



# 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/94/2025-26**

**Date: 16<sup>th</sup> March, 2026**

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

Sub: Voting Results of the NCLT Convened Meeting of the Equity Shareholders of the Company held on 14th March, 2026.

Ref: Disclosure pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The NCLT Convened Meeting of the Equity Shareholders of the company was held on Saturday, 14th March, 2026 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) at 01.00 P.M., 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 following disclosure:

- 1) Voting Results as required under Regulation 44 of the Listing Regulations; and
- 2) Combined Scrutinizer's Report on Remote E-voting and E-Voting conducted at the Meeting.

The information contained in this intimation is also available on the Company's website [www.bhagyanagarindia.com](http://www.bhagyanagarindia.com)

Kindly take the same on your records.

Thanking You

**For Bhagyanagar India Limited**

**Devendra Surana**  
**Managing Director**  
**DIN: 00077296**





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## VOTING RESULTS

Voting Results in respect of Tribunal Convened Meeting of Equity Shareholders of Bhagyanagar India Limited held on 14.03.2026 at 01:00 P.M. through Video Conferencing / Other Audio Visual Means under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

<b>Date of Meeting</b>	14.03.2026
<b>Total Number of Shareholders on cutoff date</b>	32691
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	
Promoter & Promoter Group	00
Public	00
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	
Promoter & Promoter Group	01
Public	45



Home

Validate

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval or Composite Scheme or Arrangement between Bhagyanagar Copper Private Limited ("BCPL or Transferor Company") and Bhagyanagar India Limited ("BIL or Transferee Company or Demerged Company") and Tieramet Limited ("Tieramet or Resulting Company") their respective				
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	20686836	18391118	88.9025	18391118	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		18391118	88.9025	18391118	0	100.0000	0.0000
Public-Institutions	E-Voting	141361	3594	2.5424	3594	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3594	2.5424	3594	0	100.0000	0.0000
Public- Non Institutions	E-Voting	11166803	69853	0.6255	69808	45	99.9356	0.0644
	Poll		1	0.0000	1	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		69854	0.6256	69809	45	99.9356	0.0644
<b>Total</b>		31995000	18464566	57.7108	18464521	45	99.9998	0.0002
<b>Whether resolution is Pass or Not.</b>						Yes		
<b>Disclosure of notes on resolution</b>						Add Notes		

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0





**VINAY BABU GADE**<sub>ACS, LLB</sub>

**Company Secretary in Practice**

Mobile: 9160999526  
Email: [cs.gvinay@gmail.com](mailto:cs.gvinay@gmail.com)

**SCRUTINIZER'S REPORT**

*[Voting through remote e-voting/ e-voting during the meeting of equity shareholders of  
Bhagyanagar India Limited]*

*[Pursuant to the order passed by the Hon'ble National Company Law Tribunal, Hyderabad Bench,  
dated 29.01.2026]*

***In the matter of Composite Scheme of Arrangement between Bhagyanagar Copper Private  
Limited and Bhagyanagar India Limited and Tieramet Limited and their respective Shareholders  
and Creditors***

Date: 15-03-2026

To

**Ms. Siva Praneetha Sreeramula,**

The Chairperson appointed by the Hon'ble National Company Law Tribunal, Hyderabad Bench vide  
Order dated 29.01.2026 in C.A. (CAA) NO. 05 /230/HDB/2026.

To

**Bhagyanagar India Limited,**

CIN: L27201TG1985PLC012449

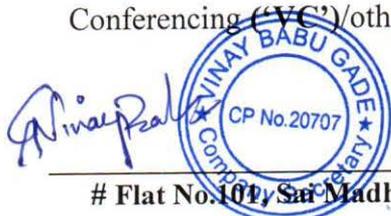
Registered Office: Plot No. P-9/13/1 & P-9/14 IDA, Nacharam,  
Hyderabad, Telangana-500076.

Dear Madam,

**Sub: Scrutinizer's report on e voting for National Company Law Tribunal, Hyderabad  
Bench ("Hon'ble NCLT") convened meeting of Equity Shareholders of Bhagyanagar  
India Limited on 14.03.2026 at 01:00 P.M.**

I, **Mr. Vinay Babu Gade**, appointed as Scrutinizer by the Hon'ble NCLT, Hyderabad Bench for the  
purpose of conducting the remote e-voting (during the period 11.03.2026 to 13.03.2026) and e -  
voting during the meeting (e voting process) in respect of the below mentioned resolution, proposed  
/ passed by the Equity Shareholders of **M/s. Bhagyanagar India Limited** ("Transferee  
Company/Demerged Company") on **14.03.2026 at 01:00 P.M.** ("Meeting"), submit report as under:

