

# **SURYA INDIA LIMITED**

**Regd. Office:** B-1/F-12, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044.  
**Tel:** +91 11 45204115; **Fax:** +91 11 28898016; **Email:** [cs@haldiram.com](mailto:cs@haldiram.com),  
**CIN-** L74899DL1985PLC019991; **Website:** [www.suryaindialtd.com](http://www.suryaindialtd.com)

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## **NOTICE**

Notice is hereby given that the 36<sup>th</sup> Annual General Meeting of the members of **Surya India Limited** will be held on Thursday, 30<sup>th</sup> day of September, 2021 at 03:00 P.M. at the Registered Office of the Company situated at B-1/F-12, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044 to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021, along with the Boards' Report and Independent Auditors' Report thereon.
2. To appoint a director in place of Mr. Manohar Lal Agarwal (DIN- 00290780), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re- appointment.

**By Order of the Board of Directors  
Surya India Limited**

**Jagrati Aggarwal  
(Company Secretary & Compliance Officer)  
M. No.: A45455**

Date: 04<sup>th</sup> September, 2021  
Place: New Delhi

**Regd. Office Address:** B-1/F-12,  
Mohan Co-operative Industrial Estate,  
Mathura Road, New Delhi-110044

**NOTES:**

1. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a member is entitled to attend and vote at the AGM is entitled to appoint proxy to attend and cast vote on his/ her behalf and the proxy need not be a member of the Company.

The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours (48) before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding Fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. A copy of Form MGT- 11 (Proxy form) is enclosed with this notice.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting as per provisions of Section 113 of the Companies Act, 2013.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company.
4. The following statutory registers are open for inspection by members and others at the registered office of the Company as prescribed in the respective sections of the Companies Act, 2013 as specified below:
  - a) Register of Contracts with related party and contracts and bodies etc. in which directors are interested under section 189 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.
  - b) Register of Directors and Key Managerial Personnel and their shareholding under section 170 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.

The aforesaid registers shall be kept open for inspection at the 36<sup>th</sup> Annual General Meeting by any person entitled to attend the meeting.

5. Pursuant to Section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Friday, 24<sup>th</sup> September, 2021 to Thursday, 30<sup>th</sup> September, 2021 (both days inclusive) for the purpose of 36<sup>th</sup> Annual General Meeting and will be available for inspection at the venue of 36<sup>th</sup> Annual General Meeting till the conclusion of the meeting.
6. Members are requested to:
  - a. Bring their copy of the Annual Report and Attendance Slip (enclosed with this notice) with them at the Annual General Meeting.
  - b. Quote their Regd. Folio Number/DP and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent.

7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Skyline Financial Services Private Limited at D-153A, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase-1, New Delhi- 110020, in case the shares are held by them in physical form. Further members may note that SEBI has mandated the submission of PAN by every participant in securities market.
8. As per the provision of Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made thereunder, members are entitled to make nomination in respect of shares held by them in physical form. Members who have not yet registered their nomination and are desirous of making nominations are requested to send their requests in Form SH-13 of the said rules. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14 of the said rules. Members holding shares in electronic form may submit the same to their respective depository participant(s).
9. All the documents referred to in the accompanying Notice are open for inspection at the Company's Registered Office situated at B-1/F-12, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044 on all working days of the Company, between 10.00 a.m. to 01.00 p.m. upto the date of the Annual General Meeting.
10. Members desirous of getting any information about the Annual accounts and/or operations of the Company are requested to write to the Company at its Registered Office at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
11. Notice calling the AGM has been uploaded on the website of the Company at [www.suryaindialtd.com](http://www.suryaindialtd.com). The Notice can also be accessed from the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
12. The Notice of the AGM along with the Annual Report for the Financial Year 2020-21 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
13. The disclosure as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 on General Meetings issued by ICSI i.e. the information about the Director proposed to be re-appointed as Director forms part of this Notice and is annexed as **Annexure 1**.
14. To support the "Green Initiative", the Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.

15. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) & MCA Circulars and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e- Voting agency. The facility of casting votes by a member using remote e-voting facility will be provided by NSDL.
16. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
17. In order to ensure that all communications and monetary benefits are received promptly by all Shareholders holding shares in physical form, the Company advises shareholders to notify to the Company, any change in their address/ bank details /email Id etc. under the signatures of sole/ first named joint holder along with relevant supporting documents. In relation to this “Updation of KYC Details in the Master Data” along with KYC Form is annexed as **Annexure- 2**.
18. The ISIN of the Equity Shares of Rs.10/- each is INE446E01019.
19. Notice of the 36<sup>th</sup> Annual General Meeting of the Company, inter alia, indicating the process and manner of remote e-voting is being sent to all the members whose e-mail IDs are registered with the Company/ Depository Participants(s) for communication purposes through electronic mode and to other members through permitted mode.
20. The requirement to place the matter relating to the appointment of Statutory Auditors for ratification by Members at every Annual General Meeting has been done away with vide notification dated 07<sup>th</sup> May, 2018 issued by the Ministry of Corporate Affairs. Accordingly, no resolution is proposed for ratification of appointment of Statutory Auditors, who were appointed from the conclusion of the 32<sup>nd</sup> Annual General Meeting held on 30<sup>th</sup> day of September, 2017 till the conclusion of the 37<sup>th</sup> Annual General Meeting.
21. The Board of Directors of the Company has not recommended any dividend for the financial year 2020-21.
22. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. Further, SEBI vide its circular dated December 2, 2020 has fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company’s Registrar and Transfer Agent, Skyline Financial Services Private Limited for assistance in this regard.
23. Your attention is invited on the Companies (Significant Beneficial Ownership) Amendment Rules, 2019 issued by the Ministry of Corporate Affairs on 08<sup>th</sup> February 2019. A person is considered as a Significant Beneficial Owner (SBO) if he/ she, whether acting alone,

together or through one or more individuals or trust holds a beneficial interest of at least 10%. The beneficial interest could be in the form of a company's shares or the right to exercise significant influence or control over the company. If any Shareholders holding shares in the Company on behalf of other or fulfilling the criteria, is required to give a declaration specifying the nature of his/her interest and other essential particulars in the prescribed manner and within the permitted time frame.

24. Route Map of the meeting is enclosed with the notice.

25. **The instructions for members for remote e-voting process are as under:**

The remote e-voting period begins on Sunday, September 26, 2021 (9:00 am) and ends on Wednesday, September 29, 2021 (5:00 pm). During this period, Shareholders' of the Company, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the cut-off date i.e. Thursday, September 23, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, September 23, 2021. Any person, who acquires shares of the Company and become member of the Company after dispatch/ issue of the notice and holding shares as of the cut-off date i.e. September 23, 2021, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [cs@haldiram.com](mailto:cs@haldiram.com). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM but shall not be entitled to cast their vote again.

The Board of Directors of the Company has appointed Mr. Pradeep Kathuria (Membership No. FCS 4655, CP No. 3086), Company Secretaries, as scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**

##### **A. Login method for e- voting for Individual shareholders holding securities in demat mode are as under:**

In terms of SEBI circular dated December 9, 2020, on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with depositories and depository participants (DP). Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e- Voting facility.

**Individual Shareholders holding Securities in demat mode with NSDL:**

- a. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile device. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value Added Services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
- b. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- c. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
- d. Shareholders/Members can also download the NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



**Individual Shareholders holding Securities in demat mode with CDSL:**

- a. Existing users who have opted for Easi/ Easiest, they can login through their 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 <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.

- b. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
- c. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
- d. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered mobile & email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.

