

SURAT TEXTILE MILLS LIMITED

15th September, 2022

The Corporate Relationship Department,
BSE Limited,
First Floor, New Trading Wing,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001
Scrip Code: 530185

Sir/Madam,

Sub.: Voting Results of the 76th Annual General Meeting ('AGM') of Surat Textile Mills Limited ('the Company') held on Tuesday, 13th September, 2022.

The 76th AGM of the Company was held on Tuesday, 13th September, 2022 at 3.00 p.m. (IST) through Video Conferencing to transact the business as stated in the Notice dated 11th August, 2022 convening the 76th AGM.

In this regard, please find enclosed the following:

- 1) Voting results of the businesses transacted at the AGM as required under Regulation 44(3) of the Listing Regulations - **Annexure A.**
- 2) Report of the Scrutinizer dated 14th September, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure B.**

The Voting Results along with the Scrutinize/s Report dated 15th September, 2022 is also being made available on the Company's website at www.surattextilemillslimited.com

This is for your information and records.

Yours faithfully,
For Surat Textile Mills Limited



Chinmay M. Methiwala
Company Secretary and Compliance Officer

Encl.: as above



Regd. Office : Tulsi Krupa Arcade, Puna-Kumbharia Road, Dumbhal, Surat - 395 010.

Phone : (0261) 2311197-98, 2311513 Fax : (0261) 2311029/502

CIN : L17119GJ1945PLC000214 | Website : www.surattextilemillsltd.com

SURAT TEXTILE MILLS LIMITED

Outcome of Voting Results at 76th Annual General Meeting

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Annexure A

Company Name	SURAT TEXTILE MILLS LIMITED
Date of the AGM	13-09-2022
Record date / cut off date	06-09-2022
Total number of shareholders on record date	142774
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	No arrangement for a physical meeting or appointment of proxy was made as the meeting was held through CV/OAVM.
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	9
Public:	29

Agenda-wise disclosure

The mode of voting for all resolutions was remote e-voting.

Resolution required: (Ordinary/ Special)	Ordinary Resolution : Adoption of Audited Financial Statements of the Company for the financial year ended 31st March 2022 together with the Report of the Board of Directors and Auditors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	15,20,04,917	15,20,02,217	99.9982	15,20,02,217	0	100.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		152004917	99.9982	152002217	0	100.0000	0.0000
Public- Institutions	E-voting	500	0	0.0000	0	0	0.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		500	0	0	0	0.0000	0.0000
Public- Non Institutions	E-voting	7,00,59,023	49,682	0.0709	48,277	1,405	97.1720	2.8279
	Poll *		1,020	0.0015	1,020	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		70059023	0.0724	49297	1405	97.2289	2.7711
	Total	222064440	152052919	68.4724	152051514	1405	99.9991	0.0009

* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Whether resolution is passed or not? (Yes/No): Yes.

For Surat Textile Mills Limited

Chinmay M. Methiwala
Chinmay M. Methiwala

Company Secretary & Compliance Officer



Resolution required: (Ordinary/ Special)	Ordinary Resolution : To appoint a Director in place of Mr. Paresh V. ChothaniYogesh C. Papaiya (DIN 00218632), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	15,20,04,917	15,20,02,217	99.9982	15,20,02,217	0	100.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	152004917	152002217	99.9982	152002217	0	100.0000	0.0000
Public- Institutions	E-voting	500	0	0.0000	0	0	0.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	500	0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-voting	7,00,59,023	49,682	0.0709	43,126	6,556	86.8040	13.1959
	Poll *		1,020	0.0015	1,020	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	70059023	50702	0.0724	44146	6556	87.0695	12.9305
	Total	222064440	152052919	68.4724	152046363	6556	99.9957	0.0043

* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Whether resolution is passed or not? (Yes/No): Yes.

For Surat Textile Mills Limited

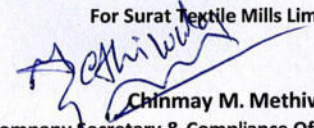

Chinmay M. Methiwala
Company Secretary & Compliance Officer



Resolution required: (Ordinary/ Special)	Ordinary Resolution : To re-appoint M/s Sharp & Tannan Associates, Chartered Accountants as Statutory Auditors of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	15,20,04,917	15,20,02,217	99.9982	15,20,02,217	0	100.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		152004917	99.9982	152002217	0	100.0000	0.0000
Public- Institutions	E-voting	500	0	0.0000	0	0	0.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		500	0	0	0	0.0000	0.0000
Public- Non Institutions	E-voting	7,00,59,023	49,581	0.0708	49,215	366	99.2618	0.7381
	Poll *		1,020	0.0015	1,020	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		70059023	0.0723	50235	366	99.2767	0.7233
	Total	222064440	152052818	68.4724	152052452	366	99.9998	0.0002

* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Whether resolution is passed or not? (Yes/No): Yes.

