

GURUDEV



Surana Industries Limited

Regd. cum Corp. H.O. : # 29, Whites Road, II Floor,
Royapettah, Chennai - 600 014. ☎ : 2852 6336, 2852 5127, (3 Lines)
Fax : 044-28520713 ★ Grams : "GURUHASTI"
E-mail : surana@suranaind.com ★ Website : www.suranaind.com



Ref: SIL/Sec/Interse/1239

27th September 2013

The Regional Manager,
Securities and Exchange Board of India,
Overseas Towers, 7th Floor,
756-L, Anna Salai,
Chennai 600 002.

Dear Sir,

Sub: Inter se transfer of shares amongst Promoters of the Company.

Ref: Previous intimation dated 1st April 2013

The Company has received a revised intimation from the Promoters of the Company that pursuant to their internal family arrangement, Shri.G.R.Surana, Shri.Shantilal Surana, Shri. Vijayraj Surana, & Shri.Dineshchand Surana being the founder promoters of the Company shall acquire shares of the remaining promoters. These acquisition(s) shall be exempt under the Regulation 10 (1)(a)(ii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. As per the information furnished to the Company, the previous schedule of transfer was not effected within the indicated time period and was deferred.

As per the revised Inter se transfer schedule furnished by the promoters (enclosed) it is understood that an aggregate of 1,07,63,962 (approx.) are proposed to be acquired in stages:

- a. Transfer of 1,07,18,562 shares by way of gift amongst the promoters. Of these 32,07,745 shares which are pledged as security to financial institutions shall also be transferred by way of gift.
- b. Transfer of 45,400 shares held by the respective HUF's shall be transferred over the exchange at prevailing market rates.





The entire process is expected to be completed over a 3 month period from the date of this notice. Please note that there shall be no change in the aggregate shareholding of the promoters on completion of the transfer.

This is for your information and further dissemination to public.

Thanking you,

Yours faithfully,

For Surana Industries Limited


Venkatraman
Company Secretary



Encl: a/a

- Cc.
1. National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051.
Ref: SIL/Sec/Interse/1240
 2. The Department of Corporate Services
Bombay Stock Exchange
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Ref: SIL/Sec/Interse/1241
 3. Madras Stock Exchange
No.30, Second Line Beach,
Chennai, 600 001
Ref: SIL/Sec/Interse/1242

Date: 27th September, 2013

From,
Dineshchand Surana
New no:49, Old no: A34,
A-Block, 6th Street,
Anna Nagar East,
Chennai- 600 102.

To,
Surana Industries Ltd
No. 29, Whites Road,
II floor, Royapettah,
Chennai- 600 014

Kind Attn : Mr.V. Aranganathan, Director (F&A)

Dear Sir,

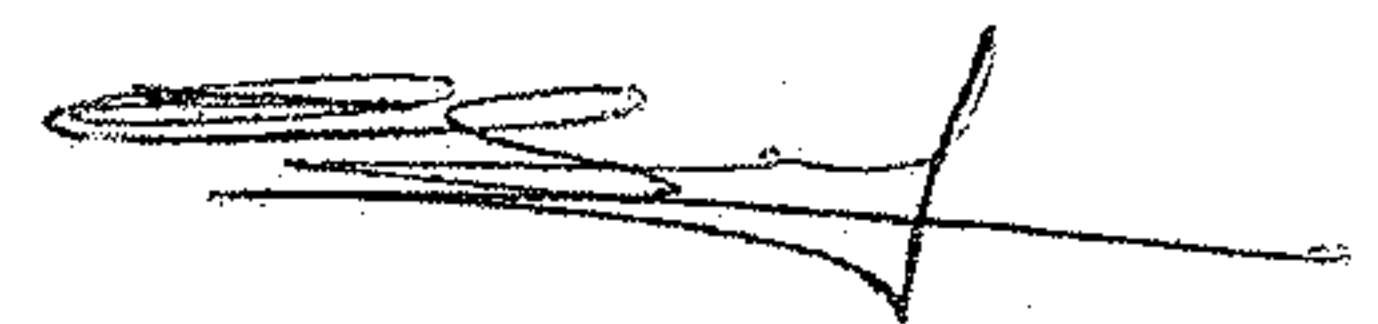
Sub: Proposed Interse transfer of Shares held in Surana Industries Limited
Ref: Our letter dated 1st April 2013

This is further to our letter dated 1st April 2013 intimating proposed schedule of interse transfer wherby pursuant to an internal family arrangement, Shri.G.R.Surana, Shri.Shantilal Surana, Shri. Vijayraj Surana, & Shri.Dineshchand Surana being the *founder promoters* of Surana Industries Limited had agreed to consolidate their holdings. Accordingly, it was proposed that the founder promoters of the Company shall acquire within 3 months an aggregate of 1,07,63,962 shares of held by the *other remaining promoters* such that the post acquisition shareholding is equal amongst the founder promoters (5076875 shares approx.).

