

Date: 12.09.2017

The Manager-Listing  
The Department of Corporate  
Services  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai- 400001

Security Code: 540318

**Sub: Submission of documents of Annual General Meeting as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Ma'am,

Please find attached herewith the following documents in respect of **Annual General Meeting** of the Company held on **Monday, September 11, 2017 at 11.00 A.M.** at the **Registered office** of the Company situated at **408, Industrial Area A, Ludhiana- 141003:**

1. Summary of proceedings of Annual General Meeting as required under Clause 13 of Part-A of Schedule – III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I.**
2. Voting Results of Annual General Meeting as per the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as **Annexure-II.**
3. Scrutinizer's Report obtained from the Scrutinizer of the Company pertaining to the voting for Annual General Meeting as **Annexure-III.**
4. Annual Report for the financial year 2016-17 as per Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – IV.**

Submitted for your information and records.

Yours Sincerely,  
For Sueryaa Knitwear Limited  
*Rajiv Jain*

Place: Ludhiana

**Rajiv Jain**  
Managing Director  
DIN: 01029784  
408, Industrial Area A, Ludhiana

**SUERYAA KNITWEAR LIMITED**

REGD. OFF. : 408, INDUSTRIAL AREA-A, LUDHIANA-141003, Phone: 0161-4619272, 09871124799  
Email id: sueryaa1995@gmail.com, Website: www.sueryaaknitwear.com  
CIN: L17115PB1995PLC015787

**Directors Present:**

Rajiv Jain  
Manisha Jain  
Pankaj Kumar  
Saurabh Tripathi

Managing Director  
Whole Time Director  
Independent Director  
Independent Director

**Summary of Proceedings**


The 21<sup>st</sup> Annual General Meeting of the Members of Sueryaa Knitwear Limited ('the Company') was held on **Monday, September 11, 2017 at 11.00 A.M.** at the registered office of the company situated at **408, Industrial Area A, Ludhiana. Mr. Rajiv Jain**, being Chairperson of the meeting, presided over the meeting. The requisite quorum being present, the Chairperson called the meeting to order. Majority Directors attended the meeting. Then the speech was delivered by him. He also informed that the Company had provided to its Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes during the continuance of meeting. It was further informed that there would be no voting by show of hands. The Chairperson also apprised the members that notice of AGM was duly dispatched to all the members eligible as on the cut-off date. The notice was taken as read.

The Chairperson further apprised that the Board of Directors had appointed **Ms. Preeti Jain, Practicing Company Secretary**, as the Scrutinizer to scrutinize the e-voting and ballot process.

Accordingly the said AGM was held and given resolutions were deliberated. Then, Clarifications were also provided to the queries raised by members of the Company.

The scrutinizer had also submitted the "**Consolidated Scrutinizer Report**" dated 11.09.2017 to the Company, where the following items of business, as per the Notice of AGM dated 19.07.2017, were deliberated & transacted and following resolutions were passed by members with requisite majority:

1. Considered and adopted the audited financial Statements of the Company for the year ended on 31<sup>st</sup> March, 2017 together with the Report of the Directors' and Auditors' thereon.
2. Appointed **Ms. Manisha Jain (DIN: 02684080)**, as Director, who shall be liable to retire by rotation.
3. Appointed **M/s Sandeep Manuja & Associates, Chartered Accountants, (Firm Registration No. 009525N)**, as Statutory Auditor of the Company.
4. Adopted new set of Articles of Association for the Company.
5. Adopted new set of Memorandum of Association for the Company.

Sueryaa Knitwear Ltd.  
  
21.09.17

**SUERYAA KNITWEAR LIMITED**

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The Chairperson, declared the meeting to be duly called, held and convened and meeting was concluded with a thanks giving speech by the Chairperson.

The votes cast through e-voting as well as ballot at the meeting, were unblocked by the scrutinizer in presence of two witnesses and a **"Consolidated Scrutinizer Report"** was submitted thereafter, to the Chairperson on 11.09.2017. The results were also pasted at the notice board of the registered office of the Company.

