



Surana Group

# BHAGYANAGAR PROPERTIES LIMITED

Registered Office:  
SY. No.221 to 224 Part  
Vattinagulapally, Rajendra Nagar Mandal  
Ranga Reddy Dist., Hyderabad-500 032. Telangana  
Tel. : +91 40 27845119, 44665700  
Fax : 91 40 27848851  
E.mail :surana@surana.com  
Website : www.bhagyanagarproperties.com  
CIN No.: L70102TG2006PLC050010

**BPL/SECT/ 061/2022-23**

**Date: 01<sup>st</sup> December, 2022**

The Secretary, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051 <b>Scrip Code: BHAGYAPROP</b>	The Secretary, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 <b>Scrip Code: 540621</b>
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Dear Sir/Madam,

**Sub: Update on Delisting of the equity shares of Bhagyanagar Properties Limited from BSE and NSE - Submission of Exit Letter of Offer**

**Ref: Final Delisting approval Notice No.20221128-10 dated November 28, 2022 issued by BSE and Final Delisting approval Letter No.NSE/ENF/DELIST/APPL/2022-23/317 dated November 28, 2022 issued by NSE.**

This is with respect to the voluntary delisting of equity shares of the company; Bhagyanagar Properties Limited ("Company") from NSE and BSE, we wish to inform that stock exchanges have issued final approvals vide letters dated 28<sup>th</sup> November, 2022, in compliance with regulation 26 of the Delisting Regulations, 2021 (Delisting Regulations).

In accordance with Regulation 26 of the Delisting Regulations, Mr. Narender Surana ("Acquirer 1") Mr. Devendra Surana ("Acquirer 2"), Mrs. Sunita Surana ("Acquirer 3"), Mrs. Namrata Surana ("Acquirer 4"), M/s. Surana Infocom Private Limited ("Acquirer 5"), M/s. Surana Telecom and Power Limited ("Acquirer 6") and M/s. Bhagyanagar Securities Private Limited ("Acquirer 7") (Acquirer 1, Acquirer 2, Acquirer 3, Acquirer 4, Acquirer 5, Acquirer 6, and Acquirer 7 are collectively referred to as the "Acquirers") being the members of the Promoter and Promoter Group of the Company, have provided an exit opportunity to the remaining Public Shareholders of the Company who did not or were not able to participate in the Reverse Book Building Process or who unsuccessfully tendered their Equity Shares in the Reverse Book Building Process and are currently holding Equity Shares in the Company ("Residual Shareholders"), to tender their Equity Shares during the exit offer period of one year from the BSE Date of Delisting and NSE Date of Delisting i.e. from December 19, 2022 till December 18, 2023 (both days inclusive). Residual Public Shareholders can tender their Equity Shares to the Acquirers at the Exit Offer Price of Rs.42.25/- per equity shares at any time during this one year period, as per the procedure set-out in this Exit Letter of Offer.

In this regard, this is to inform you that the confirmation is received from the Acquirers that they have completed the dispatch of Exit Letter of Offer to all the remaining public shareholders in accordance with SEBI Delisting Regulations, 2021 through e-mail, where e-mail IDs are registered with the Company/RTA. The physical copy of the "Exit Letter of Offer" is also being dispatched through Courier to all the remaining public shareholders on December 01, 2022.



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Please find enclosed a copy of Exit Letter of Offer (including Bid Forms and Securities Transfer Form) dispatched to all the Remaining Public Shareholders.

In terms of Regulation 26 and 27 of the SEBI Delisting Regulations, the Exit Letter of Offer will also be made available on our website at [www.bhagyanagarproperties.com](http://www.bhagyanagarproperties.com).

Request you to disseminate the information on your website.

Thanking you,

For **BHAGYANAGAR PROPERTIES LIMITED**

**NARENDER SURANA**  
**DIRECTOR**  
**DIN: 00075086**



**Encl:** as above

# THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This Exit Letter of Offer (“Exit Offer Letter”) is being sent to you as a public shareholder of Bhagyanagar Properties Limited.



## EXIT LETTER OF OFFER TO THE RESIDUAL PUBLIC SHAREHOLDERS OF BHAGYANAGAR PROPERTIES LIMITED (the “Company”/ “BPL”)

Corporate Identification Number (CIN): L70102TG2006PLC050010

**Regd. Office:** Sy.no.221 - 224 Part, Vattinagulapally, Rajendranagar Mandal, Ranga Reddy District, Hyderabad - 500 032, Telangana



