



BHAGYANAGAR INDIA LIMITED

ISO-9001-2008 Certified Company

Registered Office :
Plot No. 9/13/1 & P-9/14, I.D.A. Nacharam,
Hyderabad -500 076. Telangana, India.
Tel. : +91 40 27152861, 27151278
Fax : +91 40 27172140, 27818868
Email : bil@surana.com
Website : www.bhagyanagarindia.com
CIN No. : L27201TG1985PLC012449

BIL/SECT/93/2025-26

Date: 16th 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: Voting Results of the NCLT Convened Meeting of the Trade Creditors of the Bhagyanagar Copper Private Limited (a Wholly Owned Subsidiary) of the Company held on 14th March, 2026.

The NCLT Convened Meeting of the Trade Creditors of the Bhagyanagar Copper Private Limited (a Wholly Owned Subsidiary) of the company was held on Saturday, 14th March, 2026 at Surya Towers, Sardar Patel Road, Secunderabad – 500003, at 12:00 P.M. (IST) To consider and 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, as contained in the Notice convening the Meeting.

in this regard, we hereby submit the Scrutinizer's Report on the Poll conducted at the Meeting.

The information contained in this intimation is also available on the Company's website www.bhagyanagarindia.com

Kindly take the same on your records.

Thanking You

For Bhagyanagar India Limited



Devendra Surana
Managing Director
DIN: 00077296





Venka Reddy Bathina
Company Secretary in Practice
& Insolvency Professional

Off: Flat No.406 & 407, 4th Floor, MGR Estates,
Behind Model House, Dwarakapuri Colony,
Punjagutta, Hyderabad-500082, India
Email: bvrcl23@gmail.com; Mobile: 9848673524,

FORM NO. MGT-13

Report of Scrutinizer

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,

Ms. G. Sumathi,

The Hon'ble Chairperson appointed by the Hon'ble National Company Law Tribunal,
Hyderabad Bench-I ("NCLT" or "Tribunal") for convening the meeting of Trade Creditors of
Bhagyanagar Copper Private Limited (Transferor Company).

Bhagyanagar Copper Private Limited

Registered office: Sy No. 98 to 105,107,111,230,231,232,234
Shabashpally Village, Medak, Shivampet Mandal,
Telangana, India, 502334

**Re: Scrutinizer's Report on physical voting through ballots at Tribunal convened
Meeting of Trade Creditors of Bhagyanagar Copper Private Limited held on
Saturday, 14 March 2026 at 12:00 pm (IST) pursuant to directions of the Hon'ble
National Company Law Tribunal ("NCLT"), Hyderabad Bench, vide order dated
29 January 2026.**

Dear Ma'am,

I, Venka Reddy Bathina, Practising Company Secretary (ACS: 17439), having address at Plot
No. 406 & 407, 4th Floor, MGR Estates, Dwarakapuri Colony, Punjagutta, Hyderabad-500082,
duly appointed as Scrutinizer by NCLT vide order dated **29 January 2026** for the Meeting of
Trade Creditors of the Company for the purpose of scrutinizing the voting held at the Meeting of
Trade Creditors, on **Saturday, 14 March 2026** at 12:00 pm (IST) pursuant to Sections 109 of
the Companies Act, 2013 (the Act), read with Rules 21(2) of the Companies (Management &
Administration) Rules, 2014 (the Rules) as amended from time to time and do hereby furnish my
Report to you:

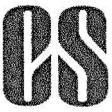
1. I have been appointed as the scrutinizer to scrutinize the voting process at the said
NCLT convened Meeting of Trade Creditors of the Company for the purpose of
considering the Composite Scheme of Arrangement between Bhagyanagar Copper
Private Limited ("Transferor Company") and Bhagyanagar India Limited ("Transferee
or Demerged Company") and Tieramet Limited (Resulting Company) and their Trade
Creditors under Sections 230-232 and other applicable provisions of the Act.



2. The notice of Meeting of Trade Creditors as confirmed by the Company were sent to the Trade Creditors on **11 February 2026** via Courier.
3. The Company on the **12 February 2026** has also published the Notice of meeting of the Trade Creditors of the Company in “**Financial Express**” (English) and “**Nava Telangana**” (Telugu).
4. The notice of the Meeting along with the statement setting out material facts under Section 230(3) read with Section 102 and other applicable provisions of the Companies Act, 2013 in respect of the below mentioned resolution proposed at the Meeting of Trade Creditors:

“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modifications, amendments, re-enactments thereof for the time being in force, relevant rules of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 Master Circular SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 issued by the Securities and Exchange Board of India (“SEBI”) (as amended from time to time) or any other circulars issued by SEBI applicable to schemes of arrangement from time to time (“SEBI Circular”), as applicable, and relevant provisions of other applicable laws and the provisions of the Memorandum and Articles of Association of the Company and subject to the requisite approvals, sanctions, consents, observations, no objections, confirmations, permissions from the Hon’ble National Company law Tribunal, Hyderabad Bench, (NCLT) or such other competent authority as may be applicable, and the confirmation, permission, sanction and approval of the other statutory/regulatory authorities, if any, in this regard and subject to such other conditions or guidelines, if any, as may be prescribed or stipulated by any such authorities, from time to time, while granting such approvals, sanctions, consents, observations, no objections, confirmations, permissions and which may be agreed by the Board of Directors of Bhagyanagar Copper Private Limited (hereinafter referred to as the “Board”, which term shall be deemed to mean and include one or more committee(s) constituted/to be constituted by the Board or any other person authorised by it to exercise its powers including the powers conferred by this Resolution) the Composite Scheme of Arrangement between Bhagyanagar Copper Private Limited (“BCPL or Transferor Company”) and Bhagyanagar India Limited (“BIL or Transferee Company or Demerged Company”), and Tieramet Limited (“TML or Resulting Company”) which inter alia envisages amalgamation of Bhagyanagar Copper Private Limited (BCPL or Transferor Company) with Bhagyanagar India Limited (BIL or Transferee Company or Demerged Company) on a going concern

V Venka Reddy Bathina 2 | Page



basis and consequent dissolution of the Transferor Company without winding up and demerger of the identified business Undertaking / Demerged Undertaking (as defined in the Scheme) of Bhagyanagar India Limited (Demerged Company) and vesting of the same with and into Tieramet Limited (Resulting Company), on a going concern basis, a wholly owned subsidiary of Bhagyanagar India Limited , for consideration by way of issue of equity shares by the Resulting company to the shareholders of the Demerged Company (i.e. Bhagyanagar India Limited) and for matters consequential, supplemental and / or otherwise integrally connected therewith as per the terms and conditions mentioned in the Scheme, be and is hereby approved.”

“RESOLVED FURTHER THAT *the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the Composite Scheme of Arrangement and to make any modification(s) or amendment(s) to the said Scheme at any time and for any reason whatsoever, and to accept such modification(s), amendment(s), limitation(s) and / or condition(s), if any, which may be required and / or imposed by the Tribunal while sanctioning the arrangement embodied in the Composite Scheme of Arrangement or by any authorities under law, or as may be required for the purpose of resolving any question(s) or doubt(s) or difficulties that may arise including passing of such accounting entries and / or making such adjustments in the books of accounts as considered necessary in giving effect to the Composite Scheme of Arrangement, as the Board may deem fit and proper, without being required to seek any further approval of the Trade Creditors and the Trade Creditors shall be deemed to have given their approval thereto expressly by authority under this Resolution.”*

5. The quorum fixed for the Meeting was as per Section 103 of the Companies Act, 2013. In terms of the said provision, the Minimum quorum for the said meeting was 05 (Five) Trade Creditors being personally present in the meeting. The Requisite quorum was present. Since the said quorum was present, the Meeting of Trade Creditors was duly called to order.
6. 01 (One) ballot box kept for polling was locked in my presence with due identification mark placed by me. After the closing of the poll by the chairperson, the locked ballot box was subsequently opened in my presence and in presence of two witnesses not in employment of the Company and then the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/ proxies lodged with the Company.



7. Based on my scrutinizing the voting process in fair and transparent manner, I hereby submit the result of the Resolution as under:

RESOLUTION

To consider and, if thought fit, to approve the Composite Scheme of Arrangement between **Bhagyanagar Copper Private Ltd. and Bhagyanagar India Limited and Tieramet Limited.**

- a. Total Valid Votes:

Particulars	No. of valid votes casted in Physical voting		Percentage of Total number of Valid Votes cast
	No. of Trade Creditors Voted	Votes casted in Value (In Rs.)	
Voted in Favour of the Resolution	28	5,04,06,833	100
Voted against the resolution	0	0	0
Total	28	5,04,06,833	100

Only those Trade Creditors whose names appear in the records of the Company as on the record date, i.e., 30 November 2025 ("Record Date"), shall be entitled to attend and vote at the Meeting in respect of the resolution proposed in this Notice. Any person who is not a Trade Creditors of the Company as on the Record Date, should treat this Notice for information purpose only."

8. Based on the foregoing, the Resolution as proposed in the Notice of the NCLT Convened Meeting shall be deemed to have been approved on the date of the NCLT Convened Meeting of Trade Creditors of the Company, i.e., 14 March 2026, subject to fulfilment of the following condition, i.e. at the meeting held, majority of Trade Creditors exercising voting rights representing three-fourths in value and voting in favour at the meeting. Upon satisfaction of the aforesaid condition, the Chairperson may accordingly declare the result of the Meeting of Trade Creditors.



Venka Reddy Bathina
Company Secretary in Practice
& Insolvency Professional

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Punjagutta, Hyderabad-500082, India
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9. The poll papers and other relevant records were sealed and handed over to the person authorized by the transferor company for safe keeping.

Thanking You,

Yours Faithfully,

B. VENKA REDDY
Company Secretary in Practice
Venka Reddy Bathina, Scrutinizer
C.S. No 15277

Practising Company Secretary

ACS No: 17439

CP No: 15277

UDIN: A017439G004072446

Date: 14 March 2026

Place: Hyderabad

Witnesses:

1.

Name: POONAM SHARMA

2.

Name: Alladi Vamshi