Yours Sincerely,  
For Sueryaa Knitwear Limited



**Rajiv Jain**  
**Managing Director**  
**DIN: 01029784**  
**408, Industrial Area A, Ludhiana**

**Place: Ludhiana**

**(Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}**

**Details of Voting Results**

Date of the AGM	Monday, September 11, 2017
Total number of Shareholders as on Cut-Off Date	783
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group	4
Public	3
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group	Nil
Public	Nil

**Resolution No. 1-**

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
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 favour (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 and Promoter Group	E Voting	1091140	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1091140	100	1091140	Nil	100	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
Public Institutions	E Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil

**SUERYAA KNITWEAR LIMITED**

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Email id: sueryaa1995@gmail.com, Website: www.sueryaaknitwear.com

CIN: L17115PB1995PLC015787

or Sueryaa Knitwear Ltd

*(Signature)*  
Director

	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Public Non-Institutions</b>	E Voting	1506660	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		87100	5.78	87100	Nil	100	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>		<b>2597800</b>	<b>1178240</b>	<b>45.36</b>	<b>1178240</b>	<b>Nil</b>	<b>100</b>	<b>Nil</b>

**Resolution No. 2-**

Resolution required: (Ordinary/ Special)			<b>Ordinary Resolution</b>					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
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 favour (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
<b>Promoter and Promoter Group</b>	E Voting	1091140	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1091140	100	1091140	Nil	100	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Public Institutions</b>	E Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Public Non-Institutions</b>	E Voting	1506660	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		87100	5.78	87100	Nil	100	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>		<b>2597800</b>	<b>1178240</b>	<b>45.36</b>	<b>1178240</b>	<b>Nil</b>	<b>100</b>	<b>Nil</b>

**SUERYAA KNITWEAR LIMITED**

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CIN: L17115PB1995PLC015787

for Sueryaa Knitwear Ltd

*[Signature]*  
Director

**Resolution No. 3-**

Resolution required: (Ordinary/ Special)			<b>Ordinary Resolution</b>					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
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 favour  (4)	No. of Votes Against (5)	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
<b>Promoter and Promoter Group</b>	E Voting	1091140	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1091140	100	1091140	Nil	100	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Public Institutions</b>	E Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Public Non- Institutions</b>	E Voting	1506660	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		87100	5.78	87100	Nil	100	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>		<b>2597800</b>	<b>1178240</b>	<b>45.36</b>	<b>1178240</b>	<b>Nil</b>	<b>100</b>	<b>Nil</b>

**Resolution No. 4-**

Resolution required: (Ordinary/ Special)		<b>Special Resolution</b>	
Whether promoter/ promoter group are interested in the		No	

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CIN: L17115PB1995PLC015787

for Sueryaa Knitwear Limited  
*(Signature)*  
Date: \_\_\_\_\_

agenda/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 favour (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 and Promoter Group	E Voting	1091140	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1091140	100	1091140	Nil	100	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
Public Institutions	E Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institutions	E Voting	1506660	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		87100	5.78	87100	Nil	100	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>		<b>2597800</b>	<b>1178240</b>	<b>45.36</b>	<b>1178240</b>	<b>Nil</b>	<b>100</b>	<b>Nil</b>

**Resolution No. 5-**

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
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 favour (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 and Promoter Group	E Voting	1091140	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		1091140	100	1091140	Nil	100	Nil
	Postal		Nil	Nil	Nil	Nil	Nil	Nil

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CIN: L17115PB1995PLC015787

for Sueryaa Knitwear Ltd  
*[Signature]*  
Director

	Ballot							
<b>Public Institutions</b>	E Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Public Non-Institutions</b>	E Voting	1506660	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		87100	5.78	87100	Nil	100	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>		<b>2597800</b>	<b>1178240</b>	<b>45.36</b>	<b>1178240</b>	<b>Nil</b>	<b>100</b>	<b>Nil</b>