**Telephone No:** +91 40 27845119, **Fax No:** +91 40 27818868;

**Email:** cs@surana.com/ investorservices\_bpl@surana.com; **Website:** www.bhagyanagarproperties.com

This Exit Letter of Offer dated November 29, 2022 (“Exit Letter of Offer”) is being issued by akasam consulting private limited (“Manager” or “Manager to the Offer”) for and on behalf of Mr. Narender Surana (Acquirer 1), Mr. Devendra Surana (Acquirer 2), Mrs. Sunita Surana (Acquirer 3), Mrs. Namrata Surana (Acquirer 4), M/s. Surana Infocom Private Limited (Acquirer 5), M/s. Surana Telecom and Power Limited (Acquirer 6) and M/s. Bhagyanagar Securities Private Limited (Acquirer 7) (Acquirer 1, Acquirer 2, Acquirer 3, Acquirer 4, Acquirer 5, Acquirer 6 and Acquirer 7 are collectively referred to as “Acquirers”) to the remaining public shareholders (“Residual Public Shareholders”) of Bhagyanagar Properties Limited (the “Company”/ “BPL”) in respect of the voluntary delisting of the fully paid up equity shares of the Company with a face value of Rs.2/- each (“Equity Shares”) from the BSE Limited (“BSE”) and the National Stock Exchange of India Limited (“NSE”) (collectively referred to as the “Stock Exchanges”), pursuant to Regulation 26 and other applicable provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (“SEBI Delisting Regulations”) (“Delisting Offer”).

This Exit Letter of Offer is in continuation to and should be read in conjunction with the detailed public announcement dated July 25, 2022 (“Detailed Public Announcement”), the letter of offer dated July 26, 2022 (“Letter of Offer”), the post offer public announcement dated August 11, 2022 (“Post Offer Public Announcement”) and the Exit Offer Public Announcement dated November 29, 2022 (“Exit Offer PA”). Capitalised terms used but not defined in this Exit Letter of Offer shall have the same meaning assigned to them as in the Detailed Public Announcement, the Letter of Offer, the Post Offer Public Announcement and the Exit Offer PA.

**THE ENCLOSED EXIT OFFER APPLICATION FORM IS TO BE SUBMITTED TO THE REGISTRAR TO THE EXIT OFFER ALONG WITH ALL APPLICABLE DOCUMENTS AT SHAREHOLDERS RISK**

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
	
<b>akasam consulting private limited</b> <b>CIN:</b> U74140TG2000PTC035024 “akasam” 10-1-17/1/1, level 3 & 4, Masab Tank, Hyderabad - 500004. Tel No.: +91-40-6644 4999/55 <b>Fax No.:</b> +91-40-2333 5511. <b>Email:</b> info@akasamconsulting.com mpnaidu@akasamconsulting.com <b>Website:</b> www.akasamconsulting.com <b>Contact Person:</b> Mr. M P Naidu, General Manager (Mobile No.99496 95940) / Ms. Durga Poornima, Manager <b>SEBI Regn. No.:</b> INM000011658	<b>KFin Technologies Limited</b> <b>CIN:</b> U72400TG2017PLC117649 <b>Address:</b> Selenium Building, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Hyderabad - 500032, Telangana. Tel No.: +91 040-67162222 Toll free no: 1-800-3094-001 Fax: 040-23001153 <b>Website:</b> www.kfintech.com Investor grievance e-mail: bpl.delistingoffer@kfintech.com Einward.ris@kfintech.com <b>Contact Person:</b> Mr. M Murali Krishna <b>SEBI Registration No.:</b> INR000000221

<b>EXIT OFFER PRICE</b>	<b>Rs.42.25 per equity share</b>
<b>EXIT OFFER PERIOD OPENS</b>	<b>Monday, December 19, 2022</b>
<b>EXIT OFFER PERIOD CLOSES</b>	<b>Monday, December 18, 2023</b>

Dear Shareholder,

**Sub: Invitation to offer your equity shares held in Bhagyanagar Properties Limited in favour of the Acquirers at an Exit Price of Rs.42.25 per equity share subject to the terms and conditions mentioned hereinafter (“Exit Letter of Offer”).**

