Surana Group

SURANA TELECOM AND POWER LTD.

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

5th Floor, Surya Towers,
Sardar Patel Road,
Secunderabad - 500 003. A.P., India
Tel :+91 40 27845119/44665700
Fax : 0091-40-27848851
Website : http:// www.surana.com
E.mail : surana@surana.com
CIN No.: L23209AP1989PLC010336

STPL/SECT/061/14-15 **Date: 10th November, 2014**

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, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI – 400 001

Dear Sir/Madam,

Sub: Results of Postal Ballot
Ref : STPL/SECT/051/14-15 dated 10th October, 2014

In accordance with the Clause 35A of the Listing agreement and the provisions of the Companies Act, 2013 and Rules framed there under, Please find enclosed the Postal Ballot Results (Electronic Voting and Postal Ballot) along with the Scrutinizer's report for the following Special Resolutions:

1. Sub-division of each Equity Share of Rs. 5/- each into 5 Equity Shares of Re. 1 /-each
1. Alteration of Memorandum of Association of the company.
2. Alteration of Article of Association of the company.

We request you to kindly take the same on record.

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

AUTHORISED SIGNATORY

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

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RESULTS OF POSTAL BALLOT (INCLUDING EVOTING)

Pursuant to Section 110 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 for the following Special Resolutions:

1. Sub-division of each Equity Share of Rs. 5/- each into 5 Equity Shares of Re. 1 /-each.
2. Alteration of Memorandum of Association of the company
3. Alteration of Article of Association of the company

The last date for casting of vote through eVoting and to receive the Postal Ballot Forms, duly completed and signed by the Members was 08th November, 2014, 06.00 P.M.

Mr. GSLN Gupta, Company Secretary in Practice, (M. No. 11271) the Scrutinizer has submitted his report dated 10th November, 2014 on the Postal Ballot & eVoting and the following results were announced on 10th November, 2014, at the Registered Office of the Company:

Pursuant to Clause 35A of the Listing Agreement; details regarding the Results of Postal Ballot are as follows:

1. **Resolution No. 1:** Sub-division of each Equity Share of Rs. 5/- each into 5 Equity Shares of Re. 1 /- each.

Promoter/ Public	No. of valid shares held (1)	No. of valid 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	15,413,984	15,413,984	100.000	15,413,984	-	100.000	-
Public – Institutional holders	131,200	-	-	-	-	-	-
Public-Others	5,259,216	198,987	3.784	198,612	375	99.812	0.188
Total	**20,804,400**	**15,612,971**	**75.046**	**15,612,596**	**375**	**99.998**	0.002

The number of votes polled in favour of the Special Resolution is 15,612,596 (99.998% of the total valid votes). Thus the Special Resolution has therefore been approved by the Shareholders with the requisite majority.

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2. **Resolution No. 2:** Alteration of Memorandum of Association of the company

Promoter/ Public	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	15,413,984	15,413,984	100.000	15,413,984	-	100.000	-
Public – Institutional holders	131,200	-	-	-	-	-	-
Public-Others	5,259,216	198,957	3.783	198,482	475	99.761	0.239
Total	**20,804,400**	**15,612,941**	**75.046**	**15,612,466**	**475**	**99.999**	**0.000**

The number of votes polled in favour of the Special Resolution is 15,612,466 (99.999% of the total valid votes). Thus the Special Resolution has therefore been approved by the Shareholders with the requisite majority.

3. **Resolution No. 3:** Alteration of Article of Association of the company

Promoter/ Public	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	15,413,984	15,413,984	100.000	15,413,984	-	100.000	-
Public – Institutional holders	131,200	-	-	-	-	-	-
Public-Others	5,259,216	198,957	3.783	198,482	475	99.761	0.239
Total	**20,804,400**	**15,612,941**	**75.046**	**15,612,466**	**475**	**99.999**	**0.000**

The number of votes polled in favour of the Special Resolution is 15,612,466 (99.999% of the total valid votes). Thus the Special Resolution has therefore been approved by the Shareholders with the requisite majority.

