suraj Industries Limited is engaged in the business of bottling operations of the Rajasthan Made Liquor and Country Liquor.  The Company is also in the business of trading of edible oils like Palm oil, Soyabean Oil , rice.
(2)	Date or expected date of commencement of commercial production	The Commercial production in the liquor bottling unit commenced on 12.07.2021
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable (As the Company is already in operation)
(4)	Foreign investments or collaborators, if any	Nil
(5)	Financial performance of the Company for the last 3 years is given below:	

Particulars	Financial Year Ended		
	31 <sup>st</sup> March 2022	31 <sup>st</sup> March 2023	31 <sup>st</sup> March 2024
	<b>(Amount in Lakh)</b>		
Revenue	4126.41	6737.89	5106.28
Other Income	2.09	84.56	70.25
Total Income	4128.50	6822.45	5176.53
Total Expenditure	3716.04	6130.07	4958.07
Profit/ (Loss) before Tax	412.46	692.38	218.46
<b>Profit/Loss after tax and adjustments</b>	<b>304.76</b>	<b>479.40</b>	<b>157.11</b>

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## II. INFORMATION ABOUT THE APPOINTEE

### MR. RITESH GUPTA AS JOINT MANAGING DIRECTOR

(1)	Background Details	Mr. Ritesh Gupta holds an MBA degree by qualification. He has more than 15 years' experience in alcoholic beverages industry in top management position. He is Promoter and Managing Director of VRV Foods Ltd. which is operating a Bottling Plant for Country Liquor in State of Himachal Pradesh. Under his leadership, VRV Foods has become one of the largest manufacturers of Country Liquor in the State of Himachal Pradesh.																
(2)	Past Remuneration	Rs.2,40,000/-																
(3)	Recognition or Awards	--																
(4)	Job Profile and his suitability	<p>He has more than 15 years of experience in alcoholic beverages sector which is suitable for this job profile.</p> <p>As a Joint Managing Director of the Company, he is responsible for day-to-day management &amp; strategic decisions of the Company, subject to overall superintendence, control and direction of the Board of Directors. Taking into consideration his qualifications and expertise in the business segment and, he is best suited for the responsibilities of current assigned role.</p>																
(5)	Remuneration Proposed	As stated in the resolution.																
(6)	Comparative remuneration profile w.r.t industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t to the country of his origin)	The remuneration payable is comparable to the remuneration paid to a person holding similar position in other companies of similar size as that of the Company. With an increasing size of business, it is also imperative for the Company to have highly experienced professionals having specialized knowledge and skills to understand and project the market trend, consumer behaviour, consumption pattern and many relevant indicators for better product mix. It also requires expertise for appropriate fund allocation, optimum utilization of various resources in the business.																
(7)	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	<p>Apart from receiving the remuneration proposed, he does not have any other material pecuniary relationship directly or indirectly with the Company. However, his relatives holds equity shares in the Company, details are as follows: -</p> <table border="1"><thead><tr><th>Name</th><th>Category &amp; Designation</th><th>Relation</th><th>No. of Equity Shares</th></tr></thead><tbody><tr><td>Mr. Suraj Prakash Gupta</td><td>Promoter &amp; Managing Director</td><td>Father</td><td>7019754</td></tr><tr><td>Mrs. Anita Gupta</td><td>Promoter Group</td><td>Mother</td><td>10</td></tr><tr><td>Mrs. Shuchi Bahl</td><td>Promoter Group</td><td>Wife</td><td>185000</td></tr></tbody></table>	Name	Category & Designation	Relation	No. of Equity Shares	Mr. Suraj Prakash Gupta	Promoter & Managing Director	Father	7019754	Mrs. Anita Gupta	Promoter Group	Mother	10	Mrs. Shuchi Bahl	Promoter Group	Wife	185000
Name	Category & Designation	Relation	No. of Equity Shares															
Mr. Suraj Prakash Gupta	Promoter & Managing Director	Father	7019754															
Mrs. Anita Gupta	Promoter Group	Mother	10															
Mrs. Shuchi Bahl	Promoter Group	Wife	185000															

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### III. OTHER INFORMATION

(1)	Reason for loss or inadequate profits	The Company has diversified into bottling operations of Indian Made Foreign Liquor and Country Liquor during the FY 2021-2022 and started generating revenues. It is in the initial stage of earning after diversification, therefore the Company is not having sufficient profits.
(2)	Steps taken or proposed to be taken for improvement	The Company has diversified into bottling operations of Rajasthan Made Liquor and Country Liquor. Mr. Ritesh Gupta who has more than 15 years' experience in the Liquor business has been appointed as a Joint Managing Director to manage the liquor operations.
(3)	Expected increase in productivity and profits in measurable terms	The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario of the economy to predict profit in the measurable terms.

Accordingly, **Item No. 1** are recommended for your approval as **Special Resolution**.

Except Mr. Ritesh Gupta being an appointee and his relatives (to the extent of their shareholding in the Company, if any), none of the Directors, key managerial persons or their relatives in any way are concerned or interested, financial or otherwise, in the resolution set out in item no. 1.

Necessary documents in this regard are available for inspection by the members in electronic mode under Investor Relations link of Company's Website [www.surajindustries.org](http://www.surajindustries.org)

#### **Item No.: 2:**

Pursuant to the Regulation 17(6)(e) of SEBI Listing Regulations, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if

- (i) the annual remuneration payable to such executive director exceeds Rupees 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher;
- (ii) or where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity: For the purposes of this clause, net profits shall be calculated as per section 198 of the Companies Act, 2013.