- 1.1. The Acquirers have made an Offer to the public shareholders of the Company for the acquisition of 79,98,755 fully paid-up equity shares of Rs.2/- each representing 25.00% of the total paid-up share capital of the Company vide a Detailed Public Announcement dated July 25,2022 published the same on July 26, 2022 and the Letter of Offer dated July 26, 2022 in accordance with the Delisting Regulations.
- 1.2. The public shareholders holding equity shares of the Company were invited to tender bids pursuant to a Reverse Book Building (“RBB”) process made available through the electronic facility of the BSE from August 03, 2022 to August 10, 2022, in accordance with the Delisting Regulations.
- 1.3. In terms of regulation 20 of the Delisting Regulations, the Discovered Price (i.e., the price at which the maximum number of equity shares were validly tendered by the Public Shareholders) determined through the RBB process was Rs.42.20 (Discovered Price) per equity share. However, the Acquirers have declared final exit price of Rs.42.25 per equity share which is slightly higher than the Discovered Price.
- 1.4. Vide a detailed public announcement published on July 26, 2022 and in accordance with Delisting Regulations, the Acquirers fixed the final price for accepting the shares successfully tendered in the Delisting Offer at Rs.42.25 (“Exit Price”). All the public shareholders of the Company who tendered their Equity Shares at the Exit Price through valid bids were paid the consideration at the Exit Price. After acquisition of the shares pursuant to the Delisting Offer, the Promoter and Promoter Group holding in the Company increased to 90.87% of the total paid-up share capital of the Company.
- 1.5. The Company had thereafter applied for final delisting of its equity shares from BSE Limited (“BSE”) and the National Stock Exchange of India Limited (“NSE”). Pursuant to the same, BSE vide its notice no.20221128-10 dated November 28, 2022 has communicated that trading in the equity shares of the Company will be discontinued from trading with effect from December 12, 2022 and the equity shares of the Company will be delisted from BSE records with effect from December 19, 2022. Similarly, NSE vide its Circular no.1433/2022 dated November 28, 2022 has communicated that trading in the equity shares of the Company will be discontinued from trading with effect from December 12, 2022 and the equity shares of the Company will be delisted from NSE records with effect from December 19, 2022. Delisting of the equity shares of the Company implies that the equity shares of the Company cannot be and will no longer be traded on BSE and NSE, the stock exchanges on which the equity shares of the company are listed, from the date of its delisting.
- 1.6. As required under Regulation 26 of the Delisting Regulations, the Acquirers have undertaken to provide an exit opportunity at the Exit Price of Rs.42.25/- per equity share to all the Remaining Public Shareholders (“Residual Public Shareholders”) of the Company who did not or were not able to participate in the RBB process or who unsuccessfully tendered their equity shares in RBB process or whose shares were rejected in the Delisting Offer and Acquirers have published Public Announcement of Exit Offer on November 30, 2022 for the information of the Residual Public Shareholders.
- 1.7. We wish to bring to your kind attention, that you may tender your equity shares in favour of the Acquirers at the Exit Price of Rs.42.25/- per equity share, at any time during the period of one year following the date of delisting of equity shares of the Company from BSE and NSE i.e., from December 19, 2022 till December 18, 2023 (the “Exit Period”), on the terms and conditions set out below.
- 1.8. It is the sole responsibility of the Residual Public Shareholders to ensure that their Equity Shares are credited to the Escrow Depository Account before the closure of the Exit Period.
- 1.9. **Procedure for tendering your Equity Shares under the Exit Offer:**

a) **Procedure for Residual Public Shareholders holding Equity Shares in Dematerialised Form:**

The Residual Public Shareholders holding Equity Shares in dematerialized form, who are desirous of tendering their Equity Shares in the Exit Offer, must transfer their equity shares from their respective depository accounts to the following Escrow Depository Account in **off- market mode**:

Depository Account Name	<b>BPL – DELISTING OFFER – ESCROW DEMAT ACCOUNT</b>
Depository Participant	<b>RLP SECURITIES PRIVATE LIMITED</b>
Depository Identification No. (DP ID No.)	12043400
Client Identification No. (Client ID)	00190341
Depository	<b>Central Depository Services (India) Limited (CDSL)</b>
ISIN of <b>BHAGYANAGAR PROPERTIES LIMITED</b>	INE363W01018

Residual Public Shareholders who hold their equity shares through National Security Depository Limited (NSDL) will have to execute inter-depository delivery instructions for the purpose of crediting their equity shares in favour of the aforesaid Escrow Depository Account.

On transferring the shares, Residual Public Shareholders are advised to send a copy of the delivery instruction slip duly acknowledged by the concerned depository together with duly completed, signed "Exit Offer Application Form" and other applicable documents by hand delivery or by registered post or by speed post or by courier (at their own risk) marking the envelope "**Bhagyanagar Properties Limited – Exit Offer**" at the address of Registrar as mentioned on the cover page of this Exit Letter of Offer.

**b) Procedure for Residual Public Shareholders holding Equity Shares in Physical Form:**

The Residual Public Shareholders holding Equity Shares in physical form, who are desirous of tendering their Equity Shares in the Exit Offer must send the original share certificates together with duly completed, signed "Exit Offer Application Form" and other applicable documents by hand delivery or by registered post or by speed post or by courier (at their own risk) marking the envelope "**Bhagyanagar Properties Limited – Exit Offer**" at the address of Registrar as mentioned on the cover page of this Exit Letter of Offer.

