



Suryachakra Power Corporation Limited

Regd. Off : SURYACHAKRA HOUSE, Plot No. 304-L-III, Road No. 78, Jubilee Hills, Hyderabad-500 096.
Phones : +91-40-3082 3000, 2355 0597 / 98, Fax : 040 - 2354 1339
E-mail : admin@suryachakra.com website : www.suryachakra.in



Ref: SPCL/BSE/31032014/

12th April, 2014

To
The General Manager
Dept. of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001
Fax: 022 2272 2061/2041

Dear Sir,


Sub: Compliances for the quarter ended March 31, 2014
Ref: Scrip Code: 532874

Please find enclosed the compliances for the Quarter ended March 31, 2014 as per the Listing Agreement.

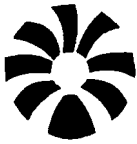
1. Quarterly Compliance Report on Corporate Governance as per clause 49 of the listing agreement
2. Shareholding pattern as per clause 35 of the listing agreement.
3. Reconciliation of Share Capital Audit from a Practicing Company Secretary for the quarter ended 31.03.2014
4. Certificate issued by a Practicing Company Secretary under clause 47(c) of the Listing Agreement for the half-year ended 31.03.2014

This is for your information and records.

For Suryachakra Power Corporation Limited


P S Chandramouli
Company Secretary

Encl: a/a



Suryachakra Power Corporation Limited

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ISO 9001 : 2008
ISO 14001 : 2004

REPORT ON CORPORATE GOVERNANCE - UNDER CLAUSE 49 OF THE LISTING AGREEMENT

Name of the Company : Suryachakra Power Corporation Limited

Scrip Code : 532874

Quarter ending on : March 31, 2014

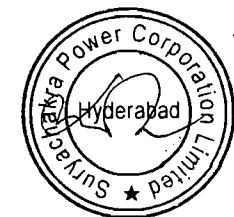
| Particulars | Clause of Listing Agreement | Compliance status Yes / No | Remarks |
|--|-----------------------------|----------------------------|--------------------------------------|
| 1 | 2 | 3 | 4 |
| I. Board of Directors | 49 I | YES | |
| (A) Composition of Board | 49 (IA) | YES | |
| (B) Non-executive Directors' compensation & disclosures | 49 (IB) | YES | |
| (C) Other provisions as to Board and Committees | 49 (IC) | YES | |
| (D) Code of Conduct | 49 (ID) | YES | |
| II. Audit Committee | 49 (II) | YES | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | YES | |
| (B) Meeting of Audit Committee | 49 (IIB) | YES | |
| (C) Powers of Audit Committee | 49 (IIC) | YES | |
| (D) Role of Audit Committee | 49 II(D) | YES | |
| (E) Review of Information by Audit Committee | 49 (IIE) | YES | |
| III. Subsidiary Companies | 49 (III) | YES | |
| IV. Disclosures | 49 (IV) | YES | |
| (A) Basis of Related Party Transactions | 49 (IVA) | YES | |
| (B) Disclosure of Accounting Treatment | 49 (IVB) | YES | |
| (C) Board Disclosures - Risk Management | 49 (IVC) | YES | |
| (D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IVD) | NA | |
| (E) Remuneration of Directors | 49 (IVE) | YES | To be Published in the Annual Report |
| (F) Management | 49 (IV F) | YES | To be Published in the Annual Report |
| (G) Shareholders | 49 (IVG) | YES | To be Published in the Annual Report |
| V. CEO/CFO Certification | 49 (V) | YES | To be Published in the Annual Report |
| VI. Report on Corporate Governance | 49 (VI) | YES | To be Published in the Annual Report |
| VII. Compliance | 49 (VII) | YES | To be Published in the Annual Report |

