

# SURAJ INDUSTRIES LTD

Registered Office -Plot No. 2 Phase-3, Sansarpur Terrace, Distt. Kangra, H.P.-173212

CIN: L26943HP1992PLC016791

Email id- [secretarial@surajindustries.org](mailto:secretarial@surajindustries.org); Website- [www.surajindustries.org](http://www.surajindustries.org)

Telephone No: 01970-256414

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Date: July 04 ,2024

To,  
The Manager Listing,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400023

Scrip Code: 526211

**Subject: Outcome of the meeting of the Board of Directors of Suraj Industries Limited (“the Company”) held today i.e. July 04, 2024 and Intimation of Record date in compliance with the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).**

Dear Sir/Madam,

In accordance with the Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held **today, i.e. July 04, 2024** at F-32/3, Second Floor, Okhla Industrial Area, Phase II, New Delhi-110020, has inter alia, considered and approved the following items:

1. Appointment of Mr. Sanjay Kumar Jain (DIN:01014176), Non-Executive Nominee Director of the Company as Chairperson of the Company with effect from July 05, 2024 and disclosure of information pursuant to Regulation 30 read with Schedule III to the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed as **Annexure A**
2. The re-constitution of Audit Committee, Nomination & Remuneration Committee, Stakeholders’ Relationship Committee, Right Issue Committee, Investment Committee and Preferential Allotment Committee of the Board (hereinafter collectively referred as “Committees”). The revised composition of the Committees is enclosed as **Annexure B**.
3. This is in furtherance to the meeting of the Board of Directors of the Company (“**the Board**”) held on Friday, February 10, 2023 approving the issue of equity shares of the Company on rights basis to the eligible shareholders of the Company and meeting of the Right Issue Committee of the Board of Directors held on Monday, December 18, 2023 approving the issue size of upto Rs. 2,000 Lakhs and other terms & conditions of the proposed rights issue of the Company in accordance with applicable laws, including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, read with the relevant circulars issued by the SEBI, in this regard, from time to time (hereinafter referred to as “**ICDR Regulations**” and the issue “**Rights Issue**”).

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In relation to the Rights Issue, we wish to inform you that the Board of Directors at their meeting held **today i.e. July 04, 2024**, has approved the following terms and conditions:

a) **Rights Issue Shares:** 29,97,375 (Twenty-Nine Lakh Ninety-Seven Thousand Three Hundred and Seventy Five) Partly Paid-up Equity Shares of the face value of ₹10/- each;

b) **Rights Issue Price:** ₹ 65/- (Rupees Sixty-Five Only) per Rights Equity Share (including premium of ₹ 55/- each) payable on as below;

Amount Payable per Rights Equity Share	Face Value (Rs.)	Premium (Rs.)	Total (Rs.)
On Application	5	27.50	32.50
One or more subsequent Call(s) as determined by our Board at its sole discretion, from time to time	5	27.50	32.50
<b>TOTAL</b>	<b>10</b>	<b>55</b>	<b>65</b>

c) **Rights Issue Size:** ₹ 19,48,29,375/- (Rupees Nineteen Crores Forty-Eight Lakhs Twenty Nine Thousand Three Hundred and Seventy Five Only);

d) **Rights Entitlement Ratio:** 7 (Seven) Rights Equity Share for every 30 (Thirty) Equity Shares held by eligible shareholders as on the Record Date.

e) **Record date:** for the purpose of determining the shareholders eligible to apply for the equity shares in the Rights Issue as Wednesday, July 10, 2024 ("**Record Date**").

f) **Rights Issue Schedule:**

Issue Opening Date	Monday, July 22, 2024
Issue Closing Date*	Monday, August 05, 2024
Last date for on market renunciation	Tuesday, July 30, 2024

\* Our Board or a duly authorized committee thereof will have the right to extend the Issue period as it may determine from time to time, provided that this Issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date. Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

g) **Other terms of the Rights Issue (including fractional entitlements):** To be included in the Letter of Offer to be filed by the Company.

Further, in terms of SEBI Circular SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, the Company has made necessary arrangement with NSDL and CDSL for the credits of the Rights Entitlements in dematerialized form in the demat account of the eligible equity shareholders as on the Record Date. The ISIN of such Rights Entitlement is INE170U20011.