**Individual shareholders (holding securities in demat mode) login through their depository participants**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

**Important Note:** Members who are unable to retrieve User ID/ Password are advised to use forget User ID and Forget Password option available at above mentioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
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.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022-23058738 or 022-23058542-43

**B. Login method for e-voting for shareholders other than Individual Shareholders holding securities in demat mode and shareholders holding securities in physical mode are as under:**

**How to Log-in to NSDL e-Voting website?**

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders/ Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting services and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below:

<b><i>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</i></b>	<b><i>Your User ID is:</i></b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
  - i. If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client



ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**Details on Step 2 is given below:**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the Companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period. Now you are ready for e-Voting as the Voting page opens.
3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**C. GENERAL GUIDELINES FOR SHAREHOLDERS**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [pkathuria28@gmail.com](mailto:pkathuria28@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries/ grievances pertaining to remote e-voting, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free numbers 1800-1020-990 and 1800-224-430 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**D. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES/ COMPANY FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:**

1. **For Physical Shareholders** - In case shares are held in physical mode please provide 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 RTA/ Company email id at [compliances@skylinerta.com](mailto:compliances@skylinerta.com) or [cs@haldiram.com](mailto:cs@haldiram.com).
2. **For Demat Shareholders** - In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), 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 RTA/ Company email id at [compliances@skylinerta.com](mailto:compliances@skylinerta.com) or [cs@haldiram.com](mailto:cs@haldiram.com).

The Company/ RTA shall co-ordinate with NSDL and provide the login credentials to the above mentioned shareholders.

3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

**OTHER INSTRUCTIONS**

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 2 working days of conclusion of the AGM, a Consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him/ her in writing, who shall countersign the same.

2. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.suryaindialtd.com](http://www.suryaindialtd.com) and on the NSDL website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after declaration. The Company shall simultaneously forward the results to BSE Limited (BSE), where the shares of the Company are listed.

**By Order of the Board of Directors of  
Surya India Limited**

**Jagriti Aggarwal  
(Company Secretary & Compliance Officer)  
M. No.: A45455**

Date: 04<sup>th</sup> September, 2021  
Place: New Delhi

**Regd. Office Address:** B-1/F-12,  
Mohan Co-operative Industrial Estate,  
Mathura Road, New Delhi-110044.

**SURYA INDIA LIMITED**

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**ATTENDANCE SLIP FOR ATTENDING 36<sup>TH</sup> ANNUAL GENERAL MEETING**

*(PLEASE FILL THE ATTENDANCE SLIP AND HAND OVER AT THE ENTRANCE OF THE MEETING VENUE)*

<b>Regd. Folio No.</b>	
<b>Name of Shareholder</b>	
<b>No. of Shares held</b>	
<b>DP. ID. No.</b>	
<b>Client ID. No.</b>	

I/ We certify that I/ We are Member(s)/ Proxy of the Member(s) of the Company holding .....Shares.

I hereby record my presence at the 36<sup>th</sup> Annual General Meeting of Company held on Thursday, September 30, 2021 at 03:00 P.M. at B-1/F-12, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044.

**Name of the Member/Proxy**

**Signature of the Member/Proxy**

**SURYA INDIA LIMITED**

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**CIN-** L74899DL1985PLC019991; **Website:** [www.suryaindialtd.com](http://www.suryaindialtd.com)

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**Form No. MGT-11  
PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**CIN:** L74899DL1985PLC019991

**Name of the Company:** Surya India Limited

**Registered office:** B-1/F-12, Mohan Co- Operative Industrial Estate, Mathura Road, New Delhi-110044.

<b>Name of the member(s)</b>	
<b>Registered Address</b>	
<b>Email ID</b>	
<b>Folio No. / Client ID</b>	
<b>DP ID</b>	

I/We being a member(s) of ..... shares of the above named company, hereby appoint

1) Name:  
Address:  
Email id:  
Signature: \_\_\_\_\_, or failing him

2) Name:  
Address:  
Email id:  
Signature: \_\_\_\_\_, or failing him

3) Name:  
Address:  
Email id:  
Signature: \_\_\_\_\_, or failing him

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the 36<sup>th</sup> Annual General Meeting of Company, to be held on Thursday, the 30<sup>th</sup> day of September, 2021 at 03:00 P.M. at the Registered Office of the Company situated at B-1/F-12, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044 and at any adjournment thereof in respect of such resolutions as are indicated below:

Short description of the Resolutions to be passed in the AGM		For	Against
<b>ORDINARY BUSINESS</b>			
1.	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, along with the Boards' Report and Independent Auditors' Report thereon.		
2.	To appoint a director in place of Mr. Manohar Lal Agarwal (DIN-00290780), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.		

