

SURANA TELECOM AND POWER LTD.

(Formerly Surana Telecom Ltd.)

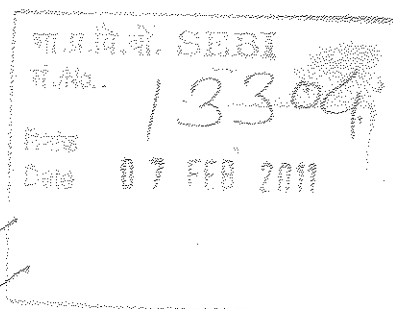
Surana Group **ISO 9001-2000 Certified Company**
(Power Cable Division)

2nd Floor, Surya
Sardar Patel Road,
Secunderabad-500 003, A.P., India.
Phones : 27845119, 27841198
Telefax : 0091-40-27848851
Website : <http://www.surana.com>
E.mail : info@surana.com

4th February, 2011

STPL/SECT // 73 /10-11

Shri Srikanth Mishra
Securities & Exchange Board of India
Division of Corporate Restructuring,
SEBI Bhavan,
Plot No.C4-A, 'G' Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051



AGM (SKM)

Dear Sir,

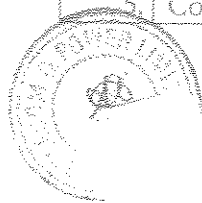
Sub : Request your interpretative guidance under Securities and Exchange Board of India (Informal Guidance) Scheme, 2003.

- Ref: 1. SEBI (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2008.
2. Our letter No. STPL/SECT/163 /2010-2011 dated 04.01.2011

With reference to the above and telecom we had with you, we herewith submit the following further information in respect to our query relating to:

The acquisition of additional shares or voting rights by the promoter group of the Company whose current holding is 59.39% without making a public announcement under Takeover Regulations.

S.N o	Particulars	Event Date	Enclosures
1.	Approval of Board for Buy-back of Equity Shares	22.04.2008	Certified true copy of Board resolution as Annexure I
2.	Application to SEBI by the Promoter Group to seek exemption from the application of Regulation 11(1) of Takeover Code	05.05.2008	-
3.	Receipt of Order copy of SEBI granting exemption in relation to Buy-back of Equity Shares	10.09.2008	Certified true copy of Order Copy as Annexure II
4.	% of promoter holding before commencement of Buy-back of Equity Shares	54.66	Certified true copy of share holding pattern as on 30.09.2008 as Annexure III
5.	Commencement of Buy-back	30.09.2008	-



6.	Closure of Buy-Back Offer	16.01.2009	Certified true copy of post Buy-Back Public Notice as Annexure IV
7.	% of promoter holding after the closure of Buy Back of Equity Shares	59.39%	Certified true copy of share holding pattern as on 31.03.2009 as Annexure V
8.	% of promoter holding as on 31.12.2010	59.39%	Certified true copy of Share holding pattern as on 31.12.2010 as Annexure VI

Please find enclosed a Demand Draft No. 660391 dated 03.02.2011 for Rs. 25,000/- drawn on HDFC Bank Ltd., payable at Mumbai in favour of SEBI being fees for clarification on the above said query.

Hence we request you to kindly process the application and clarify us on the above point at the earliest.

Thanking you.

for SURANA TELECOM AND POWER LIMITED

Pavani
PAVANI AKILIA
COMPANY SECRETARY



Encl: As above

Surana Group

SURANA TELECOM AND POWER LTD.

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ISO 9001-2000 Certified Company

(Power Cable Division)

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Sardar Patel Road,

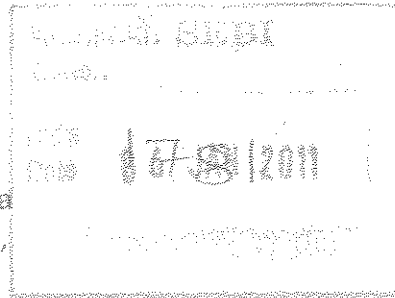
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4th January, 2011

STPL/SECT/163/10-11

Securities & Exchange Board of India

Division of Corporate Restructuring,

SEBI Bhavan,

Plot No.C4-A, 'G' Block,

Bandra Kurla Complex,

Bandra (East),

Mumbai - 400 051

CFD/DCR/04/07/2/11

AGH(SKM)

Dear Sir/Madam,

Sub: Request your interpretative letter under Securities and Exchange Board of India (Informal Guidance) Scheme, 2003.

Ref: 1. SEBI (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2008.
2. Our letter No. STPL/SECT/030/2009-10 dated 20.04.2009

With reference to the above, we have vide our above referred letter dated 20.04.2009 requested for your interpretative letter under SEBI (Informal Guidance) Scheme, 2003 regarding the acquisition of further shares by the Promoter Group without making public announcement. We enclose our letter as *Annexure 1* along with annexures thereto for your reference.

Consequently we have been replied vide your letter no. CFD/DCR/SKM/IG/178084/09 dated 25.09.2009, wherein we were asked to refer Circular No. CFD/DCR/TO/Cir-01/2009/06/08 dated 06.08.2009 for necessary clarification. (Enclosed the letter issued by you as *Annexure 2* for your reference). However, we need your opinion on the following matter which is already made out in our earlier letter and which we are unable to interpret even after referring the stated circular.

a) Whether the Promoter group of the company whose current holding is 59.39% can further acquire additional shares or voting rights without making a public announcement under the amended Takeover Regulations.



The Company is of the view that the Promoter Group can acquire additional shares keeping in view the following points.

- The promoter group has earlier obtained a specific and special exemption from SEBI for the indirect increase in their shareholding due to the buy back offer of the company and the said exemption was obtained prior to the above referred amendment.
- Promoters have not availed earlier the general relief provided to them under the amended regulations and hence, the same can be availed now.

Hence we request you to kindly clarify us on the above point.

Thanking you.

for SURANA TELECOM AND POWER LIMITED



RAVANI AKILLA
COMPANY SECRETARY

Ref: As above