SURANA TELECOM AND POWER LTD.

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

5th Floor, Surya Towers,
Sardar Patel Road,
Secunderabad-500 003. Telangana, India
Tel :+91 40 27845119/44665700
Fax : 0091-40-27848851
Website : http:// www.surana.com
E.mail : surana@surana.com
CIN No.: L23209TG1989PLC010336

STPL/SECT/019 /16-17

Date: 18th June, 2016

The Manager Listing Department **National Stock Exchange of India Limited** Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), MUMBAI – 400 051	The General Manager, Department of Corporate Services **BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street MUMBAI- 400 001

Dear Sir/Madam,

Sub: Results of Postal Ballot voting under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015

Ref: Scrip Code: SURANAT&P (NSE) and Scrip Code: 517530 (BSE)

In terms of the requirement of the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results of Postal Ballot (including e-voting) regarding Postal Ballot notice dated 6th May, 2016.

This is for your information and records.

Thanking you
Yours faithfully
FOR SURANA TELECOM AND POWER LIMITED

SURANA TELECOM & POWER LTD. SECUNDERABAD.

DUDAM SRINIVAS
COMPANY SECRETARY

Encl: As above

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

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SUMMARY OF VOTING RESULTS OF POSTAL BALLOT

Date of Declaration of Results 18th June, 2016

~~Date of the AGM/EGM:~~ Last date of receiving Postal Ballot Form/E-voting	16th June, 2016
Total number of shareholders on ~~record date~~ cut-off date i.e., 6th May, 2016	Number of public shareholders 8,721*
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	 Not Applicable Not Applicable

** As per SEBI Circular No.CIR/CFD/DIL/5/2013 dated the 4 February 2013 read with SEBI Circular No. CIR/CFD/DIL/8/2013 dated 21 May 2013 only approval of public shareholders was sought for this resolution.*

Resolution required: (Ordinary/ Special)	**Ordinary Resolution** for approval of the Scheme of Arrangement between Bhagyanagar India Limited and Surana Telecom and Power Limited and Bhagyanagar Properties Private Limited and their respective Shareholders and Creditors pursuant to the provisions of Sections 391 to 394 and the other provisions of the Companies Act, 1956 or the Companies Act, 2013 as applicable and in terms of the requirement of SEBI Circular No. CIR/CFD/DIL/5/2013 dated the 4 February 2013 read with SEBI Circular No. CIR/CFD/DIL/8/2013 dated 21 May 2013.
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter &Promoter Group	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	13,10,001	0	0	0	0	0	0
	Postal Ballot		2,500	0.19	2,500	0	100.00	0.00
Public-Non Institutions	E-Voting	2,47,74,967	29,152	0.12	29,052	100	99.66	0.34
	Postal Ballot		1,39,255	0.56	1,18,636	20,619	85.19	14.81
Total		**2,60,84,968**	**1,70,907**	**0.66**	**1,50,188**	**20,719**	**87.88**	**12.12**

SURANA TELECOM & POWER LTD. SEC'BAD.

TRANS PACIFIC CERTIFICATIONS LTD TCL JAS-ANZ

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RESULT OF VOTING CONDUCTED BY POSTAL BALLOT

Pursuant to Circular No.CIR/CFD/DIL/5/2013 dated February 04, 2013 read with circular no. CIR/CFD/DIL/8/2013 dated May 21, 2013 issued by the Securities and Exchange Board of India (SEBI) read with the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, approval of the members of the Company was sought by way of Postal Ballot including voting through electronic means ('e-voting') on the **Ordinary resolution** proposed in Postal Ballot Notice dated 6th May, 2016, as described below:

*"**RESOLVED THAT** pursuant to Sections 391 to 394 read with Sections 100 to 103 of the Companies Act, 1956 (or any corresponding provisions of the Companies Act, 2013 as may be notified) and other applicable provisions of the Companies Act, 1956 and the Companies Act, 2013 (the Act) read with the Companies (Court) Rules, 1959 (the Rules) and other applicable provisions, if any, of the Act, pursuant to the observation letters issued by BSE Limited dated 7th April, 2016 & by National Stock Exchange of India Limited dated 11th April, 2016 and enabling provisions in the Company's Memorandum and Articles of Association and other requisite consents and approvals, if any, being obtained and subject to such terms and conditions and modifications (s) as may be imposed, prescribed or suggested by the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh or other appropriate authorities, the Scheme of Arrangement between M/s. 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 in terms of the Scheme of Arrangement (the "Scheme") as circulated along with the notice of the meeting, be and is hereby approved with/without modifications and/or conditions, if any, which may be required and/or imposed by the Equity Shareholders in the Court Convened Meeting and/or the Hon'ble High Court of Judicature at Hyderabad for the state of Telangana and Andhra Pradesh while sanctioning the arrangement embodied in the Scheme or by any authorities under law.*

***RESOLVED FURTHER THAT** the Board of Directors, including duly constituted committee of the Board of Directors ("Committee of Directors"), of the Company be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary to have the Scheme approved by the Hon'ble High Court of Judicature at Hyderabad for State of Telangana and the State of Andhra Pradesh and other relevant authorities (as may be necessary), to implement the arrangement set out in the Scheme and to accept such modifications and/or conditions, if any, which may be required and/or imposed by the Hon'ble High Court of Judicature at Hyderabad for State of Telangana and the State of Andhra Pradesh and/or other relevant authorities, including filing of relevant applications and making of appropriate representations in respect thereof, and taking all steps as they may deem necessary to give effect to the above resolution, and settling any questions, doubts and difficulties that may arise in this regard and incidental thereto.*

SURANA TELECOM & POWER LTD. SECUNDERABAD.

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RESOLVED FURTHER THAT *the Board of Directors of the Company and/or the Committee of Directors be and are hereby authorized to delegate all or any of their powers herein conferred, to any Director(s) or any other officer(s)/ authorized representative(s) of the Company to give effect to the aforesaid resolution."*

M/s.Rakhi Agarwal, Company Secretary in Practice (C.P.no-627), was appointed as Scrutinizer for conducting the Postal Ballot process in fair and transparent manner.

As per Scrutinizer's Report dated 18th June, 2016, the following result of Postal Ballot is announced:

Particulars	Voting Details
Total Postal Ballot Forms received and e-voting	86
Less : Invalid Postal Ballot Forms received and e-voting	0
Total Valid Postal Ballot Forms received and e-voting	86
Total No. of Valid Votes	1,70,907
No. of Votes with Assent for the Resolution	1,50,188
No. of Votes with Dissent for the Resolution	20,719
Percentage of Votes in favour to Total valid votes	87.88
Percentage of Votes against to Total valid votes	12.12

I hereby declare that the Ordinary Resolution set out in the Postal Ballot Notice dated 6th May, 2016 has been passed with requisite majority.

FOR SURANA TELECOM AND POWER LIMITED

DUDAM SRINIVAS
COMPANY SECRETARY

Encl: Scrutinizers' Report

RAKHI AGARWAL
Company Secretary

A-10, Janata Hsg. Society,
Shyamlal Building,
Opp: Pantaloons, Begumpet,
Hyderabad – 500 016
Email:rakhiagarwal79@yahoo.com
Cell: +91 9246530679

SCRUTINIZER'S REPORT

To
The Chairman/ Managing Director
Surana Telecom and Power Limited
5th Floor, Surya Towers,
Sardar Patel Road, Secunderabad - 500 003

Dear Sir/ Madam,

The Board of Directors of the Company in their Board Meeting held on dated 6th May, 2016, have appointed the undersigned as Scrutinizer to conduct the Postal Ballot process in respect of the following Ordinary Resolution proposed in the Postal Ballot Notice dated 6th May, 2016 (hereinafter referred to as "Postal Ballot Notice"):

