



SRU STEELS LIMITED

CIN:-L17300DL1995PLC107286

Registered Office:-11/598/1, Chawla Market, Patpar Ganj Road, Jheel Khuranja, Delhi – 110031

Corporate Office : Naayan Nagar Shoes, Vill.Navagam (Anandpur), Tal. Rajkot.

Email id: srusteels95@gmail.com; Website:-www.srusteels.com; Phone +91 7567730702

Date: 10th June 2025,

To,

**The General Manager,
Corporate Relationship Department,
BSE Limited, Phiroz Jeejeebhoy
Tower, Dalal Street, Mumbai — 400001,
Maharashtra, India**

Reference : ISIN: INE425C01017; Symbol : SRUSTEELS; Scrip code : 540914

Subject : Voting Results and Scrutinizer's Report of the Postal Ballot

Dear Sir/Madam,

With reference to the captioned subject, we hereby inform you that the approval of the Members of the Company by way of Ordinary/Special resolution was sought by Postal Ballot Process through remote e-voting mode vide notice dated April 21, 2025. In this regard, please find enclosed the Voting Results and Scrutinizer's Report.

We hereby inform, that the following resolutions have been passed by the Shareholders with requisite majority as mandated under the Companies Act, 2013 and other applicable laws:

Sr. No.	Resolution	Type of resolution
1	To consider and approve the appointment of Mr. Vijay Sureshbhai Makvana (DIN 11021700) as Managing Director- Executive Director of the Company.	Ordinary Resolution
2	To consider and approve the appointment of Mr. Manish Manojbhai Rathod (DIN 11021716) as Non-Executive Non-Independent Director of the Company	Ordinary Resolution
3	Appointment of TCS & Co. as Statutory Auditor of the Company for the term till the conclusion of upcoming AGM.	Ordinary Resolution
4	To approve transactions under Section 185 of the Companies Act, 2013	Special Resolution



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5	Approval of Loan and Investment under Section 186 of the Companies Act, 2013	Special Resolution
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By order of the Boards

For, SRU Steels Limited

HIMANSHU Digitally signed by
HIMANSHU
RAJESHKUMA RAJESHKUMAR VYAS
Date: 2025.06.10
R VYAS 15:39:13 +05'30'

Himanshu Rajeshkumar Vyas

Director

DIN: 10867339

VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries

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

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

E-mail: csvishakhagrawal@gmail.com

Contact No. 9424501155, 8518888114

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: L01111DL1995PLC107286

11/598/1, Chawla Market, Patpar Ganj Road, Jheel Khuranja,
East Delhi, Delhi - 110031

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: L01111DL1995PLC107286) in their meeting for scrutinizing the Postal Ballot process (which includes remote e-voting) for passing the following Ordinary / Special resolutions:
 - a. Approval of the appointment of Mr. Vijay Sureshbhai Makvana (DIN 11021700) as Managing Director.
 - b. Approval of the appointment of Mr. Manish Manojbhai Rathod (DIN 11021716) as Non-Executive Non-Independent Director.
 - c. Appointment of TCS & Co. as Statutory Auditor of the Company for the term till the conclusion of upcoming AGM.
 - d. Approval of transactions under section 185 of the Companies Act, 2013.
 - e. Approval of loan and investment under section 186 of the Companies Act, 2013.
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 April 21, 2025 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 Friday, June 06, 2025.
6. Scrutiny of remote e-voting commenced and ends on the same day i.e. Monday, June 09, 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 Thursday, May 08, 2025 up to 17:00 hours IST on Friday, June 06, 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 May 07, 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, May 02, 2025, with Postal Ballot notice dated April 21, 2025 containing the text of the Resolutions along with the Explanatory Statements. The Notice was sent electronically to these **21665** Members through email, whose email address has been registered with the Company.

Out of total **21665** members, **59 members** having **33696 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. Vijay Sureshbhai Makvana (DIN 11021700) 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 appointment of Mr. Vijay Sureshbhai Makvana (DIN 11021700) as the Executive Director and Managing Director, for a

period of 5 (Five) years effective 21st April, 2025 upto 20th April 2030, 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. Vijay Sureshbhai Makvana, the Company has no profits or inadequate profit, Mr. Vijay Sureshbhai Makvana 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
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
Public-Non-Institutions	E-VOTING	59939250	33696	0.056	22549	11147	66.9189	33.0811
	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	33696	0.056	22549	11147	66.9189
TOTAL		59939250	33696	0.056	22549	11147	66.9189	33.0811
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 June 06, 2025. And that 53 members have casted their vote in favor of the resolution and 6 members have casted their votes against the resolution.

