

VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries

301-G, Goyal Vihar, Gate No. 2,

Khajrana Road, Indore (M.P.) - 452016

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CONSOLIDATED SCRUTINIZER'S REPORT

(In Lieu of E-Voting at the Postal Ballot)

(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

SRU STEELS LIMITED

CIN: L17300DL1995PLC107286

107/22, Gali No. 3, East Azad Nagar,

Shahdara, Delhi – 110051

Sub: Consolidated Scrutinizer's Report on Postal Ballot process (which includes remote e-voting) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

1. I, **Vishakha Agrawal**, Proprietor of **M/s Vishakha Agrawal & Associates**, Practicing Company Secretaries, Indore (Membership No. 39298 / C.P. No. 15088) have been appointed as the Scrutinizer by the Board of **SRU STEELS LIMITED** (CIN: L17300DL1995PLC107286) in their meeting for scrutinizing the Postal Ballot process (which includes remote e-voting) for passing the following Ordinary / Special resolutions:
 - a. To consider and Approve the appointment of Mr. Ravi Maheshkumar Sinojiya (DIN 10859068) as Non-Executive Non-Independent Director of the Company.
 - b. To consider and Approve the appointment of Ms. Kairavi Lalitbhai Vadodariya (DIN 10849564) as Non-Executive Independent Director of the Company.
 - c. To consider and Approve the appointment of Mr. Dharmik Atulbhai Rojasara (DIN 10846907) as Non-Executive Independent Director of the Company.
 - d. To consider and Approve the appointment of Mr. Himanshu Rajeshkumar Vyas (DIN 10867339) as Non-Executive Independent Director of the Company.
 - e. To consider and Approve the appointment of Mr. Meet Harshadbhai Govani (DIN 10823080) as Managing Director- Executive Director of the Company.
 - f. To consider and Approve the alteration in Main Objects Clause of Memorandum of Association of the Company by addition of New Objects.
 - g. To consider and Approve Shifting of the Registered office of the company from one state to another.
2. The Board had authorized Mr. Himanshu Rajeshkumar Vyas, being the Director of the Company, responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules for the entire postal ballot process and was severally authorized to do all things and to take all incidental and necessary steps for smooth conduct of the entire postal ballot process;

3. The Company has extended the facility of remote e-voting to the Members, by authorizing Central Depository Services Limited (CDSL) as the Authorized Agency to provide remote e-voting facility;
4. Our responsibility as a Scrutinizer for the e-voting is restricted to provide a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in Postal Ballot notice dated December 27, 2024 based on the reports generated from the e-voting system provided by (CDSL), the Authorized agency engaged to provide e-voting facilities, engaged by the company;
5. The votes cast by the Members through the remote e-voting facility were scrutinized by verifying it using the scrutinizer's login on the CDSL's e-voting website after the close of the remote e-voting period i.e. 17:00 hours (IST) on Thursday, February 13, 2025.
6. Scrutiny of remote e-voting commenced and ends on the same day i.e. Thursday, February 13, 2025.
7. Particulars of all the remote e-voting received from the members have been entered in the register;
8. All votes casted through remote e-voting facility from 9:00 hours IST on Wednesday, January 15, 2025 up to 17:00 hours IST on Thursday, February 13, 2025, the last date and time fixed by the Company for e-voting were considered for our scrutiny;
9. ~~Envelopes containing postal ballot forms received thereafter were not considered. I have not found any defaced or mutilated ballot paper.~~ (no physical postal ballot forms were dispatched to the Members in view of threat posed by COVID 19 pandemic situation)
10. With reference to the above, we submit our report as under:

On January 14, 2025, the Company has completed the procedure of sending notices (through email) to the Members of the Company whose names were appearing on the Register of Members or list of beneficiaries as on the cut-off date i.e. Friday, January 10, 2025, with Postal Ballot notice dated December 27, 2024 containing the text of the Resolutions along with the Explanatory Statements. The Notice was sent electronically to these **20008** Members through email, whose email address has been registered with the Company.

Out of total **20008** members, **132 members** having **181270 equity shares** cast their votes by remote e-voting and NIL members by Postal Ballot Forms.

The result of Postal Ballot through remote e-voting is as under in respect of resolution:

Resolution No. 1 (Ordinary Resolution): To consider and Approve the appointment of Mr. Ravi Maheshkumar Sinojiya (DIN 10859068) as Non-Executive Non-Independent Director of the Company.