Signed..... day of..... 2021

Affix Re.1 Revenue Stamp
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\_\_\_\_\_  
 Signature of shareholder

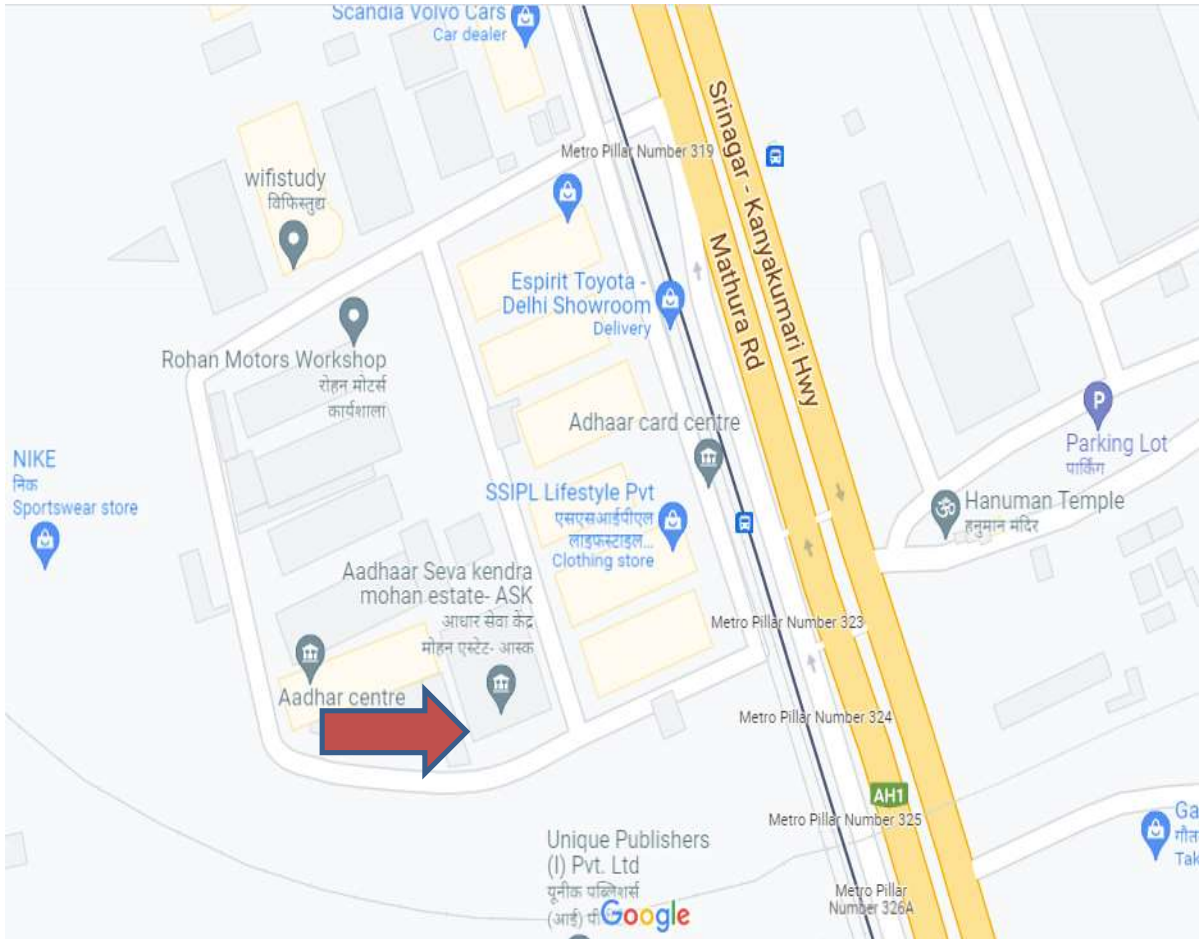
\_\_\_\_\_  
 Signature of first proxy holder    \_\_\_\_\_  
 Signature of second proxy holder    \_\_\_\_\_  
 Signature of third proxy holder

