

SURAJ INDUSTRIES LTD

Corporate Office : F32/3, Second Floor, Okhla Industrial Area, Phase-II, New Delhi - 110020

CIN: L26943HP1992PLC016791 | Telephone No. 011-42524400, 42524455

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE (01/2023-24) MEETING OF RIGHT ISSUE COMMITTEE OF M/S SURAJ INDUSTRIES LTD HELD ON MONDAY, THE 18TH DAY OF DECEMBER, 2023 AT 04:30 P.M. AND CONCLUDED AT 06:00 P.M AT F-32/3, SECOND FLOOR, OKHLA INDUSTRIAL AREA, PHASE II, NEW DELHI-110020

TO CONSIDER, APPROVE AND FIX THE TERMS OF THE PROPOSED RIGHT ISSUE OF THE COMPANY.

"RESOLVED THAT in furtherance to the resolution dated February 10, 2023, passed by the Board of Directors of the Company for issuance of Equity Shares of the face value of ₹ 10/- each (the "Rights Securities") at a price of ₹ 65/- each by way of a Rights Issue to the eligible shareholders holding equity shares of face value of ₹ 10/- each of the Company as on the record date (to be decided later) for an amount not exceeding ₹ 20,00,00,000/- (Rupees Twenty Crores Only) (the "Issue"/"Rights Issue"), the Rights Issue Committee of the Board of Directors of the Company be and hereby considered and approved the following terms and conditions of the right issue.

1.	Instrument	:	Partly paid-up Equity Shares (Rs. 5/- paid-up per Equity Share) of face value of Rs. 10/- each.
2.	Rights Issue Shares	:	29,97,375 (Twenty-Nine Lakh Ninety-Seven Thousand Three Hundred and Seventy-Five) Partly paid-up Equity Shares of face value of Rs. 10/- each.
3.	Rights Issue Price	:	Rs.65/- (Rupees Sixty-Five only) per Rights Equity Share (including a premium of Rs. 55/- per Rights Equity Share). An amount of Rs. 32.50/- per Rights Equity Share (including a premium of Rs. 27.50/- per Rights Equity Share) to be paid on Application and balance to be paid in one call as determined by our Board at its sole discretion from time to time.
4.	Rights Issue Size	:	Rs.19,48,29,375* (Rupees Nineteen Crores Forty-Eight Lakh Twenty- Nine Thousand Three Hundred and Seventy-Five Only) in total. Considering the amount payable on Application (Rs. 32.50/- per Equity Share) the Rights Issue amount on Partly Paid Shares, assuming full subscription will be Rs 9,74,14,687 50/-. <i>*Assuming Full Subscription and receipt of all Call Monies with respect to Rights Equity Shares.</i>
5.	Rights Entitlement Ratio	:	7 (Seven) Rights Equity Share for every 30 (Thirty) Equity Shares held by eligible shareholders as on the Record Date (to be notified later).

RESOLVED FURTHER THAT Mr. Suraj Prakash Gupta , Managing Director of the Company (DIN: 00243846), Mr. Sanjay Kumar Jain, Nominee Director of the Company (DIN:01014176), Mr. Syed Azizur Rahman, Non-Executive Director of the Company (DIN: 00242790) and Ms. Snehlata Sharma, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to sign all necessary documents, letters, applications, deeds and instruments whatsoever, including preparation of Letter of Offer as per the applicable provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, Companies Act, 2013 and all other applicable laws, settling of any matter in relation to the Issue and incidental thereto including but not limited to appointing intermediaries, making applications to stock exchanges for in-principle approval, making applications to depositories for ISIN creation and to do all such acts, deeds, matters, and things which they may in their discretion deem necessary or desirable for the purposes of giving effect to this resolution.

Certified True Copy
For Suraj Industries Ltd

Snehlata Sharma
Company Secretary



Date: July 04, 2024

Place: New Delhi