



Surana Group

BHAGYANAGAR INDIA LIMITED

ISO 9001 - 2008 Certified Company

5th Floor, Surya Towers,
Sardar Patel Road,

Secunderabad-500 003, Telangana, India
Tel : +91 40 27845119/27841198/44665700

Fax : +91-40-27848851/27818868

Website : www.surana.com

E.mail : bil@surana.com

CIN No. : L27201TG1985PLC012449
Date: 13th May, 2016

BIL/ SECT/016/16-17

The Secretary National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot C/1, G Block, Bandra – Kurla Complex, Bandra (E), MUMBAI – 400 023.	The Secretary, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI – 400 001
--	--

Dear Sir/Madam,

Sub: Update on Scheme of Arrangement – Reg.,

With reference to above cited subject, the Company has filed its Application before the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and Andhra Pradesh for the Scheme of Arrangement Scheme of Arrangement between M/s.Bhagyanagar India Limited (Demerged Company) and M/s.Surana Telecom and Power Limited (1st Resulting Company) and M/s.Bhagyanagar Properties Private Limited (2nd Resulting Company) and their respective Shareholders and Creditors, we wish to state that the matter was heard by the Hon'ble High Court on 25th April, 2016 and, inter alia, the following was ordered:

- 1) The Meeting of the Equity Shareholders of Bhagyanagar India Limited be convened and held on Saturday, the 11th June, 2016 at 10.00 a.m. at the Grand Solitaire Hotel, 1-240, 41 & 43, S.D. Road, Parklane, Secunderabad, Telangana-500003.
- 2) The Meeting of the Unsecured Creditors of Bhagyanagar India Limited be convened and held on Saturday, the 11th June, 2016 at 2.00 p.m. at the Grand Solitaire Hotel, 1-240, 41 & 43, S.D. Road, Parklane, Secunderabad, Telangana-500003.

Further, in accordance with Circular bearing No. CIR/CFD/DIL/5/2013 dated 4th February, 2013 and CIR/CFD//DIL/8/2013 dated 21st May, 2013, now replaced with SEBI Circular bearing no. CIR/CFD/CMD/16/2015 dated 30th November, 2015 ("SEBI Circulars"), read with the requirements specified in the Observation letters issued by BSE & NSE dated 7th April, 2016 and 11th April, 2016 respectively pursuant to the said SEBI Circulars, the Company seeks the approval of its Public Equity Shareholders to the said Scheme by way of Postal Ballot including e-voting pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

In this regard please find attached a copy of the Notice published in the Newspapers on 12.05.2016 regarding Notice of Court Convened Meeting of Equity shareholders and Unsecured Creditors to be held on 11th June, 2016 for approval of Scheme of Arrangement between Bhagyanagar India Limited (Demerged Company) and Surana Telecom and Power Limited (1st Resulting Company) and Bhagyanagar Properties Private Limited (2nd Resulting Company) and their respective Shareholders and Creditors.

Please take the above on record.

Thanking You.

For BHAGYANAGAR INDIA LIMITED

RoHit Jain

ROHIT JAIN
COMPANY SECRETARY



**HIGH COURT OF JUDICATURE AT HYDERABAD
FOR THE STATE OF TELANGANA AND STATE OF ANDHRA PRADESH
(ORIGINAL JURISDICTION)
COMPANY APPLICATION No.626 OF 2016**

In the matter of Companies Act, 1956 (1 of 1956)
and
In the matter of Sections 391 and 394 of the said Act
and
In the matter of M/s Bhagyanagar India Limited
and
In the matter of M/s.Surana Telecom and Power Limited
and
In the matter of M/s.Bhagyanagar Properties Private Limited
and
their respective Shareholders and Creditors

M/s. Bhagyanagar India Limited)
a Company registered under the)
Companies Act, 1956 and having)
its registered office at 5th Floor,)
Surya Towers, S.P.Road,)
Secunderabad - 500003, Telangana.)
Represented by its Managing Director)
Shri Devendra Surana)

..... Applicant/ Demerged Company

NOTICE CONVENING MEETING OF THE UNSECURED CREDITORS

NOTICE is hereby given that by an order dated 25th April, 2016 made in the above Company Application No. 626 of 2016 the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh has directed that the meeting of the Unsecured Creditors of Applicant/ Demerged Company be held at The Grand Solitaire Hotel, 1-240, 41 & 43, S.D. Road, Parklane, Secunderabad-500003, Telangana, India, on Saturday, 11th day of June, 2016 at 2.00 P.M. at which day, date, time and place, the said Unsecured Creditors are requested to attend for the purpose of considering and, if thought fit, approving, with or without modification(s) the proposed Scheme of Arrangement between M/s. Bhagyanagar India Limited (Demerged Company) and M/s. Surana Telecom and Power Limited (1st Resulting Company) and M/s. Bhagyanagar Properties Private Limited (2nd Resulting Company) and their respective shareholders and creditors ("Scheme").