Place: Ludhiana

Yours Sincerely,  
For Sueryaa Knitwear Limited

**Rajiv Jain**  
Managing Director  
DIN: 01029784  
408, Industrial Area A, Ludhiana

**SUERYAA KNITWEAR LIMITED**

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**JAIN P & ASSOCIATES**

*(Erstwhile Jain P & Co.)*

**Company Secretaries**

C-273, II Floor, Sector-63, Noida-201301, Uttar Pradesh

E-Mail: [preetisjain@gmail.com](mailto:preetisjain@gmail.com), Ph: +91-9599473294

## MGT-13

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairperson  
**Sueryaa Knitwear Limited**  
468, Industrial Area-A, Ludhiana

Dear Sir,

I, **Preeti Jain, Practicing Company Secretary** on behalf of **M/s Jain P & Associates, Company Secretaries** having my office at C-273, Second Floor, Sector-63, Noida-201301, was appointed as Scrutinizer by the Board of Directors, for the purpose of scrutinizing the remote e-Voting and voting through ballot paper (Poll) process at Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) on the resolution(s) mentioned in Notice dated 19.07.2017 for AGM of the members of the Company held on the **Monday, September 11, 2017 at time 11.00 A.M at 408, Industrial Area A, Ludhiana- 141003.**

I submit my report as under:-

1. The remote e-voting period commenced on **Friday, September 8, 2017 at 09.00 A.M. and ended on Sunday, September 10, 2017 at 05.00 P.M.** on the designated website via CDSL Voting Platform.
2. The Shareholders of the Company as on the "cut off" date i.e. **Friday, September 1, 2017** were entitled to avail the facility of remote e-voting as well as voting through polling papers at the Annual General Meeting on the proposed resolutions as set out in the Notice dated 19.07.2017.
3. The total paid up Equity Share Capital of the Company as on the cut of date was **Rs. 2,59,78,000/- (Rupees Two Crore Fifty Nine Laes Seventy Eight Thousand Only) divided into 2597800 equity shares of Rs. 10/- (Rupees Ten Only) each.**
4. The Chairperson ordered for poll at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended up to date.
5. A ballot box was kept for polling and the ballot box was locked in my presence.
6. After completion of Poll at the AGM at **11.30 A.M.**, the Ballot box was opened in my presence and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies

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lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in poll at AGM.

7. The ballots, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
8. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, **Mr. Pranabh Kapoor, R/o 18/30, Maithan, Agra** and **Ms. Srishti Singh R/o Krishna Apra Garden, Vaibhav Khand, Indrapuram, Ghaziabad** who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

 <b>Witness 1</b>	 <b>Witness 2</b>
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9. The consolidated summary of results of remote e-voting and poll at AGM are as under:

a. Resolution No. 1-

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage of Total Votes Polled
	Poll	e-Votes	Total	
Assent	1178240	Nil	Nil	100
Dissent	Nil	Nil	Nil	Nil
<b>Total</b>	<b>1178240</b>	<b>Nil</b>	<b>Nil</b>	<b>100</b>

Therefore, the above resolution has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-A.

b. Resolution No. 2-

Ordinary Resolution
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Particulars	Number of Valid Votes			Percentage of Total Votes Polled
	Poll	e-Votes	Total	
Assent	1178240	Nil	Nil	100
Dissent	Nil	Nil	Nil	Nil
<b>Total</b>	<b>1178240</b>	<b>Nil</b>	<b>Nil</b>	<b>100</b>

Therefore, the above resolution has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- B.

c. Resolution No. 3-

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage of Total Votes Polled
	Poll	e-Votes	Total	
Assent	1178240	Nil	Nil	100
Dissent	Nil	Nil	Nil	Nil
<b>Total</b>	<b>1178240</b>	<b>Nil</b>	<b>Nil</b>	<b>100</b>