For SURANA TELECOM AND POWER LIMITED

PLACE: SECUNDERABAD
DATE: 10.11.2014

NARENDER SURANA
DIRECTOR

GSLN GUPTA
Company Secretary In Practice
✆ : 98499 89328 / 88018 29959
✉ : guptacs10@gmail.com

SCRUTINIZER'S REPORT

To
The Chairman / Director,
M/s. Surana Telecom and Power Limited
5th Floor, Surya Towers, Sardar Patel Road,
Secunderabad – 500 003, Telangana.

Dear Sir,

The Board of Directors of the Company by means of the resolution dated 22.09.2014 has appointed me as the Scrutinizer for conducting the Postal Ballot including the e-Voting process in respect of the resolutions to be passed by the members of M/s. Surana Telecom and Power Limited (the Company).

I submit my report as under.

1. The Company has on 10th October, 2014 completed the dispatch / sending of emails of Notice of Postal Ballot dated 22nd September 2014, Postal Ballot Form along with postage prepaid business reply envelope to its members whose names appeared on the Register of Members / List of Beneficiaries as on 30th September, 2014.

2. Particulars of the Postal Ballot Forms received including the votes casted through e-Voting from/by the members have been entered in a register separately maintained for the purpose.

3. The Postal Ballot Forms were kept under my safe custody in sealed and tampered proof ballot boxes before commencing the scrutiny of such Postal Ballot Forms.

4. At 07.50 PM on 08th November, 2014, I have downloaded the e-Voting Report from the Karvy Computershare Private Limited (https://evoting.karvy.com) website by using the Scrutinizer's login ID and Password.

5. The Ballot Boxes were opened on 10th November, 2014, at 10.00 AM in my presence.

6. The Postal Ballot Forms were duly opened in my presence and scrutinized. The shareholding was matched / confirmed with Register of Members of the Company/ List of beneficiaries as on 30th September, 2014.

7. All ballot forms received /votes casted up to the close of working hours on 08th November, 2014, up to 06.00 PM (the last date and time fixed by the Company) for receipt of the forms/e-Voting were considered for scrutiny.

8. No Envelops containing the Postal Ballot Forms are received after 06.00 PM on 08th November, 2014.

9. Envelopes containing the Postal Ballot Forms returned undelivered were not opened and they were kept separately.

10. I did not find any defaced or mutilated ballot papers/forms.

GSLN GUPTA ★ CP. No: 11271 HYD. ★ Company Secretary

Office Address : Flat No. 201, 2nd Floor, Vijetha Pinnacle, Lane opp to Pantaloons, Begumpet, Hyderabad-500016.

11. Summary of the Postal Ballot Forms Received/Vote Casted through Physical / e-voting mode are given below:

RESOLUTION No. 1 as SPECIAL RESOLUTION

DESCRIPTION: Sub-division of each Equity Share of Rs. 5/- each into 5 Equity Shares of Re. 1/-each.

Sl. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total paid up equity	%of total votes polled
	Physical Mode:				
A	Total Postal Ballot Forms received	166	191460	0.920	
B	Less: Invalid Postal Ballot forms	0	0	0	
C	Net Valid Postal Ballot in physical (A-B)	166	191460	0.920	
	Electronic Mode:				
D	Total Postal Ballot e voting received	41	15421511	74.126	
E	Less: Invalid Postal Ballot e voting	0	0	0	
F	Net Valid Postal Ballot in Electronic (D-E)	41	15421511	74.126	
	Total Net Valid Postal Ballot in physical and electronic mode (C+F)	207	15612974	75.047	100
G	Postal Ballot Forms with Assent as Special Resolution - Physical	165	191250	0.919	
H	Postal Ballot Forms with Assent as Special Resolution - Electronic	40	15421346	74.125	
	Total Postal Ballot with ASSENT in physical and electronic mode	205	15612596	75.044	100
I	Postal Ballot Forms with Dissent as Special Resolution - Physical	1	210	0.001	
J	Postal Ballot Forms with Dissent as Special Resolution - Electronic	1	165	0	
	Total Postal Ballot with DISSENT in physical and electronic mode	2	375	0.001	0
In brief, Total Votes polled **For** SPECIAL RESOLUTION is 99.998% and total Votes Polled **Against** SPECIAL RESOLUTION is 0.002 %					