**Note:**

The proxy form in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

**ROUTE MAP OF SURYA INDIA LIMITED**

B-1/F-12, MOHAN CO- OPERATIVE INDUSTRIAL ESTATE, MATHURA ROAD, NEW DELHI- 110044



**ANNEXURES TO THE NOTICE**

**Annexure- 1**

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 on General Meetings issued by ICSI, information about the Directors proposed to be appointed/ re-appointed is furnished below:

<b>Name of the Director</b>	Mr. Manohar Lal Agarwal
<b>Designation</b>	Non- Executive Non- Independent Director
<b>DIN</b>	00290780
<b>Age</b>	66 years
<b>Qualifications</b>	Graduate
<b>Experience</b>	35+ years
<b>Terms and Conditions of appointment or re-appointment along with details of remuneration sought to be paid.</b>	Appointed as Non- Executive Non Independent Director, eligible to retire by Rotation.  No Change in other terms and conditions of his appointment including remuneration.
<b>Last drawn remuneration</b>	Nil
<b>Nature of expertise in specific functional Areas</b>	Mr. Manohar Lal Agarwal has knowledge of Real estate sector and understanding of Government legislation and policies.
<b>Date of first appointment on to the Board</b>	01/02/2015
<b>Relationship with other Directors, Manager and other Key Managerial Personnel</b>	He belongs to Promoter Group and is Relative/ Family member of Mrs. Preeti Agarwal, Managing Director and Mrs. Priyanka Agarwal, Whole Time Director of the Company.
<b>No. of Meetings of the Board attended during the year</b>	4 out of 6
<b>Directorship in other Companies as on 31<sup>st</sup> March, 2021</b>	17  Haldiram Snacks Private Limited Haldiram Marketing Private Limited Haldiram Manufacturing Company Private Limited Haldiram India Private Limited Haldiram Ethnic Foods Private Limited HR Snacks Private Limited Aakash Global Foods Private Limited HR Bakers Private Limited Dreamcann Foods Private Limited



	Babaji Snacks Private Limited Pragati Snacks Private Limited S. M. Food Engineering Private Limited OSE Infrastructure Limited Atop Food Products Private Limited Ankita Agro and Food Processing Private Limited HR Recycling Private Limited Haryana Steel and Alloys Limited
<b>Membership/ Chairmanship of Committees of the Company</b>	1. Chairman of Stakeholders Relationship Committee 2. Member of Nomination and Remuneration Committee
<b>Membership/ Chairmanship of Committees of other Boards</b>	Chairman of the CSR Committee of the following Companies:  1. Haldiram Marketing Private Limited 2. Haldiram Snacks Private Limited 3. Haldiram Manufacturing Company Private Limited  Chairman of Risk Management Committee of Haldiram Snacks Private Limited
<b>Shareholding of Non- Executive Director in listed entity, including shareholding as beneficial owner</b>	6,17,775 Equity Shares in Surya India Limited

**By Order of the Board of Directors of  
Surya India Limited**

**Jagriti Aggarwal  
(Company Secretary & Compliance Officer)  
M. No.: A45455**

Date: 04<sup>th</sup> September, 2021  
Place: New Delhi

**Regd. Office Address:** B-1/F-12,  
Mohan Co-operative Industrial Estate,  
Mathura Road, New Delhi-110044

**SURYA INDIA LIMITED**

**Regd. Office:** B-1/F-12, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044.  
**Tel:** +91 11 45204115; **Fax:** +91 11 28898016; **Email:** [cs@haldiram.com](mailto:cs@haldiram.com),  
**CIN-** L74899DL1985PLC019991; **Website:** [www.suryaindialtd.com](http://www.suryaindialtd.com)

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**Annexure-2**

Dear Member,

**Sub: Updation of KYC Details in the Master Data**

In order to ensure that all communications and monetary benefits are received promptly by all Shareholders holding shares in physical form, the Company, through periodic communiques, advises such shareholders to notify to the Company, any change in their address/ bank details /email Id etc. under the signatures of sole/ first named joint holder along with relevant supporting documents.