**c) In case the Exit Offer Application Form is not complete in all respects, the same may be liable for rejection.**

**d)** In the event that Residual Public Shareholders do not receive their Exit Offer Letter, they may obtain a copy by writing to the Registrar to the Offer by marking the envelope "**BHAGYANAGAR PROPERTIES LIMITED – EXIT OFFER**". A soft copy of this Exit Letter of Offer (including the Exit Offer Application Form) can be downloaded from the website of the Company i.e. [www.bhagyanagarproperties.com](http://www.bhagyanagarproperties.com) or the website of the Manager to the Offer i.e. [www.akasamconsulting.com](http://www.akasamconsulting.com)

**2. PAYMENT OF CONSIDERATION:**

2.1 Following fulfillment of the terms and conditions mentioned herein, and receipt of the requisite regulatory approvals (if any), the applicable consideration will be paid by the Acquirers by online transfer through RTGS/ NEFT/ Direct Credit. Shareholders to whom funds have been transferred through RTGS/NEFT/Direct Credit shall be duly notified by way of a letter or an email by the Registrar to the Offer.

2.2 The Manager to the Offer shall instruct the Escrow Bank to make payment of consideration by online transfer through RTGS/ NEFT/ Direct Credit to the Residual Public Shareholders (as the case may be) who have validly tendered their equity shares in the Exit Offer. Subject to any regulatory approvals as may be required, the Acquirers intend to make payment within 10 working days at the end of the relevant calendar month in which the Equity Shares have been validly tendered ("Monthly Payment Cycle"). The first monthly payment cycle shall commence from December 19, 2022 for equity shares validly tendered upto December 31, 2022. In respect of the Equity Shares validly tendered upto December 31, 2022, payment shall be made within 10 working days from December 31, 2022. Payments will be made only to those Residual Shareholders who have validly tendered their Equity Shares, as per the instructions laid down in the Exit Letter of Offer and Exit Offer Application Form. The Acquirers reserve the right to make the payment earlier.

2.3 In case of payment to Residual Public Shareholders holding equity shares in demat form, the bank details will be obtained from the respective depositories for payments. Residual Public Shareholders are advised to ensure that their bank account details are updated in their respective depository participant account, as these bank account details would be used for payment of consideration. Alternatively the bank account details furnished in the Exit Offer Application Form shall be considered for making the payment of consideration.

2.4 In case equity shares are not accepted for any reason, the equity shares will be credited back to the respective beneficiary account with their respective depository participants.

**3. EXIT PERIOD**

The Residual Public Shareholders may submit their application to the Registrar to the Exit Offer at the Exit Price at any time during the Exit Period (commencing from December 19, 2022 to December 18, 2023). The Residual Public Shareholders are required to ensure that their Exit Offer Application Form, together with the necessary enclosures, is received by the Registrar to the Exit Offer during the Exit Period on or before December 18, 2023.

**4.** Tax, wherever applicable, would be deducted at the prescribed rates as per the prevailing Laws.

**5.** The Residual Public Shareholders who wish to tender their Equity Shares must submit the information all at once as given in the Exit Letter of Offer / Exit Offer Application Form, and those that may be additionally requested for by the Acquirers. The documents and information submitted by the Residual Public Shareholders along with the Exit Offer Application Form

will be considered as final. Any further/delayed submission of additional documents, unless specifically requested by the Acquirers may not be accepted.

**6. CONTACT PERSON AT BHAGYANAGAR PROPERTIES LIMITED :**

Mr. Devendra Surana,  
Whole Time Director  
Bhagyanagar Properties Limited  
**Administrative Office:** 5<sup>th</sup> Floor, Surya Towers, S P Road, Secunderabad 500 003  
Telephone No.040 27845119 Website: www.bhagyanagarproperties.com  
Email: cs@surana.com & investorservices\_bpl@surana.com

**7. GENERAL :**

Every Residual Public Shareholder who desires to avail the Exit Offer may do so pursuant to an independent inquiry, investigation and analysis and shall not have any claims against the Acquirers or the Company or the Manager to the Offer or the Registrar to the Offer, whatsoever by reason of any loss which may be suffered by such Residual Public Shareholder consequent to or in connection with the Exit Offer.

In case Residual Public Shareholders have any queries concerning non-receipt of credit or payment for Equity Shares, they may address the same to the Registrar to the Exit Offer or the Manager to the Exit Offer.