RESOLUTION NO. 1 HAS BEEN PASSED AS A SPECIAL RESOLUTION

GSLN GUPTA * CP. No: 11271 HYD. * Company Secretary *

RESOLUTION No. 2 as SPECIAL RESOLUTION

DESCRIPTION: Alteration of Memorandum of Association of the company

Sl. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total paid up equity	%of total votes polled
	Physical Mode:				
A	Total Postal Ballot Forms received	166	191460	0.920	
B	Less: Invalid Postal Ballot forms	0	0	0	
C	Net Valid Postal Ballot in physical (A-B)	166	191460	0.920	
	Electronic Mode:				
D	Total Postal Ballot e voting received	41	15421511	74.126	
E	Less: Invalid Postal Ballot e voting	1	30	0.000	
F	Net Valid Postal Ballot in Electronic (D-E)	40	15421481	74.126	
	Total Net Valid Postal Ballot in physical and electronic mode (C+F)	206	15612944	75.047	100
G	Postal Ballot Forms with Assent as Special Resolution - Physical	165	191250	0.919	
H	Postal Ballot Forms with Assent as Special Resolution - Electronic	38	15421216	74.125	
	Total Postal Ballot with ASSENT in physical and electronic mode	203	15612466	75.044	100
I	Postal Ballot Forms with Dissent as Special Resolution - Physical	1	210	0.001	
J	Postal Ballot Forms with Dissent as Special Resolution - Electronic	2	265	0.001	
	Total Postal Ballot with DISSENT in physical and electronic mode	3	475	0.002	0
In brief, Total Votes polled **For** SPECIAL RESOLUTION is 99.997% and total Votes Polled **Against** SPECIAL RESOLUTION is 0.003 %					

RESOLUTION NO. 2 HAS BEEN PASSED AS A SPECIAL RESOLUTION

G S L N GUPTA * C.P. No: 11271 HYD. * Company Secretary

RESOLUTION No.3 as SPECIAL RESOLUTION

DESCRIPTION: Alteration of Article of Association of the company

Sl. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total paid up equity	%of total votes polled
	Physical Mode:				
A	Total Postal Ballot Forms received	166	191460	0.920	
B	Less: Invalid Postal Ballot forms	0	0	0	
C	Net Valid Postal Ballot in physical (A-B)	166	191460	0.920	
	Electronic Mode:				
D	Total Postal Ballot e voting received	41	15421511	74.126	
E	Less: Invalid Postal Ballot e voting	1	30	0.000	
F	Net Valid Postal Ballot in Electronic (D-E)	40	15421481	74.126	
	Total Net Valid Postal Ballot in physical and electronic mode (C+F)	206	15612944	75.047	100
G	Postal Ballot Forms with Assent as Special Resolution - Physical	165	191250	0.919	
H	Postal Ballot Forms with Assent as Special Resolution - Electronic	38	15421216	74.125	
	Total Postal Ballot with ASSENT in physical and electronic mode	203	15612466	75.044	100
I	Postal Ballot Forms with Dissent as Special Resolution - Physical	1	210	0.001	
J	Postal Ballot Forms with Dissent as Special Resolution - Electronic	2	265	0.001	
	Total Postal Ballot with DISSENT in physical and electronic mode	3	475	0.002	0
In brief , Total Votes polled **For** SPECIAL RESOLUTION is 99.997% and total Votes Polled **Against** SPECIAL RESOLUTION is 0.003 %					

RESOLUTION NO. 3 HAS BEEN PASSED AS A SPECIAL RESOLUTION

G S L N GUPTA * Company Secretary * C.P. No: 11271 HYD.

12. I have handed over the Postal Ballot Forms and other related papers/registers and records for the safe custody to the Managing Director to supervise the Postal Ballot process.

13. You may accordingly declare the result on the voting by Postal Ballot and e-Voting.

Thanking you

GSLN Gupta
Company Secretary in Practice
CP No. 11271

Date: 10.11.2014
Place: Secunderabad