ORDINARY RESOLUTION:

*"**RESOLVED THAT** pursuant to Sections 391 to 394 read with Sections 100 to 103 of the Companies Act, 1956 (or any corresponding provisions of the Companies Act, 2013 as may be notified) and other applicable provisions of the Companies Act, 1956 and the Companies Act, 2013 (the Act) read with the Companies (Court) Rules, 1959 (the Rules) and other applicable provisions, if any, of the Act, pursuant to the observation letters issued by BSE Limited dated 7th April, 2016 & by National Stock Exchange of India Limited dated 11th April, 2016 and enabling provisions in the Company's Memorandum and Articles of Association and other requisite consents and approvals, if any, being obtained and subject to such terms and conditions and modifications (s) as may be imposed, prescribed or suggested by the Hon'ble High Court of Judicature at Hyderabad for the State of Telangana and the State of Andhra Pradesh or other appropriate authorities, the Scheme of Arrangement between M/s. 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 in terms of the Scheme of Arrangement (the "Scheme") as circulated along with the notice of the meeting, be and is hereby approved with/without modifications and/or conditions, if any, which may be required and/or imposed by the Equity Shareholders in the Court Convened Meeting and/or the Hon'ble High Court of Judicature at Hyderabad for the state of Telangana and Andhra Pradesh while sanctioning the arrangement embodied in the Scheme or by any authorities under law.*

***RESOLVED FURTHER THAT** the Board of Directors, including duly constituted committee of the Board of Directors ("Committee of Directors"), of the Company be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary to have the Scheme approved by the Hon'ble High Court of Judicature at Hyderabad for State of Telangana and the State of Andhra Pradesh and other relevant authorities (as may be necessary), to implement the arrangement set out in the Scheme and to accept such modifications and/or conditions, if any, which may be required and/or imposed by the Hon'ble High Court of Judicature at Hyderabad for State of Telangana and the State of Andhra*

Pradesh and/or other relevant authorities, including filing of relevant applications and making of appropriate representations in respect thereof, and taking all steps as they may deem necessary to give effect to the above resolution, and settling any questions, doubts and difficulties that may arise in this regard and incidental thereto.

RESOLVED FURTHER THAT *the Board of Directors of the Company and/or the Committee of Directors be and are hereby authorized to delegate all or any of their powers herein conferred, to any Director(s) or any other officer(s)/ authorized representative(s) of the Company to give effect to the aforesaid resolution."*

I declare that the management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to Voting through Electronic means (i.e. remote e-voting) and voting by postal ballot for the resolution contained in the Postal Ballot Notice. My responsibility as Scrutinizer is restricted to preparing and presenting a report, on the votes cast in favour or against the resolution stated above.

I hereby submit my report on the voting on the Ordinary Resolution proposed in the Postal Ballot Notice, as under:

1. In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company has made arrangement with Registrar and Share Transfer Agent (R & T Agent), M/s. Karvy Computershare Private Limited, for providing facility of voting through electronic means ("e-voting") to its members. The members of the Company had option to cast their vote either through e-voting or by physical postal ballot form.

2. The Public Shareholders of the Company whose names recorded in the register of members or in the register of beneficial owners maintained by the depositories as on 6th May, 2016 were entitled to vote on the ordinary resolution as set out in the Postal Ballot Notice.

3. The Postal Ballot Notice along with Postal Ballot Form have been mailed electronically to those members who have registered their email addresses with the Company or their depository participant and in other cases the Company has dispatched Postal Ballot Notice along with postal ballot form and postage prepaid self-addressed business reply envelope on Monday the 16th May, 2016 by registered post.

4. The Company has published on 18th May, 2016, an advertisement about the dispatch of Postal Ballot Notice in Business Standard (English Newspaper) and Navatelangana (Telugu Newspaper).