This Exit Letter of Offer is dispatched on behalf of the Acquirers by the Registrar to the Offer

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
	
<b>akasam consulting private limited</b> <b>CIN:</b> U74140TG2000PTC035024 "akasam" 10-1-17/1/1, level 3 & 4, Masab Tank, Hyderabad - 500004. Tel No.: +91-40-6644 4999/55 <b>Fax No.:</b> +91-40-2333 5511. <b>Email:</b> info@akasamconsulting.com mpnaidu@akasamconsulting.com <b>Website:</b> www.akasamconsulting.com <b>Contact Person:</b> Mr. M P Naidu, General Manager (Mobile No.99496 95940) / Ms. Durga Poornima, Manager <b>SEBI Regn. No.:</b> INM000011658	<b>KFin Technologies Limited</b> <b>CIN:</b> U72400TG2017PLC117649 <b>Address:</b> Selenium Building, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Hyderabad - 500032, Telangana. Tel No.: +91 040-67162222 Toll free no: 1-800-3094-001 Fax: 040-23001153 <b>Website:</b> www.kfintech.com Investor grievance e-mail: bpl.delistingoffer@kfintech.com Einward.ris@kfintech.com <b>Contact Person:</b> Mr. M Murali Krishna <b>SEBI Registration No.:</b> INR000000221

**For and on behalf of the Acquirers**

Sd/-

**Narender Surana**

Sd/-

**Devendra Surana**

Place: Secunderabad

Date: November 29, 2022

## THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This exit offer Application Form (“**Exit Offer Application Form**”) is being issued by akasam consulting Private Limited (“**Manager**” or “**Manager to the Offer**”) for and on behalf of Mr. Narender Surana (**Acquirer 1**), Mr. Devendra Surana (**Acquirer 2**), Mrs. Sunita Surana (**Acquirer 3**), Mrs. Namrata Surana (**Acquirer 4**), M/s. Surana Infocom Private Limited (**Acquirer 5**), M/s. Surana Telecom and Power Limited (**Acquirer 6**) and M/s. Bhagyanagar Securities Private Limited (**Acquirer 7**) (Acquirer 1, Acquirer 2, Acquirer 3, Acquirer 4, Acquirer 5, Acquirer 6 and Acquirer 7 are collectively referred to as “**Acquirers**”) to the remaining public shareholders (“**Residual Public Shareholders**”) of Bhagyanagar Properties Limited ( the “**Company**”/ “**BPL**”) in respect of the voluntary delisting of the fully paid up equity shares of the Company with a face value of Rs. 2/- each (“**Equity Shares**”) from the BSE Limited (“**BSE**”) and the National Stock Exchange of India Limited (“**NSE**”) (collectively referred to as the “**Stock Exchanges**”), pursuant to Regulation 26 and other applicable provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (“**SEBI Delisting Regulations**”) (“**Delisting Offer**”).

This Exit Offer Application Form is in continuation to and should be read in conjunction with the detailed public announcement dated July 25, 2022 (“**Detailed Public Announcement**”) published on July 26, 2022, the letter of offer dated July 26, 2022 (“**Letter of Offer**”), and the post offer public announcement dated August 11, 2022 (“**Post Offer Public Announcement**”) and Exit Offer Public Announcement dated November 29, 2022 (“**Exit Offer Public Announcement**”).

### EXIT OFFER APPLICATION FORM FOR TENDERING OF EQUITY SHARES OF RS.2/- EACH OF BHAGYANAGAR PROPERTIES LIMITED FOR DELISTING OF EQUITY SHARES

Corporate Identification Number (CIN): L70102TG2006PLC050010

**Regd. Office:** Sy.no.221 - 224 Part, Vattinagulapally, Rajendranagar Mandal,  
Ranga Reddy District, Hyderabad - 500 032, Telangana.

Tel No.: +91 40 27845119, Fax No.+91 40 27818868

**Email:** cs@surana.com/ investorservices\_bpl@surana.com; Website: www.bhagyanagarproperties.com

Pursuant to the Delisting Offer by the Acquirers in compliance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended (“**Delisting Regulations**”)

Exit Offer Period Opens	Monday, December 19, 2022
Exit Offer Period Closes	Monday, December 18, 2023
Exit Offer Price per share	Rs.42.25/- per equity share

To

The Acquirers,

**Re: Exit Offer for Residual Public Shareholders of the Company. The Exit Price for the Exit Offer has been determined as Rs.42.25/- per Equity Share.**

