Surana Group

SURANA TELECOM AND POWER LTD.

(formerly Surana Telecom Ltd.)
ISO 9001 - 2008 Certified Company

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E.mail : surana@surana.com
CIN No.: L23209AP1989PLC010336

STPL/SECT/048/15-16 **Date: 12th October, 2015**

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

Dear Sir/Madam,

Sub: Outcome of Board Meeting – Reg.,

With reference to the above cited subject, the Board of Directors of the Company at their Meeting held on Monday the 12th October, 2015, interalia has finalised and approved the proposal for demerger of Solar Business of Bhagyanagar India Limited and merge with the Company in terms of the Scheme of Arrangement pursuant to the provisions of the Companies Act, 1956 / 2013 ('the **Scheme**'):

In this connection, please find attached a brief note.

The scheme as finalised would be filed with Stock Exchanges as per Clause 24(f) of the Listing Agreement, in due course of time.

The intimation is being issued pursuant to the provisions of the Listing Agreement.

Thanking you,

Yours faithfully,
For **SURANA TELECOM AND POWER LIMITED**

NARENDER SURANA
DIRECTOR

TRANSPACIFIC CERTIFICATIONS LTD TCL JAS-ANZ
ISO 9001:2008
Quality Management System
Cert. No. 9380

DEMERGER OF SOLAR BUSINESS OF BHAGYANAGAR INDIA LIMITED AND MERGE WITH SURANA TELECOM AND POWER LIMITED

The Board of Directors of Bhagyanagar India Limited (**Bhagyanagar India**) and Surana Telecom and Power Limited (**Surana Telecom**) in their respective meetings held today approved the proposal to demerge the Solar Business of Bhagyanagar India into Surana Telecom.

Pursuant to the scheme of arrangement, Surana Telecom and Power Ltd is to issue and allot 2 (two) fully paidup equity shares of Re.1/- each to the shareholders of Bhagyanagar India Ltd for every 3 (three) equity shares of Rs.2/- each held by them in Bhagyanagar India Ltd.

The Scheme of Arrangement:

According to the Scheme of Arrangement approved by the respective Board of Directors, the demerger is proposed to be undertaken through a Court Approved Scheme of Arrangement under sections 391 to 394 of the Companies Act, 1956 and other applicable provisions of the Companies Act, 2013/ 1956, if any. The appointed date for the transaction is 1st April, 2016.

Under the Scheme, Bhagyanagar India will transfer its Solar Business to Surana Telecom. In consideration, Surana Telecom will issue 2 (two) equity shares of Re.1/- each credited as fully paid up to the shareholders of Bhagyanagar India for every 3 (three) equity shares they hold in Bhagyanagar India as of the Record Date.

Post the scheme, the Promoters' shareholding in Surana Telecom will reduce from 74.59% to 72.42%.

Approval of the Hon'ble High Court:

The proposed Scheme of Arrangement will be subject to the approval of the Hon'ble High Court of Andhra Pradesh and Telangana at Hyderabad. The restructuring will be further subject to various statutory approvals, including those from the shareholders and the lenders/creditors.

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SURANA TELECOM & POWER LTD. SEC'BAD.