



The Corporate Relationship Department,  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring Rotunda  
Building, P.J. Towers  
Dalal Street,  
Mumbai 400 001

National Stock Exchange of India Limited  
"Exchange Plaza"  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai 400 051

Scrip Code- 503806

Scrip Code-SRF

**SRF/SEC/BSE/NSE/52<sup>nd</sup> AGM**

**30.06.2023**

Dear Sir,

**Sub: Annual General Meeting Voting Results and Report under Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to submit the voting results (mode of voting was by way of Remote E-Voting and E-voting during AGM) as per Annexure I, on the business transacted as per notice dated May 09, 2023 at the 52<sup>nd</sup> Annual General Meeting (AGM) of the Company held on June 30, 2023 at 10:00 a.m. through Video Conferencing/ Other Audio Visual Means.

Based on the consolidated report of the Scrutinizer attached, all the resolutions set out in the Notice of 52<sup>nd</sup> AGM have been duly approved by the shareholders with requisite majority.

Thanking you,

Yours faithfully,

**For SRF LIMITED**

**RAJAT LAKHANPAL**  
**Sr. VP (Corporate Compliance) & Company Secretary**

**Encl : a/a**

**SRF LIMITED**  
Block - C, Sector - 45  
Gurugram - 122 003  
Haryana, India  
Tel: +91-124-4354400  
Fax: +91-124-4354500  
Email: [info@srf.com](mailto:info@srf.com)  
Website: [www.srf.com](http://www.srf.com)

**Regd. Office:**  
Unit No. 236 and 237, 2nd Floor,  
DLF Galleria, Mayur Place  
Noida Link Road  
Mayur Vihar Phase I Extension  
Delhi -110 091

CIN : L18101DL1970PLC005197



June 30, 2023

To,

The Chairman & Managing Director  
SRF Limited  
CIN: L18101DL1970PLC005197  
The Galleria, DLF Mayur Vihar, Unit No. 236 & 237,  
2nd Floor, Mayur Place, Mayur Vihar Phase I Extn,  
Delhi – 110091

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your members during the 52<sup>nd</sup> Annual General Meeting of your Company held on Friday, 30<sup>th</sup> June, 2023 through Video Conferencing("VC")/ Other Audio-Visual Means("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**For ARVIND KOHLI & ASSOCIATES**  
Company Secretaries



ARVIND KOHLI  
FCS 4434, CP 2818  
SCRUTINIZER  
Date: June 30, 2023  
Place: Gurugram

UDIN No.- **F004434E000525548**



**SCRUTINIZER'S REPORT**

Name of the Company	SRF Limited
Meeting	52 <sup>nd</sup> Annual General Meeting
Day, Date & Time	Friday, June 30, 2023 at 10:00 a .m.
Deemed Venue	Registered Office situated at: The Galleria, DLF Mayur Vihar, Unit No. 236 & 237, 2nd Floor, Mayur Place, Mayur Vihar Phase I Extn, Delhi – 110091
Mode	Video Conferencing ("VC")/Other Audio-Visual Means("OAVM")

**1. Appointment as Scrutinizer**

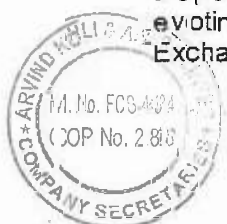
We were appointed as the Scrutinizer for Scrutinizing the remote e-voting as well as the e-voting at the Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and Ministry of Corporate Affairs ("MCA"), vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 5, 2020 read together with Circular No. 02/2021 dated January 13, 2021 read with Circular No. 2/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars') and SEBI vide its circular dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 (collectively referred to as 'SEBI Circulars') on the resolution(s) mentioned in Notice dated May 09, 2023 for 52<sup>nd</sup> AGM of the Company held on Friday, June 30, 2023 at 10:00 A.M. through Video Conferencing (VC) / Other Audio Visual Means(OAVM) facility.

Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

**2. Dispatch of Notice convening the AGM**

**2.1** Pursuant to General Circulars as mentioned above issued by the Ministry of Corporate Affairs and as per the provisions of Rule 20 of the Companies (Management & Administration) Rules, 2014, advertisement was published in Financial Express (English Newspaper) and Jansatta (vernacular newspaper), having electronic editions on June 08, 2023 specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of e-mail ids by the members (both physical and demat) who are yet to register their e-mail ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

**2.2** The Company hosted the notice of AGM on its website, website of National Securities Depositories Limited (NSDL) the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **June 07, 2023**.





- 2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by KFin Technologies Limited ("RTA"), and the depositories viz. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM in electronic mode through NSDL.

### 3. Cut-off Date

Voting rights were reckoned as on **June 23, 2023**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

### 4. Process of Remote e-voting and E-voting during AGM

The remote e-voting period commenced on **June 27, 2023 (9:00 am IST) and ended on June 29, 2023 (5:00 pm IST)** via e-voting platform on the designated portal / webpage provided by National Securities Depositories Limited (NSDL). The Company had also provided e-voting facility to the Members who attended through VC/OAVM during the AGM to enable those Members to cast their votes, who had not cast their vote earlier through remote e-voting.

### 5. Attendance during AGM

The attendance of 84 members was registered who attended the AGM through VC/OAVM without physical presence of members at common venue as per MCA Circulars.

### 6. Counting Process

After completion of e-voting during the AGM, the data of e-voting was diligently scrutinized. Thereafter, data of e-voting were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company and the Authorizations lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting during AGM.

### 7. Results

- 7.1 We observed that:
- 12 members had cast their votes through e-voting during the AGM.
  - 926 members had cast their votes through remote e-voting.
- 7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated May 09, 2023 is enclosed.
- 7.3 Based on the aforesaid results, we report that 10 Resolutions as set out in Item Nos.1 to 10 of the Notice of the AGM dated May 09, 2023 have been passed with the requisite majority.