For Surat Textile Mills Limited

Chinmay M. Methiwala
 Company Secretary & Compliance Officer

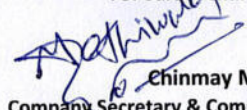


Resolution required: (Ordinary/ Special)	Ordinary Resolution : Appointment of Mr. Alok P.Shah (DIN: 00218180) as a Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes, Mr. Alok P.Shah being part of the Promoter is interested.							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	15,20,04,917	14,19,87,217	93.4096	14,19,87,217	0	100.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	152004917	141987217	93.4096	141987217	0	100.0000	0.0000
Public- Institutions	E-voting	500	0	0.0000	0	0	0.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	500	0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-voting	7,00,59,023	49,582	0.0708	49,282	300	99.3949	0.6050
	Poll *		1,020	0.0015	1,020	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	70059023	50602	0.0723	50302	300	99.4071	0.5929
	Total	222064440	142037819	63.9624	142037519	300	99.9998	0.0002

* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Whether resolution is passed or not? (Yes/No): Yes.

For Surat Textile Mills Limited


Chinmay M. Methiwala
Company Secretary & Compliance Officer



Resolution required: (Ordinary/ Special)	Ordinary Resolution : Appointment of Mr. Alok P.Shah (DIN: 00218180) as Managing Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes, Mr. Alok P.Shah being part of the Promoter is interested.							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	15,20,04,917	14,19,87,217	93.4096	14,19,87,217	0	100.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	152004917	141987217	93.4096	141987217	0	100.0000	0.0000
Public- Institutions	E-voting	500	0	0.0000	0	0	0.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	500	0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-voting	7,00,59,023	49,582	0.0708	49,282	300	99.3949	0.6050
	Poll *		1,020	0.0015	1,020	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	70059023	50602	0.0723	50302	300	99.4071	0.5929
	Total	222064440	142037819	63.9624	142037519	300	99.9998	0.0002

* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Whether resolution is passed or not? (Yes/No): Yes.

For Surat Textile Mills Limited

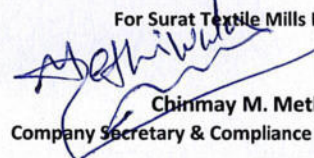
Chinmay M. Methiwala
 Company Secretary & Compliance Officer



Resolution required: (Ordinary/ Special)	Special Resolution : Appointment of Mr. Deepak N. Shah (DIN: 07356807) as an Independent Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	15,20,04,917	15,20,02,217	99.9982	15,20,02,217	0	100.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	152004917	152002217	99.9982	152002217	0	100.0000	0.0000
Public- Institutions	E-voting	500	0	0.0000	0	0	0.0000	0.0000
	Poll *		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	500	0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-voting	7,00,59,023	49,582	0.0708	49,282	300	99.3949	0.6050
	Poll *		1,020	0.0015	1,020	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	70059023	50602	0.0723	50302	300	99.4071	0.5929
	Total	222064440	152052819	68.4724	152052519	300	99.9998	0.0002

* Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.

Whether resolution is passed or not? (Yes/No): Yes.

For Surat Textile Mills Limited

Chinmay M. Methiwala
Company Secretary & Compliance Officer



JIGAR VYAS & ASSOCIATES

Company Secretaries



JIGAR VYAS F.C.S., B.Com.

Consolidated Scrutinizer's Report

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

To

The Chairman of Seventy-Sixth Annual General Meeting of the Equity Shareholders of **SURAT TEXTILE MILLS LIMITED** held on Tuesday, 13th September, 2022 at 3:00 p.m. IST through Video Conferencing ("VC").

Dear Sir,

I, Jigar Vyas, Practicing Company Secretary of Jigar Vyas & Associates have been appointed as Scrutinizer by the Board of Directors of Surat Textile Mills Limited ("**the Company**") for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 11th August, 2022 ("**Notice**") issued in accordance with General Circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as 'MCA Circulars') Government of India (hereinafter referred to as "**MCA Circulars**"), calling the 76th Annual General Meeting of its Equity Shareholders ("**the Meeting**" / "**AGM**") through VC / OAVM. The AGM was convened on Tuesday, 13th September, 2022 at 3:00 p.m. IST through VC.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
- (ii) process of e-voting at the AGM through electronic voting system.

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secure, fair, and robustness of the electronic voting systems.



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JIGAR VYAS & ASSOCIATES

Company Secretaries



JIGAR VYAS F.C.S., B.Com.

Scrutinizer's Responsibility

My responsibility as Scrutinizer fore-voting process {i.e. remote e-voting and voting at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFin Technologies Limited ("KFinTech"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or KFinTech for my verification.