For Suryachakra Power Corporation Limited

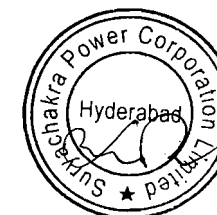

P S Chandramouli
Company Secretary

Place: Hyderabad,
Date: April 9, 2014

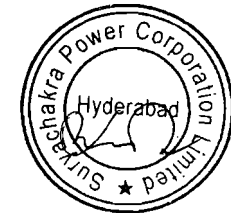
| (1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35 | | | |
|--|--------------------------------------|---|--|
| NAME OF THE COMPANY: SURYACHAKRA POWER CORPORATION LIMITED | | | |
| SCRIP CODE: | 532874 | Name of the Scrip: | |
| Class of Security: | | | |
| QUARTER ENDED: | 31/03/2014 | | |
| | | | |
| Partly paid-up shares | No. of partly paid-up shares | As a % of total no. of partly paid-up shares | As a % of total no. of shares of the Company. |
| Held by promoter/promoter group | 0 | 0 | 0 |
| Held by Public | 0 | 0 | 0 |
| Total: | 0 | 0 | 0 |
| | | | |
| Outstanding convertible securities: | No. of outstanding securities | As a % of total no. of outstanding convertible securities. | As a % of total no. of shares of the Company assuming full conversion of the convertible securities |
| Held by promoter/promoter group | 0 | 0 | 0 |
| Held by Public | 0 | 0 | 0 |
| Total: | 0 | 0 | 0 |
| | | | |
| Warrants: | No. of warrants | As a % of total no. of warrants | As a % of total no. of shares of the Company, assuming full conversion of warrants |
| Held by promoter/promoter group | 0 | 0 | 0 |
| Held by Public | 0 | 0 | 0 |
| Total: | 0 | 0 | 0 |
| Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities | 149632960 | 0 | 100.00 |



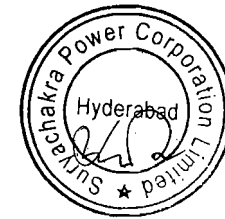
| CATEGORY CODE | CATEGORY OF SHAREHOLDER | NO OF SHAREHOLDERS | TOTAL NUMBER OF SHARES | NO OF SHARES HELD IN DEMATERIALIZED FORM | TOTAL SHAREHOLDING AS A % OF TOTAL NO OF SHARES | | SHARES PLEDGE OR OTHERWISE ENCUMBERED | |
|---------------|---|--------------------|------------------------|--|---|----------------------------|---------------------------------------|--------------------------------------|
| | | | | | AS a PERCENTAGE of (A+B) | AS a PERCENTAGE of (A+B+C) | NUMBER OF SHARES | AS a PERCENTAGE (IX)=(VIII)/(IV)*100 |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)=(VIII)/(IV)*100 |
| (a) | Bodies Corporate | 474 | 14036871 | 11983071 | 9.38 | 9.38 | | |
| (b) | Individuals | | | | | | | |
| | (i) Individuals holding nominal share capital upto Rs.1 lakh | 46528 | 42467313 | 42445192 | 28.38 | 28.38 | | |
| | (ii) Individuals holding nominal share capital in excess of Rs.1 lakh | 1291 | 53895988 | 53833488 | 36.02 | 36.02 | | |
| (c) | Others | | | | | | | |
| | NON RESIDENT INDIANS | 221 | 1394436 | 1394436 | 0.93 | 0.93 | | |
| | CLEARING MEMBERS | 34 | 235413 | 235413 | 0.16 | 0.16 | | |
| | TRUSTS | 4 | 4501 | 4501 | 0.00 | 0.00 | | |
| (d) | Qualified Foreign Investor | 0 | 0 | 0 | 0.00 | 0.00 | | |
| | Sub-Total B(2) : | 48552 | 112034522 | 109896101 | 74.87 | 74.87 | | |
| | Total B=B(1)+B(2) : | 48552 | 112034522 | 109896101 | 74.87 | 74.87 | | |
| | Total (A+B) : | 48572 | 149632960 | 147494539 | 100.00 | 100.00 | | |
| (C) | Shares held by custodians, against which Depository Receipts have been issued | | | | | | | |
| (1) | Promoter and Promoter Group | | | | | | | |
| (2) | Public | 0 | 0 | 0 | 0.00 | 0.00 | | |
| | GRAND TOTAL (A+B+C) : | 48572 | 149632960 | 147494539 | 100.00 | 0.00 | 35168440 | 23.50 |