"RESOLVED THAT Mr. Ravi Maheshkumar Sinojiya (DIN 10859068) who was appointed as the Additional Non Executive -Non Independent Director of the Company by the board of directors in there meeting held on 10th December, 2024, under section 161(1) of the Companies act 2013 and the Rules made thereunder Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and hold

office up to the date of this EGM be and here is by appointed as the Non-Executive Non Independent Director of the company,

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--|-------------------------------|---------------------------|----------------------------|---|------------------------------|-----------------------------|---|---|
| Promoter & Promoter Group | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 0 | 0 | 0.00 | 0 | 0 | 0.00 |
| Public - Non Institutions | E-VOTING | 59939250 | 181270 | 0.3024 | 158713 | 22557 | 87.5561 | 12.4439 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 59939250 | 181270 | 0.3024 | 158713 | 22557 | 87.5561 |
| Public-Institutions | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | | 0 | 0 | 0.00 | 0 | 0 | 0.00 |
| TOTAL | | 59939250 | 181270 | 0.3024 | 158713 | 22557 | 87.5561 | 12.4439 |
| Whether ordinary resolution passed or not | | | | | | | Yes | |

In view of the above scrutiny, we hereby certify that the above Ordinary Resolution has been passed with requisite majority on February 13, 2025. And that 124 members have casted their vote in favor of the resolution and 8 members have casted their votes against the resolution.

Resolution No. 2 (Special Resolution): To consider and Approve the appointment of Ms. Kairavi Lalitbhai Vadodariya (DIN 10849564) as Non-Executive Independent Director of the Company.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, Regulations 17, 25 and any other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”) (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Ms. Kairavi Lalitbhai Vadodariya (DIN

10849564) who was appointed as an Additional Director (Non Executive-Independent) w.e.f. 18th December, 2024 and who has submitted a declaration that she meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|---|-------------------------------|---------------------------|----------------------------|---|------------------------------|-----------------------------|---|---|
| Promoter & Promoter Group | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-VOTING | 59939250 | 181270 | 0.3024 | 146612 | 34658 | 80.8805 | 19.1195 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 59939250 | 181270 | 0.3024 | 146612 | 34658 | 80.8805 | 19.1195 |
| Public-Institutions | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| TOTAL | | 59939250 | 181270 | 0.3024 | 146612 | 34658 | 80.8805 | 19.1195 |
| Whether special resolution passed or not | | | | | | | Yes | |

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on February 13, 2025. And that 123 members have casted their vote in favor of the resolution and 9 members have casted their votes against the resolution.

Resolution No. 3 (Special Resolution): To consider and Approve the appointment of Mr. Dharmik Atulbhai Rojasara (DIN 10846907) as Non-Executive Independent Director of Company.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, Regulations 17, 25 and any other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”) (in each case including any statutory modification(s) or

amendment(s) thereto or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Dharmik Atulbhai Rojarsara (DIN 10846907) who was appointed as an Additional Director (Non Executive-Independent) w.e.f. 18th December, 2024 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--|-------------------------------|---------------------------|----------------------------|---|------------------------------|-----------------------------|---|---|
| Promoter & Promoter Group | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-VOTING | 59939250 | 181270 | 0.3024 | 158800 | 22470 | 87.6041 | 12.3959 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 59939250 | 181270 | 0.3024 | 158800 | 22470 | 87.6041 | 12.3959 |
| Public-Institutions | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| TOTAL | | 59939250 | 181270 | 0.3024 | 158800 | 22470 | 87.6041 | 12.3959 |
| Whether special resolution passed or not | | | | | | | Yes | |

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on February 13, 2025. And that 125 members have casted their vote in favor of the resolution and 7 members have casted their votes against the resolution.

Resolution No. 4 (Special Resolution): To consider and Approve the appointment of Mr. Himanshu Rajeshkumar Vyas (DIN 10867339) as Non-Executive Independent Director of the Company.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, Regulations 17, 25 and any other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”) (in each case including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Articles of Association of the Company and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Himanshu Rajeshkumar Vyas (DIN 10867339) who was appointed as an Additional Director (Non Executive-Independent) w.e.f. 18th December, 2024 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deed, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--|-------------------------------|---------------------------|----------------------------|---|------------------------------|-----------------------------|---|---|
| Promoter & Promoter Group | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-VOTING | 59939250 | 181270 | 0.3024 | 147713 | 33557 | 81.4878 | 18.5122 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 59939250 | 181270 | 0.3024 | 147713 | 33557 | 81.4878 | 18.5122 |
| Public-Institutions | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| TOTAL | | 59939250 | 181270 | 0.3024 | 147713 | 33557 | 81.4878 | 18.5122 |
| Whether special resolution passed or not | | | | | | | Yes | |

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on February 13, 2025. And that 123 members have casted their vote in favor of the resolution and 9 members have casted their votes against the resolution.