**Acknowledgements and Authorisation:**

- I/We having read and understood the terms and conditions set out below, in the Exit Letter of Offer, hereby tender my/our shares in response to the Final Exit Offer; • I/We hereby undertake the responsibility for the Exit Offer Application Form and the Shares tendered under the Exit Offer and hereby confirm that the Acquirers/Manager to the Offer/Registrar to the Offer shall not be liable for any delay/loss in transit resulting into delayed receipt or non-receipt of the Exit Offer Application Form along with all requisite documents, by the Registrar to the Offer or delay/failure in credit of Equity Shares to the Depository Escrow Account within due time, due to inaccurate/incomplete particulars/ instructions or any reason whatsoever; • For Shares held in Dematerialised Form - I / We acknowledge and accept that my/ our Shares will remain credited in the Depository Escrow Account until the acquisition of my/our Shares by the Acquirers in accordance with the terms of the Exit Letter of Offer or until the return of my/our Shares in case the Shares have not been validly tendered; • I/ We understand that the consideration payable to me / us will be paid by the Acquirers only if my / our Shares are validly tendered in accordance with the Exit Letter of Offer and the Delisting Regulations; • I/We have full power and authority to tender, sell and transfer the Shares. I/We are tendering (together with all rights attached thereto) and the Shares acquired by the Acquirers from me / us will be free from all liens, charges, encumbrances, equitable interests, rights of preemption or other third party rights of any nature, and together with all rights attaching thereto, on or after the date of acquisition; • I/ We hereby declare that there are no restraints/injunctions, or other order of any nature which limits/restricts my/our rights to tender Shares and I/we are the absolute and only owner of these Shares and legally entitled to tender the Shares under the Exit Offer; • My/our signature on my/our Depository Participant Instruction has been duly verified and attested by my/ our Depository Participant as evidenced by my/our Depository Participant's stamp of acknowledgement; • If I/We are a Shareholder(s) who is a resident in, or a citizen of, a jurisdiction outside India, I/we have fully observed all applicable legal requirements and that an invitation to tender my/our Shares may be made to and accepted by me/us under the laws of the relevant jurisdiction; • I/We authorize the Acquirers, and Registrar to the Offer to send the payment of consideration, in full and final settlement of the amount due to me/ us, at my/our risk, by way of electronic transfer (RTGS/NEFT/Direct Credit), as per the bank details provided in the Application Form (or) available in the Depository Account; • In case any excess amount is paid to me inadvertently, I/we undertake to return the same immediately; • I/We agree that upon acceptance of the Shares by the Acquirers, tendered by me/us under the Exit Offer, I/we would cease to enjoy all right, title, claim and interest whatsoever, in respect of such Shares of the Company; • I/We hereby undertake to execute any further documents, give assurance and provide assistance, which may be required in connection with the Exit Offer and agree to abide by the decisions taken in accordance with the applicable Rules and Regulations; • I/We agree that if for any reason the income tax authorities raise a tax claim on the Acquirers and seek to recover tax, interest or penalty from the Acquirers (where such tax claim actually pertains to, or is relatable to, my/ our tax liability), I/we agree to indemnify the Acquirers for the same; • I/We authorize the Acquirers to accept the Shares so offered, which it may decide to accept in consultation with the Manager to the Offer / Registrars to the Offer and in terms of the Exit Offer Letter;
- I/We are not a promoter(s) of the Company or a person acting in concert with any of the promoters of the Company; • I/We have participated in the Offer pursuant to independent enquiry, investigation and analysis; and • I/We have read carefully the Exit Letter of Offer and that I/we agree with the terms and conditions stated therein, and that all the particulars/statements given are true and correct.



1.	Name (in Block Letters) of the Shareholder(s) (Please write the names of the joint holders in the same Sole / First order as appearing in the Share Certificate(s) / Demat Account)	Shareholder	Name	PAN
		Sole/First		
		Second		
		Third		
2.	Contact Information	Tel No.		
		Mobile No.		
		Email Id:		
3.	Full Address of the First Holder (with Pin Code Number)			

4.	Type of Investor (Please tick)	Individual		NRI – Repatriable	
		HUF		NRI – Non- Repatriable	
		Domestic Company /Body Corporate		FII	
		Mutual Fund		Insurance Company	
		Banks / Financial Institutions		Others (Please Specify)	

**FOR SHAREHOLDERS HOLDING SHARES IN DEMATERIALIZED FORM:**

**5. Details of Demat Account and Delivery Instruction executed in favour of Depository Escrow Account:**

Name of Depository Participant	
Depository Participant's ID No.	
Client ID No.	
Beneficiary's Name (as appearing in DP's records)	
Date of Execution/Acknowledgement of Delivery Instruction (Copy enclosed)	
Number Of Shares	

6.	Other enclosures, as applicable (Please tick)	Power of Attorney		Corporate Authorisation/ Board Resolution	
		Others (please specify)		Others (Please specify)	

## 7. Details of Bank Account:

In order to remit the consideration amount payable for the Equity Shares tendered under this Exit Offer Application Form, please fill the following details of the sole shareholder's bank account (or, in the case of joint holders, the first-named holder's bank account) and the consideration payable will be paid to the bank account by electronic credit (NEFT/RTGS) carrying the details of the bank account so provided.

Name of the Bank	
Branch & Address	
Account Name & Number	
Savings / Current / Others (Please Specify)	
IFSC Code of the Bank's Branch (in case you wish to receive funds electronically)	
NEFT Details of the Bank's Branch	
MICR Details of the Bank's Branch	

(Please note that for fund transfer in electronic mode, the transfer would be done at shareholders risk based on the data provided as above by the shareholder)

## 8. Signatures:

I/We hereby tender to the Acquirers the equity shares set out or deemed to be set out above of this Exit Offer Application Form in accordance with and subject to the terms and conditions mentioned herein and in the Exit Offer Letter.