Therefore, the above resolution has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- C.

d. Resolution No. 4-

Special Resolution				
Particulars	Number of Valid Votes			Percentage of Total Votes Polled
	Poll	e-Votes	Total	



Assent	1178240	Nil	Nil	100
Dissent	Nil	Nil	Nil	Nil
<b>Total</b>	<b>1178240</b>	<b>Nil</b>	<b>Nil</b>	<b>100</b>

Therefore, the above resolution has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-D.

c. Resolution No. 5-

Special Resolution				
Particulars	Number of Valid Votes			Percentage of Total Votes Polled
	Poll	e-Votes	Total	
Assent	1178240	Nil	Nil	100
Dissent	Nil	Nil	Nil	Nil
<b>Total</b>	<b>1178240</b>	<b>Nil</b>	<b>Nil</b>	<b>100</b>

Therefore, the above resolution has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-E.

10. The register and all other papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizer until the Chairperson considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the company.

For Jain P & Associates,

Company Secretaries



Praveen Jain  
Scrutinizer  
Memb. No. A41759  
C.O.P. No.: 17079  
Date: 11.09.2017  
Place: Ludhiana

Countersigned by



Details of poll at AGM & remote e-voting for Resolution No.-1 are as under:

**A1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	7	1178240	11782400	45.36
b) Less: Invalid Votes	0	0	0	0
c) Net Valid votes	7	1178240	11782400	45.36
d) Votes with assent	7	1178240	11782400	45.36
e) Votes with dissent	0	0	0	0

**A2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	Nil	Nil	Nil	Nil
(b) Votes with Assent	Nil	Nil	Nil	Nil
(c) Votes with dissent	Nil	Nil	Nil	Nil



Details of poll at AGM & remote e-voting for Resolution No.-2 are as under:

**A1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	7	1178240	11782400	45.36
b) Less: Invalid Votes	0	0	0	0
c) Net Valid votes	7	1178240	11782400	45.36
d) Votes with assent	7	1178240	11782400	45.36
e) Votes with dissent	0	0	0	0

**A2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	Nil	Nil	Nil	Nil
(b) Votes with Assent	Nil	Nil	Nil	Nil
(c) Votes with dissent	Nil	Nil	Nil	Nil



Details of poll at AGM & remote e-voting for Resolution No.-3 are as under:

**A1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	7	1178240	11782400	45.36
b) Less: Invalid Votes	0	0	0	0
c) Net Valid votes	7	1178240	11782400	45.36
d) Votes with assent	7	1178240	11782400	45.36
e) Votes with dissent	0	0	0	0

**A2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	Nil	Nil	Nil	Nil
(b) Votes with Assent	Nil	Nil	Nil	Nil
(c) Votes with dissent	Nil	Nil	Nil	Nil



Details of poll at AGM & remote e-voting for Resolution No.-4 are as under:

**A1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	7	1178240	11782400	45.36
b) Less: Invalid Votes	0	0	0	0
c) Net Valid votes	7	1178240	11782400	45.36
d) Votes with assent	7	1178240	11782400	45.36
e) Votes with dissent	0	0	0	0

**A2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	Nil	Nil	Nil	Nil
(b) Votes with Assent	Nil	Nil	Nil	Nil
(c) Votes with dissent	Nil	Nil	Nil	Nil





Details of poll at AGM & remote e-voting for Resolution No.-5 are as under:

**A1. VOTING THROUGH POLL:**

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	7	1178240	11782400	45.36
b) Less: Invalid Votes	0	0	0	0
c) Net Valid votes	7	1178240	11782400	45.36
d) Votes with assent	7	1178240	11782400	45.36
e) Votes with dissent	0	0	0	0

**A2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	Nil	Nil	Nil	Nil
(b) Votes with Assent	Nil	Nil	Nil	Nil
(c) Votes with dissent	Nil	Nil	Nil	Nil