Resolution No. 5 (Ordinary Resolution): To consider and Approve the appointment of Mr. Meet Harshadbhai Govani (DIN 10823080) as Managing Director- Executive Director of the Company.

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule ‘V’ thereof and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other sanctions/approvals, as may be necessary or required, consent of the members be and is hereby accorded for re-appointment of Mr. Meet Harshadbhai Govani (DIN 10823080) as the Executive Director and Managing Director, for a period of 5 (Five) years effective 27th December 2024 upto 26th December 2029, on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice, with the power to the Board of Directors (hereinafter referred to as “the Board” which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit, within the maximum limits of remuneration approved by the Members of the Company.

RESOLVED FURTHER THAT notwithstanding anything contained herein, where in any financial year during the currency of the tenure of Mr. Meet Harshadbhai Govani, the Company has no profits or inadequate profit, Mr. Meet Harshadbhai Govani will be paid remuneration by way of salary and perquisites as set out in the Explanatory Statement annexed to the Notice, subject to requisite approval, if any, as may be required under the Act or rules made thereunder (including any modification or reenactment thereof).

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|---------------------------|-------------------------------|---------------------------|----------------------------|---|------------------------------|-----------------------------|---|---|
| Promoter & Promoter Group | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-VOTING | 59939250 | 181020 | 0.3020 | 157612 | 23408 | 87.0688 | 12.9312 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |

| | | | | | | | | |
|--|--|-----------------|---------------|---------------|---------------|--------------|----------------|----------------|
| | TOTAL | 59939250 | 181020 | 0.3020 | 157612 | 23408 | 87.0688 | 12.9312 |
| Public-Institutions | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| TOTAL | | 59939250 | 181020 | 0.3020 | 157612 | 23408 | 87.0688 | 12.9312 |
| Whether ordinary resolution passed or not | | | | | | | Yes | |

In view of the above scrutiny, we hereby certify that the above Ordinary Resolution has been passed with requisite majority on February 13, 2025. And that 124 members have casted their vote in favor of the resolution and 7 members have casted their votes against the resolution.

Resolution No. 6 (Special Resolution): To consider and Approve the alteration in Main Objects Clause of Memorandum of Association of the Company by addition of New Objects.

“RESOLVED THAT pursuant to the provisions of Section 4,13, 15 and other applicable provisions if any of the Companies Act, 2013 (“the Act”) read with applicable Rules and Regulations made there under, including any statutory modification or re-enactment thereof for the time being in force and subject to such other requisite approvals, permission, and sanction of Registrar of Companies, appropriate authorities, departments or bodies as and to the extent necessary, consent of the members of the Company be and is hereby accorded to Main Objects under the Objects Clause of the Memorandum of Association of the company, by the insertion of the following clauses after the existing “Clause 4” to the Main Object Clause (III)(A) of the Memorandum of the Company in the following manner:

5. To carry on business in and outside India as manufacturers, producers, processors, repairers, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, stockiest, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires or otherwise deal in all types of boots, shoes, clogs, all kinds of footwear, rubber, and plastic goods, boots, trees, laces, buckles, leggings, boot polish, purses, bags, boxes, belts and accessories and fittings.
6. To carry on business as manufacturers, producers, processors, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, stockiest, agents, sub- agents, merchants, distributors, consignors, jobbers, brokers, concessionaires or otherwise deal in all types of leather tanning machines, leather sewing and cutting, finishing machine, tools and implements.
7. To cultivate, grow, harvest, produce, trade or deal in various agriculture crops including grains, cereals, vegetables, fruits, spices, herbs and oilseeds organically or inorganically and to set up the processing units for import, export and distribute agriculture produce of all description.
8. To cultivate, grow, produce or deal in agriculture produce and to carry on the business of agriculturists, farmers, gardeners, dairymen, dairy farmers, and to acquire, hold, buy or acquire freehold or leasehold agriculture land, farm, garden or any other, property and to act as growers of corn, soya chunks, granules, flakes, hay, straw, seeds or animal feed and to deal in live-stock and deal in such business as may be required by farmers and dealers of agriculture produce.
9. To carry on the business of planters, growers and cultivators of seeds, vegetable, fruits and herbs and to cultivate, grow, produce or deal in vegetable, fruits and herbs and to undertake the activities for its processing, preservation or storage with the installation for plant, machinery, cold storage, air conditioning, refrigeration and other equipments and to provide consulting and support services.