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The Rights Entitlement of the eligible equity shareholders as on the Record Date, shall be credited prior to the issue opening date, in the respective demat account of the eligible equity shareholders under the aforementioned ISIN.

The Board has further approved the 'Letter of Offer' and other Issue related documents. The letter of offer would be filed with the BSE Limited and to be submitted with the SEBI. The designated stock exchange in relation to the Rights Issue will be the BSE Limited, as approved by the Board of Directors.

**The meeting commenced at 04:00 P.M. (IST) and concluded at 5:45 P.M. (IST).**

The above information is also available on the Company's website i.e. [www.surajindustries.org](http://www.surajindustries.org) .

Kindly take the same on record.

**Thanking You,  
Yours Faithfully,  
For Suraj Industries Limited**

**Snehlata Sharma  
Company Secretary & Compliance Officer**

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## Annexure A

Details for the appointment of Mr. Sanjay Kumar Jain, Non-Executive Nominee Director as Chairperson of the Company as required under the Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are as follows:-

S.no	Details of Information that required to be provided	Information of such events
1.	Reason for Change viz. appointment, <del>re-appointment</del> , <del>resignation</del> , <del>removal</del> , <del>death</del>	Mr. Sanjay Kumar Jain is appointed as Chairperson of the Company w.e.f. July 05, 2024.
2.	Date of appointment/ <del>Resignation</del> & terms of appointment	July 05, 2024, other terms and conditions will be in accordance with the nomination and remuneration policy of the Company.
3.	Brief Profile (in case of appointment)	<p>Mr. Sanjay Kumar Jain is a dynamic professional aged about 58 years graduated in Commerce from University of Delhi and then qualified Chartered Accountant in 1990. Mr. Sanjay Kumar Jain holds SEBI accreditations as a Registered Investment Advisor and Registered Research Analyst. He has about 32 years of work experience in Investments, Funds Management, Strategy, M&amp;A, Corporate Finance and Investor Relations.</p> <p>For the last 15 years, he has worked as an independent consultant working with Promoters/Senior Management of different companies. He had also co-founded an advisory business in M/s Taj Capital Partners Pvt Ltd. and participated in events of Global Investors, Government and Policy makers. He is on the Board as Non-Executive Nominee Director.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable

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## Annexure B

The revised composition of the Committees w.e.f. July 05, 2024 is detailed below :-

### a.) Audit Committee

S. No	Name of the Members	Category	Position in the committee
1.	Mr. Nazir Baig	Non-Executive - Independent Director	Member
2.	Mr. Sanjay Kumar Jain	Non-Executive- Nominee Director	Member
3.	Mrs. Pooja Solanki	Non-Executive – Independent Director	Member

### b.) Nomination and Remuneration Committee

S. No	Name of the Members	Category	Position in the committee
1.	Mr. Nazir Baig	Non-Executive - Independent Director	Member
2.	Mr. Sanjay Kumar Jain	Non-Executive- Nominee Director	Member
3.	Mrs. Pooja Solanki	Non-Executive – Independent Director	Member

### c.) Stakeholder Relationship Committee

S. No	Name of the Members	Category	Position in the committee
1.	Mr. Nazir Baig	Non-Executive - Independent Director	Member
2.	Mr. Suraj Prakash Gupta	Executive Director - Managing Director	Member
3.	Mrs. Pooja Solanki	Non-Executive – Independent Director	Member

### d.) Preferential Allotment Committee

S. No	Name of the Members	Category	Position in the committee
1.	Mr. Suraj Prakash Gupta	Executive Director – Managing Director	Member
2.	Mr. Sanjay Kumar Jain	Non- Executive -Nominee Director	Member
3.	Mr. Nazir Baig	Non-Executive - Independent Director	Member

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## e.) Right Issue Committee

S. No	Name of the Members	Category	Position in the committee
1.	Mr. Suraj Prakash Gupta	Executive Director – Managing Director	Member
2.	Mr. Sanjay Kumar Jain	Non- Executive -Nominee Director	Member
3.	Mr. Ashu Malik	Executive Director – Whole-time Director	Member

## f.) Investment Committee

S. No	Name of the Members	Category	Position in the committee
1.	Mr. Suraj Prakash Gupta	Executive Director – Managing Director	Member
2.	Mr. Sanjay Kumar Jain	Non-Executive Director – Nominee Director	Member
3.	Mr. Ashu Malik	Executive Director -Whole-time Director	Member