1. As per the Order dated 29.01.2026 passed by the Hon'ble NCLT, Hyderabad Bench in C.A.  
(CAA) NO. 05 /230/HDB/2026, the meeting was convened on 14.03.2026 through video  
Conferencing ("VC")/other audio-visual means ('OAVM') facility to transact the business set



  
Chairperson of the Meeting



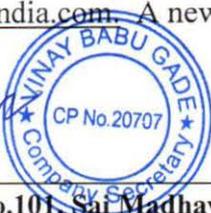
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out in the Notice convening this Meeting. The Deemed venue for the Meeting was 5<sup>th</sup> Floor, Surya Towers, Sardar Patel Road, Secunderabad-500003. For this purpose, the Company has entered into an Agreement with KFin Technologies Limited, Registrar & Transfer Agent of the Company (KFin or KFinTech) for voting through remote e-voting, for participation in the meeting through VC/OAVM facility and e-voting during the Meeting.

2. The remote e voting commenced on **Wednesday, 11<sup>th</sup> March, 2026 at 09.00 a.m. (IST) and closed on Friday, 13<sup>th</sup> March, 2026 at 05.00 p.m. (IST). Further, the e-voting facility was also available on 14<sup>th</sup> March, 2026 during the meeting.**
3. The Company has ensured compliance with respect to the provisions of the Companies Act, 2013 and other relevant sub-ordinate legislation relating to remote e-voting through KFin Technologies Limited by the Equity Shareholders of the Company on the resolution contained in the notice. Further as a Scrutinizer, I have ensured that the e-voting process during the meeting is conducted in a fair and transparent manner and based on the auto generated Final Voting Report downloaded from my login in the e-voting website, I have prepared the report containing the total votes casted 'In favour' and "against" on the said resolution.
4. In compliance with the above referred order dated 29.01.2026 passed by the Hon'ble NCLT, the Company has completed service and dispatch of notices along with the explanatory statement under Section 230 - 232 and Section 102 of the Companies Act, 2013 and Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rule, 2016 setting out the facts and other relevant annexures including the Explanatory Statement etc to the Equity Shareholders of the Company to their registered email addresses and physical copies of the notice of the meeting to those shareholders whose email IDs are not available with the Company. A copy of the Notice and the accompanying documents were also placed on the website of the Company, i.e., [www.bhagyanagarindia.com](http://www.bhagyanagarindia.com) the website of KFin (agency for providing the e-voting and other facilities for convening of the Meeting, i.e., <https://www.kfintech.com> (<https://evoting.kfintech.com>) and the website of the Stock Exchanges, i.e., National Stock Exchange of India Limited, i.e., [www.nseindia.com](http://www.nseindia.com) and BSE Limited, i.e., [www.bseindia.com](http://www.bseindia.com). A newspaper advertisement in this regard was published in Financial

  
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Express (in English) and Nava Telangana (in Telugu) on 12<sup>th</sup> day of February, 2026. Such notices were also issued and despatched to the concerned statutory and regulatory authorities, which I have verified.

5. The equity shareholders of the Transferee Company as on the cut-off date of 07.03.2026 were entitled to vote on the resolution through remote e-voting (for which facility was available from 11.03.2026 at 09:00 AM to 13.03.2026 at 5:00 PM IST) and e-voting during the Meeting.
6. The Equity Shareholders Meeting was convened on **Saturday 14.03.2026 at 01:00 PM** pursuant to the directions of the Hon'ble NCLT.
7. There were no proxies attendance / voting since the meeting was conducted through video Conferencing ('VC')/other audio-visual means ('OAVM') facility.
8. The Company has also provided e-voting facility to those Equity Shareholders who had not casted their vote through remote e-voting facility, which closed a day prior to the Meeting. The said e-voting module was kept open for voting during the Meeting and further for a period of 15 minutes after the conclusion of the Meeting. Thereafter, the voting module was unblocked by me on the portal of KFin at around and approximately at 01:44 PM.
9. The following resolution was proposed and passed by the members as per the voting pattern detailed at para 10 of this Report

*"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 Arrangement) 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 other statutory/regulatory authorities, if any, in this regard and subject to such other conditions or*


  
Chairperson of the Meeting



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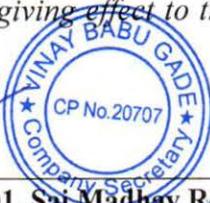
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*guidelines, if any, as may be prescribed or stipulated by any such authorities, from time to time, while granting such approvals, sanctions, consents, observations, no objections, confirmations, permissions and which may be agreed by the Board of Directors of Bhagyanagar India 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 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

  
Chairperson of the Meeting



and proper, without being required to seek any further approval of the Members and the Members shall be deemed to have given their approval thereto expressly by authority under this Resolution.”