The earlier inter se transfer was not effected within the indicated time period and was deferred. It is now proposed to proceed with the inter se transfer based on the revised schedule enclosed in *Annexure- 1*. Accordingly, it is now proposed that an aggregate of 1,07,63,962 shares shall be transferred as under:

- a. 1,07,18,562 shares by way of gift amongst the promoters. Of the above 32,07,745 shares are pledged as security to financial institutions shall also be transferred by way of gift.
- b. 45,400 shares held by the respective HUF's shall be transferred over the exchange at prevailing market rates.

It is estimated that the entire acquisition process shall take place over a period of 3 months from the date of notice.



Further, as the acquisition is between close relatives and persons who have been named as promoters in the share holding pattern filed with the exchanges, the acquisition is exempt under the general exemptions provided under Regulation 10 (1)(a)(ii) the Takeover Code of 2011.

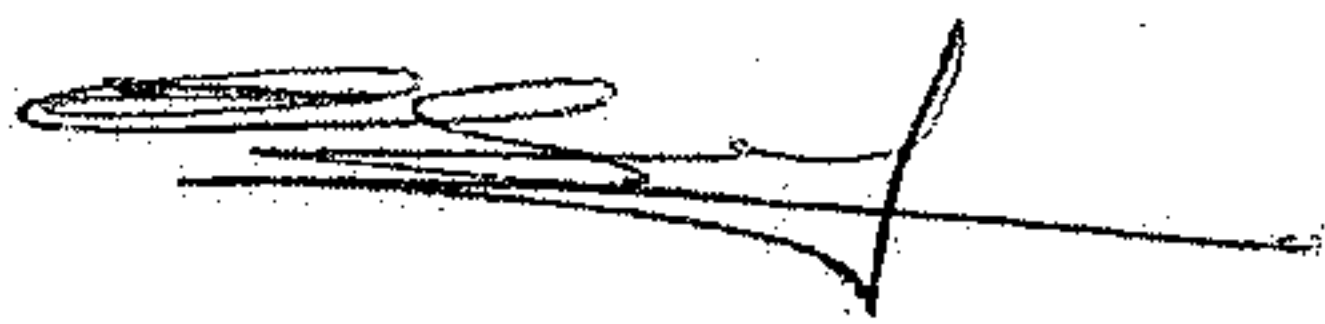
We also undertake to duly report the details of acquisition to the Company, Exchanges and SEBI as may be applicable. **Please note that post acquisition/transfer there shall be no change in aggregate shareholding of the promoter group.**

We are forwarding the disclosures under Regulation 10 (5) prior to the proposed acquisition of the shares.

This is for your information and further dissemination to public.

Thanking you,

Yours faithfully,



Dineshchand Surana

For himself and on behalf of Shri.G.R.Surana, Shri. Shantilal Surana, Shri. Vijayraj Surana,(the founder promoters) and other promoters viz. Chandanbala Surana, Rajesh Surana, Vasantha Surana, Saraladevi Surana, Alka Surana, Mahaveer Surana, Kavitha Surana and Rajiv Surana.

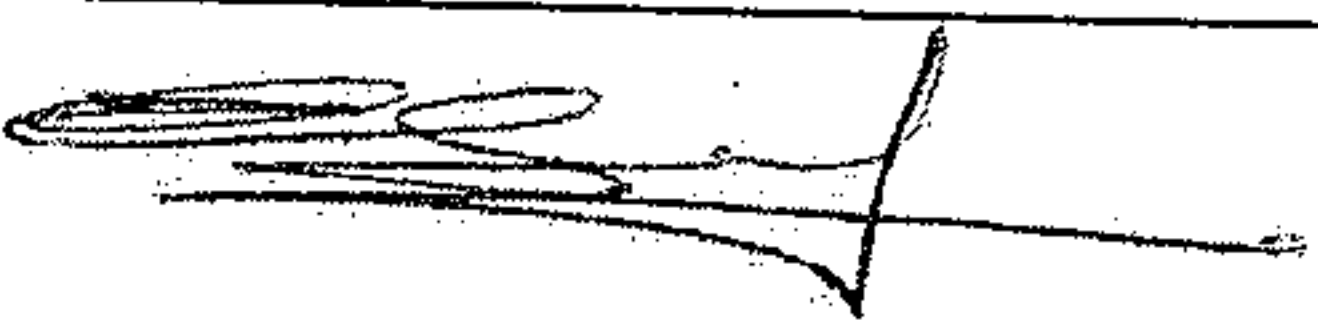
Encl: a/a

- Cc.
1. National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,Bandra (E)
Mumbai - 400 051.
 2. The Department of Corporate Services
Bombay Stock Exchange
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
 3. Madras Stock Exchange
No.30, Second Line Beach,
Chennai, 600 001