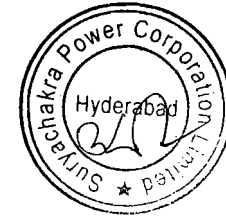
| (I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group" | | | | | | | | | | | |
|--|---------------------------------------|------------------------|-----------------------------------|-----------------------|--------------------|--|-------------------------|---|---------------------------------------|---|--|
| Sr.No | Name of the Shareholder | Details of Shares held | | Encumbered shares (*) | | | Details of Warrants | | Details of convertible securities | | Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
| | | No. of Shares held | As a % of grand total (A)+(B)+(C) | Pledge Shares | AS a percentage | AS a % of grand total (A) + (B) + (C) of sub-clause (I)(a) | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | As a % total number of convertible securities of the same class | |
| (I) | (II) | (III) | (IV) | (V) | (VI)=(V)/(III)*100 | (VII) | (VIII) | (IX) | (X) | (XI) | (XII) |
| 1 | MAUKTIKA ENERGY PRIVATE LIMITED | 19751397 | 13.20 | 19751397 | 100.00 | 13.20 | 0 | 0.00 | 0 | 0.00 | 13.20 |
| 2 | S M INFRASTRUCTURE INVESTMENT LIMITED | 5221898 | 3.49 | 5221898 | 100.00 | 3.49 | 0 | 0.00 | 0 | 0.00 | 3.49 |
| 3 | MANEPALLI INVESTMENTS PVT LIMITED | 3452602 | 2.31 | 2202343 | 63.79 | 1.47 | 0 | 0.00 | 0 | 0.00 | 2.31 |
| 4 | MANNEPALLI INVESTMENTS PVT.LTD | 1442900 | 0.96 | 1442900 | 100.00 | 0.96 | 0 | 0.00 | 0 | 0.00 | 0.96 |
| 5 | SURYAMANIKYAM MANEPALLI | 1428600 | 0.95 | 1428600 | 100.00 | 0.95 | 0 | 0.00 | 0 | 0.00 | 0.95 |
| 6 | MANGATAYARU MANEPALLI | 1256100 | 0.84 | 1256100 | 100.00 | 0.84 | 0 | 0.00 | 0 | 0.00 | 0.84 |
| 7 | MAUKTIKA ENERGY PRIVATE LIMITED | 1100000 | 0.74 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.74 |
| 8 | M SESHAVATHARAM | 1039744 | 0.69 | 1038630 | 99.89 | 0.69 | 0 | 0.00 | 0 | 0.00 | 0.69 |
| 9 | AASRIT ENERGY PRIVATE LIMITED | 725000 | 0.48 | 725000 | 100.00 | 0.48 | 0 | 0.00 | 0 | 0.00 | 0.48 |
| 10 | MANEPALLI SUNITHA | 552500 | 0.37 | 550000 | 99.55 | 0.37 | 0 | 0.00 | 0 | 0.00 | 0.37 |
| 11 | SURYA MANIKYAM MANEPALLI | 535595 | 0.36 | 535151 | 99.92 | 0.36 | 0 | 0.00 | 0 | 0.00 | 0.36 |
| 12 | MAUKTIKA ENERGY PRIVATE LIMITED | 315000 | 0.21 | 315000 | 100.00 | 0.21 | 0 | 0.00 | 0 | 0.00 | 0.21 |
| 13 | MANGATAYARU MANEPALLI | 170468 | 0.11 | 94787 | 55.60 | 0.06 | 0 | 0.00 | 0 | 0.00 | 0.11 |
| 14 | SESHAVATHARAM MANEPALLI | 153700 | 0.10 | 153700 | 100.00 | 0.10 | 0 | 0.00 | 0 | 0.00 | 0.10 |
| 15 | MANGATAYARU MANEPALLI | 134800 | 0.09 | 134800 | 100.00 | 0.09 | 0 | 0.00 | 0 | 0.00 | 0.09 |
| 16 | TONTEPU SRILATHA | 100000 | 0.07 | 100000 | 100.00 | 0.07 | 0 | 0.00 | 0 | 0.00 | 0.07 |
| 17 | SRILATHA THONTEPU | 70000 | 0.05 | 70000 | 100.00 | 0.05 | 0 | 0.00 | 0 | 0.00 | 0.05 |
| 18 | K RATNA HARITHA | 70000 | 0.05 | 70000 | 100.00 | 0.05 | 0 | 0.00 | 0 | 0.00 | 0.05 |
| 19 | KOLLURI RATNA HARITHA | 50000 | 0.03 | 50000 | 100.00 | 0.03 | 0 | 0.00 | 0 | 0.00 | 0.03 |
| 20 | VENKATA RAJU THONTEPU | 28134 | 0.02 | 28134 | 100.00 | 0.02 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| | TOTAL : | 37598438 | 25.13 | 35168440 | 93.54 | 23.50 | 0 | 0.00 | 0 | 0.00 | 25.13 |



