



BHAGYANAGAR INDIA LIMITED

ISO-9001-2008 Certified Company

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CIN No. : L27201TG1985PLC012449

BIL/SECT/92/2025-26

Date: 14th March, 2026

The Secretary, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051. Scrip Code: BHAGYANGR	The Secretary, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001. Scrip Code: 512296
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Dear Sir/Madam,

Sub: Summary of proceedings of the Meetings of the Equity Shareholders of Bhagyanagar India Limited (the "Company") and Trade Creditors of Bhagyanagar Copper Private Limited (a wholly owned subsidiary Company) convened as per the directions of the Hon'ble National Company Law Tribunal, Hyderabad Bench, vide its order dated January 29, 2026.

Further to our Letter dated **February 11, 2026**, wherein Bhagyanagar India Limited (the "Company") had submitted respective Notice of Meeting of Equity Shareholders of the company, and that of Meeting of the Trade Creditors of Bhagyanagar Copper Private Limited convened vide order passed by the Hon'ble NCLT, dated **January 29, 2026**, in the Company Application No. CA (CAA) No. 05/230/HDB/ 2026, the following Meetings were duly convened and held on this day of **March 14, 2026**

- Meeting of the Trade Creditors of Bhagyanagar Copper Private Limited, at Surya Towers, Sardar Patel Road, Secunderabad – 500003.
- Meeting of the Equity Shareholders of Bhagyanagar India Limited, conducted through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The summary of proceedings of the Meeting of the Trade Creditors of Bhagyanagar Copper Private Limited, and that of Equity Shareholders of Bhagyanagar India Limited are attached herein as Annexure A and Annexure B respectively.

You are requested to take the above on record.

Thanking you.

For Bhagyanagar India Limited

Devendra Surana
Managing Director
DIN:00077296



Annexure A

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF THE TRADE CREDITORS OF BHAGYANAGAR COPPER PRIVATE LIMITED PURSUANT TO ORDER DATED JANUARY 29, 2026, PASSED BY THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, HYDERABAD BENCH (NCLT) HELD AT 12:00 P.M. ON SATURDAY, MARCH 14, 2026 AT SURYA TOWERS, SARDAR PATEL ROAD, SECUNDERABAD – 500003.

In the presence of:

- Ms. G. Sumathi, appointed as Chairperson for the Meeting, by the Hon'Ble NCLT.
- Mr. Venka Reddy Bathina, appointed as Scrutinizer for the Meeting, by the Hon'Ble NCLT.

Present:

- | | |
|--------------------------|--------------------------------|
| 1. Mr. Surendra Bhutoria | - Chief Financial Officer |
| 2. Mr. Vikas Sirohiya | - Practising Company Secretary |

Attendance of Trade Creditors:

No. of Creditors present (in person and proxy) : 28

- ❖ The Chairperson of the Meeting, Scrutinizer and Trade Creditors walked into the Meeting Hall and assembled before the scheduled time of the Meeting. All of them occupied their respective places.
- ❖ Ms. G. Sumathi, the Chairperson for the Meeting and Mr. Venka Reddy Bathina, the Scrutinizer for the Meeting were welcomed and greeted with flower bouquets.
- ❖ The Meeting commenced at its scheduled time, 12:00 P.M., and concluded successfully (upon completion of voting at the venue) at 12:45 P.M.
- ❖ Ms. G. Sumathi, the Chairperson for the Meeting, extended a warm welcome to all the participants of the Meeting and introduced herself. She confirmed that she has been appointed as the Chairperson for the Meeting by the Hon'Ble NCLT, vide its Order, dated



29.01.2026. She, then confirmed the presence of requisite quorum and ordered the meeting to commence. She further confirmed that the Notice dated 09.02.2026 convening the meeting of the Trade Creditors of Bhagyanagar Copper Private Limited along with the Scheme and Explanatory Statement under Section 102 of the Companies Act, 2013 was dispatched on 11.02.2026. With the permission of the Creditors present in the Meeting, the Notice was taken as read.