Currently Mr. Suraj Prakash Gupta, who is Managing Director and Promoter of the Company, receives a monthly remuneration. Now on the recommendation of Nomination and Remuneration Committee, the Board of Directors has approved the remuneration of Mr. Ritesh Gupta, subject to the approval of the members of the Company and thus payment of remuneration to these Executive Directors is falling under the above provisions of the SEBI Listing Regulations.

The Members of the Company, in their EGM held on March 11, 2023 had approved by way of Special resolution, the payment of the remuneration to Mr. Suraj Prakash Gupta and Remuneration proposed to Mr. Ritesh Gupta is being proposed in this EGM, which taking together with Mr. Suraj Prakash Gupta is in excess of the threshold limits prescribed under the SEBI Listing Regulations.

This necessitates seeking fresh approval of the members by way of Special resolution for retaining all existing terms



# SURAJ INDUSTRIES LTD

**Registered Office** -Plot No. 2 Phase-3, Sansarpur Terrace, Distt. Kangra, H.P.-173212  
**Corporate office:** F-32/3, Second Floor, Okhla Industrial Area, Phase-2, New Delhi-110020  
**CIN:** L26943HP1992PLC016791; **Email id-** [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org)  
**Website-** [www.surajindustries.org](http://www.surajindustries.org) ; **Telephone No:** 01970-256414

and conditions of appointment of aforesaid Executive Directors including remuneration payable to them till the expiry of their respective terms.

In order to comply with the Regulation 17(6)(e) of the Listing Regulations, the Board of Directors, on the recommendations of Nomination and Remuneration Committee, has approved to recommend for your approval to continue the payment of remuneration to all the aforesaid Executive Directors exceeding 5% of the net profits of the Company in any financial year calculated as per the provisions of Section 198 of the Companies Act, 2013.

Except Mr. Suraj Prakash Gupta, Mr. Ritesh Gupta and their relatives, none of the Directors, Key Managerial Personnels of the Company or their relatives in any way are concerned or interested, financially or otherwise, in the resolution set out in Item no. 2 of the Notice.

The Board recommends the **Special resolution** at **Item No.2** of the accompanying Notice for approval of the members of the Company.

Necessary documents in this regard are available for inspection by the members in electronic mode under Investor Relations link of Company's Website [www.surajindustries.org](http://www.surajindustries.org).

**By Order of the Board  
For Suraj Industries Ltd.**

**Date: January 15, 2025  
Place: New Delhi**

**Sd/-  
Snehlata Sharma  
Company Secretary  
Membership No. A62066**

**Registered Office:**  
Plot No. 2, Phase-III, Sansarpur Terrace,  
Distt. Kangra, Himachal Pradesh-173212  
Ph- 01970-256414

**Corporate Office**  
F-32/3, Second Floor, Okhla  
Industrial Area, Delhi- 110020  
Phn: 011-42524455

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## Annexure A

### SPECIFIC DETAILS OF DIRECTOR SEEKING APPOINTMENT AT THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY (PURSUANT TO THE PROVISIONS OF LISTING REGULATIONS AND SECRETARIAL STANDARDS-2 ON GENERAL MEETINGS)

S. No.	Particulars	
	<b>Name of Director</b>	<b>Mr. Ritesh Gupta</b>
1.	DIN No.	00243741
2.	Date of Birth	28-08-1983
3.	Nationality	Indian
4.	Age	41 Years
5.	Date of First Appointment on the Board	21.11.2024
6.	Experience in specific functional area	Mr. Ritesh Gupta holds an MBA degree by qualification. He has more than 15 years' experience in alcoholic beverages industry in top management position. He is Promoter and Managing Director of VRV Foods Ltd. which is operating a Bottling Plant for Country Liquor in State of Himachal Pradesh. Under his leadership, VRV Foods has become one of the largest manufacturers of Country Liquor in the State of Himachal Pradesh.
7.	No. of equity shares held in the Company (as on 31st March, 2024)	NIL
8.	Qualifications	He holds MBA degree by qualification.
9.	List of other Directorships (as on 31.03.2024)	<ol style="list-style-type: none"><li>1. M/s VRV Foods Limited.</li><li>2. M/s VRV Wines Private Limited</li><li>3. M/s Anita Oils &amp; Fats Private Limited</li><li>4. M/s Aigburth Trade Impex Private Limited</li></ol>
10.	Membership/Chairman of Committees of the other Companies (As on 31.03.2024)	Nil
11.	Relationships, between Directors inter se	Mr. Ritesh Gupta, is the son of Mr. Suraj Prakash Gupta, Managing Director & Promoter of the Company, except this, Mr. Ritesh Gupta is not related to any Director and Key Managerial Personnel of the Company.
12.	Number of Board Meeting attended during the year	Not Applicable*

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13.	Terms & Conditions of Appointment / Re-appointment	Terms & Conditions of appointment or re-appointment are as per the Nomination and Remuneration Policy of the Company
14.	Last drawn remuneration details along with remuneration sought to be paid.	Rs. 2,40,000/-
15.	Listed entities from which the person has resigned in the past three years.	Nil

*\*Mr. Ritesh Gupta (DIN: 00243741) was appointed as Joint Managing Director w.e.f. November 21, 2024.*

**By Order of the Board  
For Suraj Industries Ltd.**

**Date: January 15, 2025**

**Place: New Delhi**

**Sd/-  
Snehlata Sharma  
Company Secretary  
Membership No. A62066**

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