SEBI vide its Circular dated 20<sup>th</sup> April, 2018 had also greatly emphasized on collection of the Bank Account details and the PAN details of the shareholders in order to enable Companies/ RTA to raise standards and provide improved services to the Shareholders.

In this background, we are attaching herewith a KYC Form for all the shareholders holding shares in physical form to get all their details updated in the Master Data.

**Kindly note that this Form is only for the purpose of master data Up-dation of Shareholders holding Shares in Physical form.**

In case of Dematerialised Shareholding, the Company takes note of the details furnished only by the Depositories, whenever such information is available. You are therefore requested to provide such information only to your Depository Participant (DP), in case the shares are held in demat form.

We recommend and request you to update your details in the master data and submit the attached KYC Form to the Company at its Registered Office at B-1/F-12, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044.

Assuring to our best services

Thanking You,

**By Order of the Board of Directors of  
Surya India Limited**

Date: 04<sup>th</sup> September, 2021  
Place: New Delhi

**Jagrithi Aggarwal  
(Company Secretary & Compliance Officer)  
M. No.: A45455**

**Regd. Office Address:** B-1/F-12,  
Mohan Co-operative Industrial Estate,  
Mathura Road, New Delhi-110044

**KYC FORM  
(Only for physical shareholding)**

To,

The Secretarial Department  
Surya India Limited  
B-1/F-12, Mohan Co-operative Industrial Estate,  
Mathura Road, New Delhi-110044.

Date \_\_\_\_/\_\_\_\_/\_\_\_\_  
Folio No. \_\_\_\_\_  
No. of Shares \_\_\_\_\_

Dear Sir/ Madam,

We wish to update the KYC and in this matter are forwarding herewith the required supporting documents by ticking in the appropriate checkbox below:

**A. For registering PAN of the registered and/ or joint shareholders (as applicable)**

Registered Shareholder     Joint holder 1     Joint holder 2     Joint holder 3

Please attach self- attested legible copy of PAN card (exempted for Sikkim Shareholders).

**B. For registering Bank details of the registered shareholder**

**1. In cases wherein the original cancelled cheque leaf has the shareholder's name printed**

Aadhar/ Passport/ utility bill     Original cancelled cheque leaf

**2. In cases wherein the original cancelled cheque leaf has the shareholder's name printed on it**

Aadhar/ Passport/ utility bill     Original cancelled cheque leaf

Bank Passbook/ Bank Statement

Please note that Bank passbook/ Bank Statement should be duly attested by the officer of the same bank with his signature, name, employee code, designation, bank seal & address stamp, phone no. and date of attestation.

**C. For updating the Specimen Signature of the registered and/ or joint shareholders**

**1. In cases wherein the original cancelled cheque leaf has the shareholder's name printed**

Affidavit     Banker verification     Original cancelled cheque leaf

**2. In cases wherein cancelled cheque leaf does NOT contain the shareholder's name printed on it**

Affidavit     Banker verification     Original cancelled cheque leaf Bank

Passbook/ Statement

Please note that Bank passbook/ Bank Statement should be duly attested by the officer of the same bank with his signature, name, employee code, designation, bank seal & address stamp, phone no. and date of attestation.

**D. For Updating the email id for the purpose of receiving all communications in electronic mode**

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**4. For updating the Mobile No**

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I /We hereby state that the above mentioned details are true and correct and we consent towards updating the particulars based on the self-attested copies of the documents enclosed with this letter by affixing my/our signature(s) to it.

**Sign: \_\_\_\_\_**  
**Registered holder**

**Sign: \_\_\_\_\_**  
**Joint holder 1**

**Sign: \_\_\_\_\_**  
**Joint holder 2**

**Sign: \_\_\_\_\_**  
**Joint holder 3**