Dispatch of Notice convening the AGM

Pursuant to General Circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021, 14th December, 2021 and 5th May, 2022 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Times of India, Surat edition (English newspaper) and Dhabkar, Surat edition (vernacular language newspaper), having electronic editions on 21st August, 2022 and on 23rd August, 2022 & 24th August, 2022 specifying the date and time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Tuesday, 6th September, 2022 were entitled to vote on the resolutions {item nos. 1 to 6 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

E-voting at the AGM

- i. After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting {"e-votes") was locked by KFinTech under my instructions.
- ii. The e-votes cast at the meeting were unblocked on Tuesday, 13th September, 2022 after the conclusion of the AGM.



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JIGAR VYAS & ASSOCIATES

Company Secretaries



JIGAR VYAS F.C.S., B.Com.

iii. The e-votes were reconciled with the records maintained by the Company/ KFinTech and the authorizations lodged with the Company/ KFinTech on test check basis.

Remote e-voting process

i. The remote e-voting period remained open from Friday, 9th September, 2022 {9:00 a.m. 1ST) to Monday, 12th September, 2022 {5:00 p.m. 1ST).

ii. The votes cast during the remote e-voting were unblocked on Tuesday, 13th September, 2022 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Purvi Agarwal and Ms. Hetasvi Mehta who are not in the employment of the Company and/ or KFinTech. They have signed below in confirmation of the same.

Ms. Purvi Agarwal

Ms. Hetasvi Mehta

iii. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of KFinTech i.e., <https://evoting.kfintech.com>. Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at the AGM, based on the reports generated by KFinTech, scrutinized on test check basis and relied upon by me as under:-



JIGAR VYAS & ASSOCIATES

Company Secretaries



JIGAR VYAS F.C.S., B.Com.

Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstained votes
	Numbers of valid votes	%age	Numbers of valid votes	%age	Votes abstained (Nos.)
Item No.1: Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon (As an Ordinary Resolution)	152051514	99.9991	1405	0.0009	1804

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.1** of the Notice of the AGM dated 11th August, 2022 has been passed with requisite majority.



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Company Secretaries



JIGAR VYAS F.C.S., B.Com.

Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid Abstained votes /
	Numbers of valid votes	%age	Numbers of valid votes	%age	Votes abstained (Nos.)
Item No.2: To appoint a Director in place of Mr. Paresh V. Chothani (DIN 00218632), who retires by rotation and being eligible, offers himself for re-appointment ((As an Ordinary Resolution)	152046363	99.9957	6556	0.00043	1804

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.2** of the Notice of the AGM dated 11th August, 2022 has been passed with requisite majority.



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JIGAR VYAS & ASSOCIATES

Company Secretaries



JIGAR VYAS F.C.S., B.Com.

Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstained votes
	Numbers of valid votes	%age	Numbers of valid votes	%age	Votes abstained (Nos.)
Item No.3: To re-appoint M/s Sharp & Tannan Associates, Chartered Accountants as Statutory Auditors of the Company ((As an Ordinary Resolution)	152052452	99.9998	366	0.0002	1977

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.3** of the Notice of the AGM dated 11th August, 2022 has been passed with requisite majority.

Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstained votes
	Numbers of valid votes	%age	Numbers of valid votes	%age	Votes abstained (Nos.)
Item No.4: Appointment of Mr. Alok P.Shah (DIN: 00218180) as a Director of the Company(As an Ordinary Resolution)	142037519	99.9998	300	0.0002	10016976



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JIGAR VYAS & ASSOCIATES

Company Secretaries



JIGAR VYAS F.C.S., B.Com.

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.4** of the Notice of the AGM dated 11th August, 2022 has been passed with requisite majority.

Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstained votes
	Numbers of valid votes	%age	Numbers of valid votes	%age	Votes abstained (Nos.)
Item No.5: Appointment of Mr. Alok P.Shah (DIN: 00218180) as Managing Director of the Company (As an Ordinary Resolution)	142037519	99.9998	300	0.0002	10016976

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.5** of the Notice of the AGM dated 11th August, 2022 has been passed with requisite majority.

Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid / Abstained votes
	Numbers of valid votes	%age	Numbers of valid votes	%age	Votes abstained (Nos.)
Item No.6: Appointment of Mr. Deepak N. Shah (DIN: 07356807) as an Independent Director of the Company (As a Special Resolution)	152052519	99.9998	300	0.0002	1976



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JIGAR VYAS & ASSOCIATES

Company Secretaries




JIGAR VYAS F.C.S., B.Com.

Based on the aforesaid results, we report that the **Special Resolution** as set out in **Item No.6** of the Notice of the AGM dated 11th August, 2022 has been passed with requisite majority.

The electronic data and all other relevant records relating to remote e-voting and voting at the AGM are under my safe custody and will be handed over to Mr. Chinmay M. Methiwala Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,
Yours faithfully,

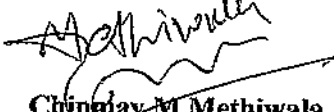

Jigar Vyas
Practicing Company Secretary
FCS No. 8019, CP No. 14468



Place: Surat
Date: 14th September, 2022

UDIN: F008019D000973687

Countersigned by:
For Surat Textile Mills Limited


Chinmay M. Methiwala
Company Secretary