- ❖ She, further informed that in accordance with the NCLT Order the Composite Scheme needs to be approved by way of voting by physical poll through ballot, in the manner specified in the notice of the meeting.
- ❖ She, then invited Mr. Vikas Sirohiya, Practising Company Secretary to provide a brief summary of the proposed Scheme.
- ❖ Mr. Vikas Sirohiya, presented the summary of the proposed Scheme.
- ❖ The Chairperson invited the Trade Creditors to put forth their queries. She further requested the Creditors to restrict their queries / comments to issues relating to the Scheme only.
- ❖ The Creditors sought clarification with respect to discharge of their liabilities upon the Scheme coming into effect. Further, clarification(s) were also sought whether there would be any change in the entity vis a vis their sale / supply of material subsequent upon the proposed merger / demerger. Further, the Creditors enquired about the payment policy of the Company.
- ❖ The CFO provided satisfactory clarifications to the queries raised by the Creditors.
- ❖ Upon requested by the Chairperson, the draft resolution was read out before the Meeting.

She, further mentioned that the resolution proposing the Composite Scheme of Arrangement will be put to vote by way of physical poll through ballot.

The Chairperson further informed that Mr. Venka Reddy Bathina has been appointed as scrutinizer by the Hon'ble NCLT to conduct the Voting process and requested him to take charge of the poll process and ascertain the voting result.

Mr. Venka Reddy Bathina, explained the poll process and requested the Creditors to cast their votes.

The Chairperson appointed Mr. Parikshit and Mr. Rachit Bhansali to assist the Scrutinizer in the poll process.

The scrutinizer ensured that the Ballot Box was emptied and then locked in the presence of the Meeting. It was placed at a convenient place for the polling.

The Creditors, then casted their votes by dropping poll papers in the designated Ballot Box.



Upon completion, the Ballot Box was unlocked in the presence of the two witnesses.

The poll papers were verified by the scrutinizer and segregated in terms of valid and invalid votes.

The valid votes (in terms of amounts outstanding) were cumulated and result was submitted to the Chairperson.

The Chairperson announced the results and declared the resolution as passed with requisite majority.

Subsequent upon the said, the Chairperson expressed her gratitude to all the participants of the Meeting and declared the Meeting concluded.

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Annexure B

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF THE EQUITY SHAREHOLDERS OF BHAGYANAGAR INDIA LIMITED PURSUANT TO ORDER DATED JANUARY 29, 2026, PASSED BY THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, HYDERABAD BENCH (NCLT) AT 01:00 P.M. ON SATURDAY, MARCH 14, 2026 THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVM).

In the presence of:

- Ms. Siva Praneetha Sreeramula appointed as Chairperson for the Meeting by the Hon'ble NCLT.
- Mr. Vinay Babu Gade appointed as Scrutinizer for the Meeting by the Hon'ble NCLT

Directors Present:

- | | | | |
|----|---|---|----------------------|
| 1. | Mr. Devendra Surana
(DIN: 00077296) | - | Managing Director |
| 2. | Mr. Naresh Chand Bhardwaj
(DIN: 08761949) | - | Whole-time director |
| 3. | Mr. Venkateswara Rao Nukala
(DIN: 10481800) | - | Director |
| 4. | Ms. Sanjana Jain
(DIN: 08532420) | - | Independent Director |
| 5. | Mr. Chandra Shekhar Agrawal
(DIN: 00182900) | - | Independent Director |
| 6. | Mr. Venkata Murali Krishna
Tripuraneni (DIN: 10481800) | - | Independent Director |

Also Present:

- | | | | |
|----|-----------------------|---|---------------------------------|
| 1. | Mr. Surendra Bhutoria | - | Chief Financial Officer |
| 2. | Mr. Vikas Sirohiya | - | Practising Company
Secretary |

Attendance of Members:

Members present in person : 46



- ❖ The Chairperson of the Meeting, Scrutinizer and Directors marked their attendance and were present in the Meeting from their respective places by 01.00 P.M., the scheduled time for the meeting. The Meeting commenced at 1.00 P.M. and concluded at 1.44 PM. (including time allowed for e voting).
- ❖ Mr. Devendra Surana, (DIN: 00077296), the Managing Director of the company extended a warm welcome to the Chairperson, the Scrutinizer and all the Directors present in the Meeting.
- ❖ Subsequent upon the a brief presentation, he handed over the proceedings to Ms. Siva Praneetha Sreeramula, the Chairperson of the Meeting.
- ❖ Ms. Siva Praneetha Sreeramula, the Chairperson for the Meeting, extended a warm welcome to all the participants of the Meeting and introduced herself. She informed that the instant meeting of the Equity Shareholders has been convened to consider and if thought fit, to approve the Composite Scheme of Arrangement between Bhagyanagar Copper Private Limited (“Transferor Company”) and Bhagyanagar India Limited (“Transferee Company or Demerged Company”) and Tieramet Limited (“Resulting Company”), and their respective Shareholders and Creditors .She confirmed that she has been appointed as the Chairperson for the Meeting by the Hon’ble NCLT, vide its Order, dated 29.01.2026. She, then confirmed the presence of requisite quorum of 30 members present in person, and ordered the meeting to commence. She further confirmed that the Notice dated 09.02.2026 convening the meeting of the Equity Shareholders of Bhagyanagar India Limited along with the Scheme and Explanatory Statement under Section 102 of the Companies Act, 2013 was dispatched on 11.02.2026. With the permission of the shareholders present in the Meeting, the Notice was taken as read.
- ❖ She, further mentioned that for the purpose of facilitating this meeting, being conducted through Video-conferencing, and to provide the facility for remote e-voting and e-voting during the Meeting, the Company has engaged the services of (Kfintech) Kfin Technologies Limited. She, further informed that the remote e voting has been closed at 05.00 P.M. on 13.03.2026. However, electronic voting was also available during the Meeting and Equity Shareholders attending the Meeting and who have not cast their votes by remote e-voting shall be able to vote electronically at the Meeting through such facility.
- ❖ She, further informed that in accordance with the applicable provisions of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, the Composite Scheme of Arrangement needs to be approved by voting through E- Voting, in the manner specified in the notice of the meeting. She, then requested Mr. Surendra Bhutoria, the CFO of the Company to give a brief summary of the proposed Scheme of Arrangement.
- ❖ Mr. Surendra Bhutoria, presented a brief summary of the proposed Composite Scheme of Arrangement and explained its rationale. He, then handed over the proceedings to the chairperson of the Meeting.



- ❖ Ms. Siva Praneetha Sreeramula, chairperson of the Meeting, continued the proceeding, before putting the resolution to vote, she invited Equity Shareholders to put forth their queries if any. She, further requested the shareholders to restrict their queries / comments to issues relating to the Scheme only. She, then requested Ms. Shreya Chhabra to read out the names of shareholders, who have registered themselves as speakers for the Meeting and informed that the Managing Director of the Company, with due assistance of the Chief Financial Officer of the Company would address the queries of shareholders.
- ❖ Ms. Shreya Chhabra, read out the names of the shareholders, in chronological order, who had registered as speakers for the meeting.

The shareholders raised their queries in a sequential order.

- ❖ The shareholders, recorded their overwhelming appreciation for the Board and management of the Company. Shareholders reposed their trust and faith in the management of the Company and expressed their confidence in the future journey of the Company. They were inquisitive to ascertain the future prospects of the Company, employee interest vis a vis the proposed Scheme and the impact of ongoing war in West Asia.
- ❖ All the queries were satisfactorily addressed by the Managing Director of the Company.
- ❖ Subsequent upon the completion of the question answer session, Ms. Siva Praneetha Sreeramula, Chairperson of the Meeting, requested the shareholders to complete their voting on the business item of the Meeting, i.e., " to consider and if thought fit, to approve the Composite Scheme of Arrangement between Bhagyanagar Copper Private Limited ("Transferor Company") and Bhagyanagar India Limited ("Transferee Company or Demerged Company") and Tieramet Limited ("Resulting Company"), and their respective Shareholders and Creditors".
- ❖ The text of the relevant resolution was read out by Ms. Shreya Chhabra.
- ❖ She further informed that Mr. Vinay Babu Gade, has been appointed as scrutinizer by the Hon'ble NCLT to conduct the e -Voting process and requested him to take charge of the voting system and ascertain the voting result.
- ❖ The scrutinizer explained the e Voting process to the members.
- ❖ The Chairperson informed that the E- Voting facility would be available for 15 minutes post conclusion of the Meeting during which the shareholders may cast their votes.
- ❖ She further informed that the voting results would be displayed on the website of the Company (www.bhagyanagarindia.com), BSE Limited and NSE on or before the expiry of 48 hours of this Meeting.

While concluding, the Chairperson thanked all the participants for their attendance and kind participation and declared the Meeting as closed.

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