**10. Attendance & Voting :**

- i. A combined total of 97 Equity Shareholders voted on the resolution by way of remote e voting as well as e voting during the Meeting. Out of the said 97 Equity Shareholders, 96 Equity Shareholders voted through remote e voting and 1 Equity Shareholder voted during the Meeting through e voting. Further, 46 Equity Shareholders attended and participated in the Meeting through Video Conference / Other audio visual means. The said 97 Equity Shareholders held a total of 18,464,566 equity shares of Rs.2 / -each as on 07 March, 2026, being the Cut-off Date.
- ii. The result of remote e-voting prior to the Meeting and e-voting during the Meeting of the equity shareholders, as downloaded from the portal of KFin, on the resolution is as follows:
- iii. Total number of Equity Shareholders voted *in favour* (including promoter group) of the Resolution:

Mode of voting	Number of Equity Shareholders who voted	% of the total number of Equity Shareholders who voted	Number of valid votes cast by them (Number of shares)	% total number of valid votes cast
Remote e-voting	93	95.87	1,84,64,520	100
E-voting at the meeting	1	1.03	1	Negligible
<b>Total</b>	<b>94</b>	<b>96.90</b>	<b>1,84,64,521</b>	<b>100</b>

- iv. Total number of Equity Shareholders voted *against* (including promoter group) the Resolution:



Chairperson of the Meeting



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Mode of voting	Number of Equity Shareholders who voted	% of the total number of Equity Shareholders who voted	Number of valid votes cast by them (Number of shares)	% total number of valid votes cast
Remote e-voting	3	3.10	45	Negligible
E-voting at the meeting	0	0	0	0
<b>Total</b>	<b>3</b>	<b>3.10</b>	<b>45</b>	<b>Negligible</b>

Invalid Votes:

Mode of voting	Number of members voted	Number of votes declared invalid
Remote e-voting	0	0
E-voting at the meeting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Summary :**

Total votes polled : 1,84,64,566 (100 %)

Total votes in favour : 1,84,64,521 (100 %)

Total votes against : 45 (Negligible)

v. As mentioned in the Notice to the equity shareholders, and in terms of Sections 230 to 232 of the Act, and Securities and Exchange Board of India Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2C)23/93 dated 20/06/2023, the Scheme shall be considered as approved by the Equity Shareholders of the Transferee or Demerged Company and shall be acted upon only if the resolution mentioned in the notice is approved by

i) majority of members representing three-fourths in value of total valid votes cast (e voting) and


  
Chairperson of the Meeting



- ii) if the votes cast by the public shareholders in favour of the resolution are more than the number of votes cast by the public shareholders against it.
- vi. Total number of Equity Shareholders voted *in favour* of the resolution (Public Holding):

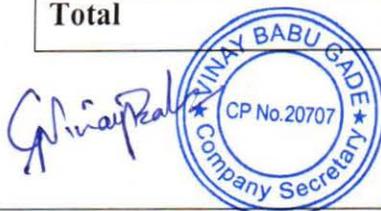
Mode of voting	Number of Equity Shareholders who voted	% of the total number of Equity Shareholders who voted	Number of valid votes cast (Number of shares)	% total number of valid votes cast
Remote e-voting	77	95.07	73,402	100
E-voting at the meeting	1	1.23	1	Negligible
<b>Total</b>	<b>78</b>	<b>96.30</b>	<b>73403</b>	<b>100</b>

- vii. Total number of Equity Shareholders voted *against* the resolution (Public Holding):

Mode of voting	Number of Equity Shareholders who voted	% of the total number of Equity Shareholders who voted	Number of valid votes cast (Number of shares)	% total number of valid votes cast
Remote e-voting	3	3.70	45	Negligible
E-voting at the meeting	0	0	0	0
<b>Total</b>	<b>3</b>	<b>3.70</b>	<b>45</b>	<b>Negligible</b>

Invalid votes (Public Holding)

Mode of voting	Number of members voted	Number of votes declared invalid
Remote e-voting	0	0
E-voting at the meeting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



  
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**Summary :**

Total votes polled : 73,448 (100 %)

Total votes in favour : 73,403 (100 %)

Total votes against : 45 (Negligible)

- viii. Based on the aforesaid results, I report that the proposed resolution seeking approval of the Scheme as stated in the Notice of the meeting, has been duly passed with the requisite majority of equity shareholders on 14.03.2026. Accordingly, the Scheme stands approved by the requisite majority of Equity Shareholders.
- ix. The electronic data pertaining to remote e-voting and e-voting conducted during the meeting are being handed over to Mr. Surendra Bhutoria / CFO, authorised by the Board of Directors for safe keeping.

Thanking You,



**Name: Vinay Babu Gade**  
**Scrutinizer appointed by Hon'ble NCLT**  
**Membership No. A20592**  
**Certificate of Practice No. 20707**  
**UDIN: A020592G004072970**

**Place: Hyderabad**

**Date: 15.03.2026**

Chairperson of the Meeting