Signatures			
	Sole / First Holder	Second Holder	Third Holder

**Note:** In case of Joint holders, all holders must sign. In case of bodies corporate, the Exit Offer Application Form is to be signed by the Authorised Signatory under the stamp of the Company and necessary board resolution authorizing the submission of the Exit Offer Application Form should be attached.

## CHECKLIST (Please Tick)

Sl No	Nature of Document	Tick
1	EXIT OFFER APPLICATION FORM	
2	COPY OF ACKNOWLEDGED DEMAT SLIP (INTER DEPOSITORY DELIVERY INSTRUCTIONS, IN CASE OF SHARES HELD THROUGH NDSL)	
3	CANCELLED CHEQUE LEAF	
4	SELF ATTESTED COPY OF PAN CARD	
5	SELF ATTESTED COPY OF AADHAR CARD	
6	OTHERS, AS APPLICABLE	
7	ORIGINAL SHARE CERTIFICATES (for those who are holding the shares in physical form)	
8	SHARE TRANSFER FORM (for those who are holding the shares in physical form)	

The shareholders are requested to tender the shares under this Exit offer by crediting the shares to the following Depository Escrow Account in OFF-MARKET MODE:

Depository Account Name	<b>BPL – DELISTING OFFER – ESCROW DEMAT ACCOUNT</b>
Depository Participant	<b>RLP SECURITIES PRIVATE LIMITED</b>
Depository Identification No. (DP ID No.)	<b>12043400</b>
Client Identification No. (Client ID)	<b>00190341</b>
Depository	<b>Central Depository Services (India) Limited (CDSL)</b>
ISIN of <b>BHAGYANAGAR PROPERTIES LIMITED</b>	<b>INE363W01018</b>

Shareholders having their beneficiary account with **National Securities Depository Limited (NSDL)** have to use inter depository delivery instruction for the purpose of crediting their equity shares in favour of Depository Escrow Account with CDSL.

**Notes:**

- All documents/remittances sent by / to the shareholders will be at their risk and shareholders are advised to adequately safeguard their interest in this regard.
- In the case of person other than Individual, copy of Power of Attorney, board resolution, authorization etc., as applicable and required in respect of support/verification of this form, should also be provided otherwise the same shall be liable for rejection.
- The consideration shall be paid in the name of Sole/First Holder.
- In case, the Exit Offer Application Form is not complete in all respects, the same is liable for rejection.
- To tender your Shares pursuant to the Exit Offer, complete this Exit Offer Application Form by following the instructions herein. Please also read the Acknowledgements and Authorisation above carefully as they contain acknowledgements and authorizations that you will be deemed to have made by your signature of this Exit Offer Application Form.

• **FOR EQUITY SHARES HELD IN DEMATERIALIZED FORM:**

You shall instruct the Depository Participant of the depository account in which your Shares of the Company are presently held to transfer your Shares into the above Depository Escrow Account as specified above before the submission of this Exit Offer Application Form to the Registrar to the Offer. Please note that all such transfers should be in off-market mode. A photocopy of counterfoil of the delivery instructions to the Depository Participant of your depository account (duly acknowledged by such Depository Participant) crediting your Shares to the specified Depository Escrow Account (**Depository Participant Instruction**) should be attached to your Exit Offer Application Form.

Remaining Public Shareholders who hold their equity shares through NSDL will have to execute inter-depository delivery instructions for the purpose of crediting their equity shares in favour of the aforesaid Depository Escrow Account with CDSL.

• **PROCEDURE FOR RESIDUAL PUBLIC SHAREHOLDERS HOLDING EQUITY SHARES IN PHYSICAL FORM:**

The Residual Public Shareholders holding Equity Shares in physical form, who are desirous of tendering their Equity Shares in the Exit Offer must send the original share certificates together with duly completed, signed "Exit Offer Application Form" and other applicable documents by hand delivery or by registered post or by speed post or by courier (at their own risk) marking the envelope "**Bhagyanagar Properties Limited – Exit Offer**" at the address of Registrar as mentioned on the cover page of this Exit Letter of Offer.