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	M/s. Surana Industries Ltd
2.	Name of the acquirer(s)	a. G.R.Surana b. Shantilal Surana c. Vijayraj Surana d. Dineshchand Surana
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes, the acquirers are promoters of Surana Industries Ltd prior to the proposed transactions.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Please refer Inter-se transfer schedule furnished separately.
	b. Proposed date of acquisition	04.10.2013 or Within 3 months from date of notice.
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Please refer Inter-se transfer schedule furnished separately.
	d. Total shares to be acquired as % of share capital of TC	10763962 shares constituting 24.18 % of the paid up capital of the Company.
	e. Price at which shares are proposed to be acquired	1,07,18,562 shares Transfer by way of Gift. 45,400 shares shall be transferred over the exchange at prevailing market prices.
	f. Rationale, if any, for the proposed transfer	Consolidation of holdings of G.R.Surana, Shantilal Surana, Vijayraj Surana, Dineshchand Surana (founder promoters) pursuant to an internal family arrangement.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Sub- clause (i) & (ii)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are Recorded during such period.	N.A
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of Regulation 8.	1,07,18,562 shares Transfer by way of Gift. 45,400 shares shall be transferred over the exchange at prevailing market prices.
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as Applicable.	YES
9.	Declaration by the acquirer, that the transferor	YES

	and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)				
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	YES			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	Acquirer(s):				
	G.R.Surana	2356625	5.29	5076875	11.40
	Shantilal Surana	2377008	5.34	5076876	11.41
	Vijayraj Surana	2376743	5.34	5076876	11.41
	Dineshchand Surana	2433164	5.47	5076875	11.40
	Sub Total (A)	9543540	21.44	20307502	45.62
	Seller (s):				
	G.R.Surana (HUF)	26300	0.059	-	-
	Chandanbala Surana	2216978	4.979	-	-
	Rajesh Surana	279100	0.626	-	-
	Kavitha Surana	463450	1.04	-	-
	Shantilal Surana (HUF)	4500	0.01	-	-
	Sarala Devi Surana	2234978	5.02	-	-
	Rajiv Surana	350900	0.79	-	-
	Usha Surana	209000	0.47	-	-
	Vijayraj Surana (HUF)	11600	0.026	-	-
	Alka Surana	2182578	4.903	-	-
	Mahaveer Surana	605000	1.359	-	-
	Dineshchand Surana (HUF)	3000	0.007	-	-
	Vasanthha Surana	2176578	4.89	-	-
	Sub Total (B)	10763962	24.18	-	-
	Total (A+B)	20307502	45.62	20307502	45.62


Dineshchand Surana

for himself and on behalf of G.R.Surana, Shantilal Surana, Vijayraj Surana

Date: 27th September 2013

Place: Chennai

GURUDEV
SURANA INDUSTRIES LTD INTER-SE TRANSFER SCHEDULE- 27.09.2013

Promoter shareholding	Existing Holding of Acquirer (I)	Acquisition by Gift-free shares (II)	Acquisition by Gift-pledged shares (III)	Acquisition over the stock Exchange (IV)	Post transfer Holding (I)+(II)+(III)+(IV)
Existing holding of G. R. Surana	2,356,625				
Acquisition from:					
Chandanbala Surana		1,815,250	206,250	-	
G.R. Surana (HUF)		-	-	26,300	
Usha Surana		209,000	-	-	
Kavitha Surana		600	462,850	-	
Total shareholding of G. R Surana (A)	2,356,625	2,024,850	669,100	26,300	5,076,875

Existing holding of Shantilal Surana	2,377,008				
Acquisition from:					
Sarala Devi Surana		2,028,728	206,250	-	
Shantilal Surana (HUF)		-	-	4,500	
Rajiv Surana		-	350,900	-	
Chandanbala Surana		109,489	-	-	
Total shareholding of Shantilal Surana (B)	2,377,008	2,138,217	557,150	4,500	5,076,875

Existing holding of Vijayraj Surana	2,376,743				
Acquisition from:					
Alka Surana		1,794,178	388,400	-	
Vijayraj Surana (HUF)		-	-	11,600	
Mahaveer Surana		-	505,955	-	
Total shareholding of Vijayraj Surana (C)	2,376,743	1,794,178	894,355	11,600	5,076,876

Existing holding of Dineshchand Surana	2,433,164				
Acquisition from:					
Vasanthi Surana		1,369,228	807,350	-	
Dineshchand Surana (HUF)		-	-	3,000	
Mahaveer Surana		-	99,045	-	
Rajesh Surana		98,355	180,745	-	
Chandanbala Surana		85,989	-	-	
Total shareholding of Dineshchand Surana (D)	2,433,164	1,553,572	1,087,140	3,000	5,076,876

Total (A)+(B)+(C)+(D)	9,543,540	7,510,817	3,207,745	45,400	20,307,502
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Total Shares Proposed to be acquired (V)= (II+III+IV)	10,763,962
Acquisition by way of Gift (II+ III)	10,718,562
Acquisition over the Exchange (IV)	45,400

Post Inter-se transfer holding

Promoters	Total Shareholding
GR Surana	5076875
Shantilal Surana	5076876
Vijayraj Surana	5076876
Dineshchand Surana	5076875
Total	20307502