10. To undertake the activity of sourcing, aggregation, and packaging of high-quality agricultural products including grains, fruits, vegetables, spices, and processed foods for international markets and to provide essential logistic, storage, distribution and to provide consultancy, advisory and expert advice, support services on importing or exporting the agriculture produce and to meet import and export standards.
11. To carry on the business of buying, selling, reselling, exporting and trading of all kinds of goods finished, semi finished, raw material items, articles, merchandise, products such as agricultural, industrial, chemical or marine, stones, pieces of arts, antiques, handicrafts, machinery, equipments, capital goods and any other item capable of purchasing, selling, importing, exporting and trading and to be appointed as agents and / or distributors on commission, allowance, retainer ship, incentive basis.
12. To carry on the business of buying, selling, and dealing in shares, stocks, debentures, bonds, mutual funds, exchange-traded funds (ETFs), derivatives, and other securities, both listed and unlisted, in India or abroad, either on its own behalf or on behalf of clients.
13. To act as a stockbroker, sub-broker, dealer, or agent in securities and financial instruments of all kinds, including but not limited to equities, fixed-income securities, options, futures, commodities, and any other financial derivatives or instruments.
14. To provide investment advisory and portfolio management services to individual and institutional clients, including but not limited to advice on the purchase, sale, and management of securities, commodities, mutual funds, bonds, and other investment products
15. To carry on in India or elsewhere the business to provide, commercialize, control, develop, establish, handle, operate, hold, pack, organize, promote, service, supervise, represent and to act as agent, concessionaires, consultants, booking agents or deal in all types reusable materials/scrab through recycling operations, remediation services for decontaminating buildings, mine sites, soil, or groundwater, and dispose of garbage and other waste materials
16. To carry on the Business as Planners, Builders, Real Estate Developers, Architects and Civil Engineers, Contractors, Real Estate Brokers, Agents, Brick Makers, and to build/construct own, operate, maintain, manage, control and administer, Earth Works, farmhouses, Parks, Gardens, Rowhouses, Duplex Apartments, Commercial, Residential or Industrial building Complexes, Retail Stores, Shopping Centers, Market Yards and deal in manage and carry on all types of businesses and profession related to land dealings, buildings, farms, estates, properties, areas and sites and to act and undertake and carry on business as stockists, manufacturers, representatives, suppliers, dealers, agents, distributors, marketeers, importers and exporters of all types of building and construction machineries, equipments, materials and related products.
17. To carry on the business, whether within or outside India, of collection, segregation, transportation, trading, processing, composting, recycling, treatment and disposal of all types of waste (whether solid, liquid or gaseous substances) and including municipal solid waste, electronic waste (e waste), construction and demolition debris, bio-medical waste, hazardous waste, sewage, waste water etc undertake use, sale, marketing and/or distribution of all products and by-products that are generated in the process of treatment or disposal of waste and waste products (such as compost, energy and refuse derived fuel generated form waste to energy processes such as biomethanation etc methane gas from landfill, processing, electronic products suitable for re-use with or without refurbishing paper, metals and other materials including chemicals obtained from treatment of wastes) and to develop, construct, operate and/or maintain/manage processing facilities for all types of waste and waste products including composting plants, landfills and sewages treatment plants, waste water treatment plants, incinerators, refuse derived field plants, electronic waste processing plants and to also undertake development, marketing, purchase, sale and/or trading of financial instruments that would enable the financing of waste collection, treatment or processing projects (including carbon emission receipts (CERS)) and any other related activities.
18. To establish, operate, and manage a modern wastewater purification plant to provide efficient and sustainable solutions for treating and recycling wastewater.

“RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and matters connected therewith or incidental thereto and settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--|-------------------------------|---------------------------|----------------------------|---|------------------------------|-----------------------------|---|---|
| Promoter & Promoter Group | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-VOTING | 59939250 | 181270 | 0.3024 | 147694 | 33576 | 81.4774 | 18.5226 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 59939250 | 181270 | 0.3024 | 147694 | 33576 | 81.4774 | 18.5226 |
| Public-Institutions | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| TOTAL | | 59939250 | 181270 | 0.3024 | 147694 | 33576 | 81.4774 | 18.5226 |
| Whether Special resolution passed or not | | | | | | | Yes | |

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on February 13, 2025. And that 122 members have casted their vote in favor of the resolution and 10 members have casted their votes against the resolution.

Resolution No. 7 (Special Resolution): To consider and Approve Shifting of the Registered office of the company from one state to another.

“RESOLVED THAT pursuant to the provisions of Section 12, 13 and all other applicable provisions and Rules of the Companies Act, 2013 (including any statutory modification or reenactment thereof, for the time in force) and subject to the approval of the Central Government and such other approvals, permissions and sanctions as may be required, the consent of the shareholders be and is hereby accorded for shifting the registered office of the

Company from the 'State of National Capital Territory of Delhi' to 'State of Gujarat' under the jurisdiction of Registrar of Companies, Ahmedabad.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 (4) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 30 of Companies (Incorporation) Rules, 2014 and subject to the confirmation of the Regional Director, Northern Region, New Delhi, the Clause II of the Memorandum of Association of the company be and is hereby altered for change in the situation of the registered office of the company from the "State of National Capital Territory of Delhi" to the "State of Gujarat" and that, the Clause II of the Memorandum of Association of the Company be read as follows:

II. The Registered Office of the Company will be situated in the State of Gujarat.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file a petition before the Regional Director, Northern Region, New Delhi, under Section 13 (4) and other applicable provisions; if any of the Companies Act, 2013, read with Rule 30 of Companies (Incorporation) Rules, 2014, praying for confirmation of the alteration to the Clause II of the Memorandum of Association as stated herein above and do all such acts, deeds and things as may be necessary and expedient in relation to the filing of the petition and the issues that may be arising from time to time out of the filing of the petition and the matters as may be necessary and expedient for the shifting of the registered office of the company; if so confirmed/ approved by the Regional Director, Northern Region, New Delhi.

RESOLVED FURTHER THAT on confirmation / approval of the Regional Director, Northern Region, New Delhi, the Registered Office of the Company be shifted from "State of National Capital Territory of Delhi" to the "State of Gujarat", the Board be and is hereby authorized to take necessary steps to shift the Registered Office in the State of Gujarat and within the jurisdiction of the Registrar of Companies, Ahmedabad.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things as may be necessary and expedient for shifting of the Registered office of the Company as per the Orders that may be passed by the Regional Director, Northern Region, New Delhi.

RESOLVED FURTHER THAT the Board of Directors be and hereby authorised to finalize the address of the Registered Office of the Company at Rajkot, the State of Gujarat, as they may deem consider appropriate.

RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director and /or Company Secretary, CFO of the Company be and is hereby severally authorised to sign and submit the necessary, forms, intimations, and e-forms with the relevant statutory authorities and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution."

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes in favor (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|--|-------------------------------|---------------------------|----------------------------|---|------------------------------|-----------------------------|---|---|
| Promoter & Promoter Group | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-VOTING | 59939250 | 181270 | 0.3024 | 157648 | 23622 | 86.9686 | 13.0314 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 59939250 | 181270 | 0.3024 | 157648 | 23622 | 86.9686 | 13.0314 |
| Public-Institutions | E-VOTING | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POLL | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | POSTAL BALLOT (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | TOTAL | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| TOTAL | | 59939250 | 181270 | 0.3024 | 157648 | 23622 | 86.9686 | 13.0314 |
| Whether Special resolution passed or not | | | | | | | Yes | |

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on February 13, 2025. And that 122 members have casted their vote in favor of the resolution and 10 members have casted their votes against the resolution.

11. We have today handed over all the relevant papers/records and document for safe custody to **Mr. Himanshu Rajeshkumar Vyas (DIN: 10867339)**, Director of the Company who is authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the result of Postal Ballot.

Thanking you,

FOR VISHAKHA AGRAWAL & ASSOCIATES
Practicing Company Secretaries

VISHAKHA AGRAWAL
M.No: 39298, C.P. No. 15088
UDIN: A039298F003934521

FOR SRU STEELS LIMITED

Place: **INDORE**
Date: **13th February 2025**

MR. HIMANSHU RAJESHKUMAR VYAS
DIN: 10867339