**For any queries, please contact:**

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
	
<p><b>akasam consulting private limited</b>  <b>CIN:</b> U74140TG2000PTC035024                      "akasam" 10-1-17/1/1, level 3 &amp; 4, Masab Tank,                      Hyderabad - 500004. Tel No.: +91-40-6644 4999/55  <b>Fax No.:</b> +91-40-2333 5511.  <b>Email:</b> info@akasamconsulting.com                      mpnaidu@akasamconsulting.com  <b>Website:</b> www.akasamconsulting.com  <b>Contact Person:</b> Mr. M P Naidu, General Manager                      (Mobile No.99496 95940) /                      Ms. Durga Poornima, Manager  <b>SEBI Regn. No.:</b> INM000011658</p>	<p><b>KFin Technologies Limited</b>  <b>CIN:</b> U72400TG2017PLC117649  <b>Address:</b> Selenium Building, Tower B,                      Plot No- 31 &amp; 32, Financial District, Nanakramguda,                      Hyderabad - 500032, Telangana.                      Tel No.: +91 040-67162222                      Toll free no: 1-800-3094-001 Fax: 040-23001153                      Website: www.kfintech.com                      Investor grievance e-mail: bpl.delistingoffer@kfintech.com                      Einward.ris@kfintech.com                      Contact Person: Mr. M Murali Krishna                      SEBI Registration No.: INR000000221</p>

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## ACKNOWLEDGEMENT SLIP

Received from Mr./Mrs./Ms./M/s .....

Contact Nos. .... a Exit Offer Application Form for ..... equity shares of Bhagyanagar Properties Limited at an Exit Price of Rs.42.25/- per equity share to the Acquirers together with:

Demat Account Details	
DP Id	
Client Id	
Number of Shares	
Received but not verified Exit Offer Application Form	
Date of Receipt	Signature of Official



TEAR HERE



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## Form No. SH-4 - SECURITIES TRANSFER FORM

[Pursuant to Section 56 of the Companies Act, 2013 and Sub-Rule (1) of Rule 11 of the Companies  
(Share Capital and Debentures) Rules 2014]

Date of execution: \_\_\_\_/\_\_\_\_/\_\_\_\_

**FOR THE CONSIDERATION** stated below the "Transferor(s)" named do hereby transfer to the "Transferee(s)" named the securities specified below subject to the conditions on which the said securities are now held by the Transferor(s) and the Transferee(s) do hereby agree to accept and hold the said securities subject to the conditions aforesaid.

CIN:	L	7	0	1	0	2	T	G	2	0	0	6	P	L	C	0	5	0	0	1	0
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Name of the company (in full): **BHAGYANAGAR PROPERTIES LIMITED**

Name of the Stock Exchange where the company is listed, (if any): **BSE Limited (BSE)** and **National Stock Exchange of India Limited (NSE)**

### DESCRIPTION OF SECURITIES:

Kind/ Class of securities (1)	Nominal value of each unit of security (2)	Amount called up per unit of security (3)	Amount paid up per unit of security (4)
Equity Shares	Rs. 2/-	Rs. 2/-	Rs. 2/-

No. of Securities being Transferred		Consideration received (Rs.)	
In figures	In words	In figures	In words
<b>Distinctive Number</b>	<b>From</b>		
	<b>To</b>		
<b>Corresponding share certificate nos.</b>			

**Transferor's Particulars**

Registered Folio Number: \_\_\_\_\_

Name(s) in full

Signature(s)

1. \_\_\_\_\_

\_\_\_\_\_

2. \_\_\_\_\_

\_\_\_\_\_

3. \_\_\_\_\_

\_\_\_\_\_

I, hereby confirm that the transferor has signed before me.

Signature of the Witness: \_\_\_\_\_

Name of the Witness: \_\_\_\_\_

Address of the Witness: \_\_\_\_\_

Pin code: \_\_\_\_\_

**Transferee's Particulars**

Name in full (1)	Father's/ Mother's / Spouse's Name (2)	Address & e-mail ID (3)
1. _____	1. _____	_____
2. _____	2. _____	_____
3. _____	3. _____	_____ Pin Code _____
		Email id: _____
Occupation (4)	Existing Folio No., if any (5)	Signature (6)
		1. _____ 2. _____ 3. _____

**Folio No. of Transferee:**

\_\_\_\_\_

**Specimen Signature of Transferee(s)**

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_



Value of Stamp affixed: Rs. \_\_\_\_\_

**STAMPS**

**Enclosures:**

1. Certificate of shares or debentures or other securities
2. If no certificate is issued, Letter of allotment
3. Copy of PAN Card of all the Transferees (For all listed Cos)
4. Others, Specify \_\_\_\_\_

**FOR OFFICE USE ONLY**

Checked by \_\_\_\_\_

Signature Tallied by \_\_\_\_\_

Entered in the Register of Transfer on \_\_\_\_\_

vide Transfer no \_\_\_\_\_

Approval Date \_\_\_\_\_

Power of attorney / Probate / Death certificate / Letter of Administration - Registered on \_\_\_\_\_ at No. \_\_\_\_\_

On the reverse page of the certificate

Name of Transferor	Name of Transferee	No. of Shares	Date of Transfer
_____	_____	_____	_____

**Signature of Authorised Signatory**