For **ARVIND KOHLI & ASSOCIATES**  
Company Secretaries

*Arvind Kohli*



ARVIND KOHLI  
FCS 4434, CP 2818  
SCRUTINIZER  
Date: June 30, 2023  
Place: Gurugram  
UDIN No.- **F004434E000525548**

**Item No.1: To receive, consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2023 along with the Reports of the Auditors' and Board of Directors' thereon**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	908	22,91,14,255	12	25329	920	22,91,39,584	99.9984
Dissent	10	3,735	0	0	10	3,735	0.0016
Total	918	22,91,17,990	12	25329	930	22,91,43,319	100

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No.1 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority.

**Item No. 2: To appoint a Director in place of Mr. Pramod Gopaldas Gujarathi (DIN 00418958), who retires by rotation and being eligible, offers himself for re-election.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	642	21,75,16,175	12	25329	654	21,75,41,504	93.7060
Dissent	283	1,46,11,668	0	0	283	1,46,11,668	6.2940
Total	925	23,21,27,843	12	25329	937	23,21,53,172	100

Based on the aforesaid result, we report that the Ordinary Resolution asset out in Item No. 2 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority.

**Item No.3: Reappointment of Statutory Auditors of the Company.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	869	22,76,62,980	12	25329	881	22,76,88,309	98.0768
Dissent	48	44,64,854	0	0	48	44,64,854	1.9232
Total	917	23,21,27,834	12	25329	929	23,21,53,163	100

Based on the aforesaid result, we report that the Ordinary Resolution asset out in Item No.3 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority.



**Item No 4: Re-appointment of Mr. Pramod Gopaldas Gujarathi (DIN 00418958) as a Whole-Time Director, designated as "Director (Safety & Environment) and Occupier"**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	632	21,74,20,468	12	25329	644	21,74,45,797	93.6648
Dissent	293	1,47,07,375	0	0	293	1,47,07,375	6.3352
Total	925	23,21,27,843	12	25329	937	23,21,53,172	100

Based on the aforesaid result, we report that the Special Resolution asset out in Item No.4 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority.

**Item No 5: Re-appointment of Ms. Bharti Gupta Ramola (DIN: 00356188) as an Independent Director**

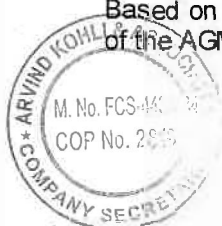
Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	873	22,86,09,805	12	25329	885	22,86,35,134	98.4846
Dissent	46	35,18,038	0	0	46	35,18,038	1.5154
Total	919	23,21,27,843	12	25329	931	23,21,53,172	100

Based on the aforesaid result, we report that the Special Resolution asset out in Item No.5 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority.

**Item No.6: Re-appointment of Mr. Puneet Yadu Dalmia (DIN: 00022633) as an Independent Director**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	734	21,68,95,770	12	25329	746	21,69,21,099	93.4388
Dissent	192	1,52,32,072	0	0	192	1,52,32,072	6.5612
Total	926	23,21,27,842	12	25329	938	23,21,53,171	100

Based on the aforesaid result, we report that the Special Resolution asset out in Item No.6 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority.





**Item No.7: Re-appointment of Mr. Yash Gupta (DIN:00299621) as an Independent Director**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	807	22,36,46,899	12	25329	819	22,36,72,228	96.3468
Dissent	114	84,80,944	0	0	114	84,80,944	3.6532
Total	921	23,21,27,843	12	25329	933	23,21,53,172	100

Based on the aforesaid result, we report that the Ordinary Resolution asset out in Item No.7 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority.

**Item No.8: Offer or invitation to subscribe to Redeemable Non-Convertible Debentures of the Company on private placement**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	903	23,21,23,863	12	25329	915	23,21,49,192	99.9983
Dissent	14	3,976	0	0	14	3,976	0.0017
Total	917	23,21,27,839	12	25329	929	23,21,53,168	100

Based on the aforesaid result, we report that the Special Resolution asset out in Item No.8 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority.

**Item No.9: Alteration of the Article of Association of the Company**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	872	22,61,32,169	12	25329	884	22,61,57,498	97.4180
Dissent	43	59,94,145	0	0	43	59,94,145	2.5820
Total	915	23,21,26,314	12	25329	927	23,21,51,643	100

Based on the aforesaid result, we report that the Special Resolution asset out in Item No.9 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority



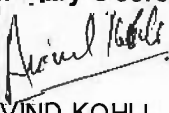


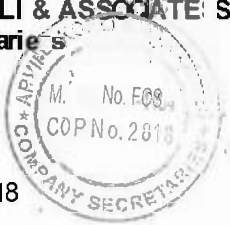
**Item No.10: Ratification of Remuneration of Cost Auditors for financial year 2023-24**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	901	23,21,23,691	12	25329	913	23,21,49,020	99.9989
Dissent	15	2,592	0	0	15	2,592	0.0011
Total	916	23,21,26,283	12	25329	928	23,21,51,612	100

Based on the aforesaid result, we report that the Ordinary Resolution asset out in Item No.10 of the Notice of the AGM dated May 09, 2023 has been passed with requisite majority

For **ARVIND KOHLI & ASSOCIATE: S**  
Company Secretaries

  
ARVIND KOHLI  
FCS 4434, CP 2818  
SCRUTINIZER  
Date: June 30,2023  
Place : Gurugram



UDIN No. – F004434E000525548



For SRF Limited

Rajat Lakhnupal  
Sr. VP (Corporate Compliances) & Company Secretary  
Membership No. –ACS- 12725  
(Address-32-C MIG Flats, Pocket-C, Phase-III, Ashok Vihar, New Delhi-110052)