5. The votes exercised through e-voting at Karvy platform from 9.00 a.m. on Wednesday, 18th May, 2016 till 5.00 p.m. on Thursday, 16th June, 2016 and all physical postal ballot forms received till 5.00 p.m. on Thursday, 16th June, 2016, being the last date for receipt of postal ballot forms and e-voting, were considered for my scrutiny.

6. The votes cast through e-voting were unblocked on 16th June, 2016.

7. The envelopes containing postal ballot forms, if any, received after 5.00 p.m. on Thursday, 16th June, 2016 were not considered for my scrutiny.

8. The physical ballot papers received and votes cast through e-voting were matched with the Register of Members /list of beneficial owners of the Company as on February 26, 2016.

9. The votes cast through physical ballot forms and e-voting were scrutinized by me for verification of votes cast in favour or against the resolution.

10. Postal ballot forms were found unsigned or vote not exercised by shareholders and accordingly the same were marked invalid.

11. The particulars of voting and other requisite details have been entered in a separate Register maintained for the purpose.

12. No member has voted through e-voting as well as physical postal ballot.

13. Pursuant to the circular no. CIR/CFD/DIL/5/2013 dated February 04, 2013 read with circular no. CIR/CFD/DIL/8/2013 dated May 21, 2013 issued by the Securities and Exchange Board of India, the voting on the above ordinary resolution was exercised by public shareholders only.

14. The details of the voting are as under:

a) Voting through Postal Ballot Forms:

Particulars	No. of Postal Ballot Forms	No. of equity Shares
Total Postal Ballot Forms received	77	141,755
Less : Invalid Postal Ballot Forms	0	0
Less : Votes not exercised by Shareholder	0	0
Total Valid Postal Ballot Forms	77	141,755
Votes with Assent for the Resolution	65	121,136
Votes with Dissent for the Resolution	12	20,619

b) Voting through Electronic Mode (e-voting):

Particulars	No. of Members	No. of Equity Shares
Votes cast through e-voting	9	29,152
Less : Invalid votes	0	0
Total Number of Valid Votes	0	0
Votes with Assent for the Resolution	8	29,052
Votes with Dissent for the Resolution.	1	100



15. The consolidated summary of valid Votes (voting through physical postal ballot forms and e-voting) is as under:

Particulars	No. of Members	No. of equity Shares	%of Valid Votes received
Total Valid Votes	86	1,70,907	100
Votes with Assent for the Resolution	73	1,50,188	87.88
Votes with Dissent for the Resolution	13	20,719	12.12

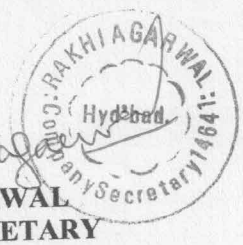
16. Details of voting (through physical postal ballot forms and e-voting) as per Regulation 44(3) of the Listing Regulations are as under:

Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	13,10,001	0	0	0	0	0	0
	Postal Ballot	13,10,001	2,500	0.19	2,500	0	100	0
Public-Non Institutions	E-Voting	2,47,74,967	29,152	0.12	29,052	100	99.66	0.34
	Postal Ballot	2,47,74,967	1,39,255	0.56	1,18,636	20,619	85.19	14.81
Total		**2,60,84,968**	**1,70,907**	**0.66**	**1,50,188**	**20,719**	**87.88**	**12.12**

17. The Ordinary Resolution as set out in the Postal Ballot Notice has been approved by the equity shareholders with simple majority.

18. The Poll papers, record of votes cast through remote e-voting and all other relevant records will be sealed and handed over to the Company Secretary for safe keeping.

You may kindly declare the result of voting by Postal Ballot in respect of the Ordinary Resolution mentioned in the Postal Ballot Notice.



RAKHI AGARWAL
COMPANY SECRETARY
FCS NO.7047
CP NO.6270

Place: Hyderabad
Date: 18.06.2016