Copies of the said Scheme and the Explanatory Statement under Section 393 of the Companies Act, 1956 and Section 102 of the Companies Act, 2013 and Forms of Proxy can be obtained free of charge at the Registered Office of the Applicant Company or at the office of its Advocates Shri V.S. Raju, B. Satya Shivaji & Shri V.B. Raju, at 106, Dhanunjaya Towers, Road No.1, Banjara Hills, Hyderabad - 500 034.

Persons entitled to attend and vote at the said meeting, may vote, in person or by proxy/ through authorised representative, provided that a Proxy in the prescribed form, duly signed by the unsecured creditor or his/her authorised representative and in case of a body corporate, which is a unsecured creditor, a certified true copy of the resolution of the Board of Directors or other governing body is deposited at the Registered Office of the Applicant company situated at 5th Floor, Surya Towers, S.P.Road, Secunderabad - 500003, Telangana, not later than forty eight hours before the said Meeting.

The Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh has appointed Ms. Ch. Kanaka Durga, Advocate, High Court to be the Chairperson for the said meeting of Unsecured Creditors.

The Scheme, if approved in the meeting, will be subject to the subsequent approval of the Hon'ble High Court.

**Sd/-
Ch.Kanaka Durga
Chairperson appointed
for the meeting of Unsecured Creditors**

Plot No.30, House No.11-152, Lenin Nagar,
Sammamgar Mandal, Rangareddy District, Hyderabad.

Place : Hyderabad
Date : 10th May, 2016

**HIGH COURT OF JUDICATURE AT HYDERABAD
FOR THE STATE OF TELANGANA AND STATE OF ANDHRA PRADESH
(ORIGINAL JURISDICTION)
COMPANY APPLICATION No.626 OF 2016**

In the matter of Companies Act, 1956 (1 of 1956)
and
In the matter of Sections 391 and 394 of the said Act
and
In the matter of M/s Bhagyanagar India Limited
and
In the matter of M/s.Surana Telecom and Power Limited
and
In the matter of M/s.Bhagyanagar Properties Private Limited
and
their respective Shareholders and Creditors

M/s. Bhagyanagar India Limited)
a Company registered under the)
Companies Act, 1956 and having)
its registered office at 5th Floor,)
Surya Towers, S.P.Road,)
Secunderabad - 500003, Telangana.)
Represented by its Managing Director)
Shri Devendra Surana)

..... Applicant/ Demerged Company

NOTICE CONVENING MEETING OF THE EQUITY SHAREHOLDERS

NOTICE is hereby given that by an order dated 25th April, 2016 made in the above Company Application No. 626 of 2016 the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh has directed that the meeting of the Equity Shareholders of Applicant/ Demerged Company be held at The Grand Solitaire Hotel, 1-240, 41 & 43, S.D. Road, Parklane, Secunderabad-500003, Telangana, India, on Saturday, 11th day of June, 2016 at 10.00 A.M. at which day, date, time and place, the said Equity Shareholders are requested to attend for the purpose of considering and, if thought fit, approving, with or without modification(s) the proposed Scheme of Arrangement between M/s. Bhagyanagar India Limited (Demerged Company) and M/s. Surana Telecom and Power Limited (1st Resulting Company) and M/s. Bhagyanagar Properties Private Limited (2nd Resulting Company) and their respective shareholders and creditors ("Scheme").

Copies of the said Scheme and the Explanatory Statement under Section 393 of the Companies Act, 1956 and Section 102 of the Companies Act, 2013 and Forms of Proxy can be obtained free of charge at the Registered Office of the Applicant Company or at the office of its Advocates Shri V.S. Raju, B. Satya Shivaji & Shri V.B. Raju, at 106, Dhanunjaya Towers, Road No.1, Banjara Hills, Hyderabad - 500 034.

Persons entitled to attend and vote at the said meeting, may vote, in person or by proxy/ through authorised representative, provided that a Proxy in the prescribed form, duly signed by the shareholder or his/her authorised representative and in case of a body corporate, which is registered shareholder, a certified true copy of the resolution of the Board of Directors or other governing body is deposited at the Registered Office of the Applicant company situated at 5th Floor, Surya Towers, S.P.Road, Secunderabad - 500003, Telangana, not later than forty eight hours before the said Meeting.

The Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh has appointed Ms. Anitha Mesa, Advocate, High Court to be the Chairperson for the said meeting of Equity Shareholders.

The Scheme, if approved in the meeting, will be subject to the subsequent approval of the Hon'ble High Court.

**Sd/-
Anitha Mesa
Chairperson appointed
for the meeting of Equity Shareholders**

6-3-248/K/02, Abhishek Residency, (Near Maheshwari Towers,
Lane besides City Bank ATM) (Third left lane from Karachi
Bakery), Road No.1, Banjara Hills, Hyderabad-500 034.

Place : Hyderabad
Date : 10th May, 2016

[illegible]