Resolution No. 2 (Ordinary Resolution): To consider and approve the appointment of Mr. Manish Manojbhai Rathod (DIN 11021716) as Non- Executive Non-Independent Director of the Company

“RESOLVED THAT Mr. Manish Manojbhai Rathod (DIN 11021716) who was appointed as the Additional Non Executive -Non Independent Director of the Company by the board of directors in there meeting held on 31st March, 2025, 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 - 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
Public-Non-Institutions	E-VOTING	59939250	33696	0.056	22541	11155	66.8952	33.1048
	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	33696	0.056	22541	11155	66.8952
TOTAL		59939250	33696	0.056	22541	11155	66.8952	33.1048
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 June 06, 2025. And that 53 members have casted their vote in favor of the resolution and 6 members have casted their votes against the resolution.

Resolution No. 3 (Ordinary Resolution): Appointment of TCS & Co. as Statutory Auditor of the Company for the term till the conclusion of upcoming AGM.

"RESOLVED THAT pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and upon recommendation of the Audit Committee, M/s. TCS & CO, Chartered Accountants, be and is hereby appointed as Statutory Auditors of the Company w.e.f February 20, 2025, until the conclusion of the next Annual General Meeting of the Company to fill up the causal vacancy caused by the resignation of M/s MSCS & Co., Chartered Accountants on such remuneration as may be decided by Board of Directors in consultation with Auditors in addition to taxes and re - imbursement for out of pocket expenses incurred by the Auditors on audit.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to the foregoing 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 - 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
Public-Non-Institutions	E-VOTING	59939250	33696	0.056	23690	10006	70.3051	29.6949
	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	33696	0.056	23690	10006	70.3051	29.6949
TOTAL		59939250	33696	0.056	23690	10006	70.3051	29.6949
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 June 06, 2025. And that 56 members have casted their vote in favor of the resolution and 3 members have casted their votes against the resolution.

Resolution No. 4 (Special Resolution): To approve transactions under Section 185 of the Companies Act, 2013

“RESOLVED THAT pursuant to Section 185 of the Companies Act, 2013 (as amended by Companies (Amendment) Act, 2017) (“said sections”) read with section 186 of Companies Act, 2013 (including any statutory modification(s) or reenactment thereof for the time being in force) the consent of the Members of the Company be and is hereby accorded for advancing loan and / or giving of guarantee(s), and / or providing of security(ies) in connection with any loan taken / to be taken from financial institutions / banks / insurance companies / other investing agencies or any other person(s) / bodies corporate by any entity (said entity(ies) covered under the category of ‘a person in whom any of the director of the company is interested’ as specified in the explanation to Sub-section (b) of Section 2 of the said section, of an aggregate outstanding amount not exceeding Rs. 200 Crore/- (Rupees Two Hundred Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

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 - 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
Public-Non-Institutions	E-VOTING	59939250	33696	0.056	22556	11140	66.9397	33.0603
	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	33696	0.056	22556	11140	66.9397	33.0603
TOTAL		59939250	33696	0.056	22556	11140	66.9397	33.0603
Whether Special resolution passed or not							No	

In view of the above scrutiny, we hereby certify that the above Special Resolution has *not* been passed with requisite majority. And that 54 members have casted their vote in favor of the resolution and 5 members have casted their votes against the resolution.

Resolution No. 5 (Special Resolution): Approval of Loan and Investment under Section 186 of the Companies Act, 2013

RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Members be and is hereby accorded to the Board of Directors of the Company to grant loans and advances or make investments in the securities of any other body corporate or provide securities or guarantees for such an amount that the aggregate of such loans and investments made or to be made, the amounts for which guarantee or security so far provided in connection with a loan to any other body corporate or person, along with the investment, loan, guarantee or security proposed to be made or given by the Company in excess of the limits prescribed under Section 186 of the Act, viz., 60% of the Company's paid-up share capital, free reserves and securities premium account or 100% of the Company's free reserves and securities premium, whichever is more, upon such terms and conditions as the Board may think fit, provided that the amount of such total loans or investments made, guarantees given and securities provided shall not at any time exceed Rs.200 crore.

RESOLVED FURTHER THAT any Director, Chief Financial Officer or Company Secretary of the Company be and is hereby authorized to do and perform all such acts, deeds and things and to take all steps as may be considered necessary, proper and expedient to carry on the purpose 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
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
Public-Non-Institutions	E-VOTING	59939250	33696	0.056	22548	11148	66.9160	33.0840
	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	33696	0.056	22548	11148	66.9160
TOTAL		59939250	33696	0.056	22548	11148	66.9160	33.0840
Whether Special resolution passed or not							No	

In view of the above scrutiny, we hereby certify that the above Special Resolution has *not* been passed with requisite majority. And that 52 members have casted their vote in favor of the resolution and 7 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  Digitally signed by
Vishakha Agrawal
Date: 2025.06.09
14:19:10 +05'30'

VISHAKHA AGRAWAL
M.No: 39298, C.P. No. 15088
UDIN: A039298G000568519

Place: INDORE
Date: 09th June 2025

FOR SRU STEELS LIMITED

HIMANSHU RAJESHKUMAR VYAS  Digitally signed by HIMANSHU
RAJESHKUMAR VYAS
Date: 2025.06.10 15:40:07
+05'30'

MR. HIMANSHU RAJESHKUMAR VYAS
DIN: 10867339