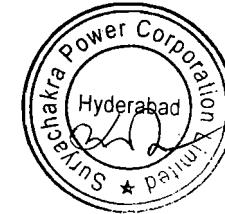
| (l)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares | | | | | | | | |
|---|-------------------------|-----------------------|--|-------------------------|---|---------------------------------------|--|---|
| Sr.No. | Name of the shareholder | Number of shares held | Shares as a percentage of total number of shares (i.e., Grant total (A)+(B)+(C) indicated in Statement at para (l)(a) above) | Details of warrants | | Details of convertible securities | | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital) |
| | | | | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class | |
| 1 | JBF INDUSTRIES LIMITED | 2431434 | 1.62 | 0 | 0.00 | 0 | 0.00 | 1.62 |
| 2 | PILLI RAJENDRA KUMAR | 1702504 | 1.14 | 0 | 0.00 | 0 | 0.00 | 1.14 |
| | | | | | | | | |
| | TOTAL : | 4133938 | 2.76 | 0 | 0.00 | 0 | 0.00 | 2.76 |



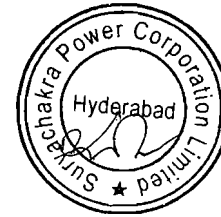
| (I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company | | | | | | | | |
|---|--|-----------------------|--|-------------------------|---|---------------------------------------|--|---|
| Sr.No. | Name(s) of the shareholder(s) and the Persons Acting In Concert (PAC) with shares held | Number of shares held | Shares as a percentage of total number of shares (i.e., Grant total (A)+(B)+(C) indicated in Statement at para (I)(a) above) | Details of warrants | | Details of convertible securities | | Total shares (Including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital) |
| | | | | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class | |
| | -NIL- | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL : | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |



| (i)(d) STATEMENT SHOWING DETAILS OF LOCKED-IN SHARES" | | | | |
|---|-------------------------|----------------------------|---|--------------------------------|
| Sr.No. | Name of the shareholder | Number of locked-in shares | Locked-in shares as a (%) percentage of total number of shares (i.e, Grand Total (A)+(B)+(C) Indicated in Statement at para (I)(a) above} | Promoter/Promoter Group/Public |
| | -NIL- | | | |
| TOTAL : | | 0 | 0 | |



| (II)(a) STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRS) | | | | |
|--|--|---------------------------|---|--|
| Sr.No. | Type of outstanding DR (ADRs,GDRs,SDRs,etc.) | Number of outstanding DRs | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at Para(I)(a) above} |
| | -NIL- | | | |
| | TOTAL : | 0 | 0 | 0 |



| Statement showing Holding of Depository Receipts (DRs), where underlying shares held by "Promoter/Promoter group" are in excess of 1% of the total number shares. | | | | |
|---|-----------------------|---|---|--|
| (ii)(b) | | | | |
| Sr.No. | Name of the DR Holder | Type of outstanding DR (ADRs, GDRs, SDRs, etc.) | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para(i)(a) above} |
| | | -NIL- | 0 | 0 |
| TOTAL : | | | 0 | 0 |

Certified True Copy

For Suryachakra Power Corporation Ltd.


Company Secretary

L.D.Reddy & Co

Company Secretaries

Phone(O) : 2331 5262

Mobile : 99499 38181

98492 69757

Office : Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Beside,

MMTS Rly. Station (South) Lakdi-ka-pool, Hyderabad-500 004, E-mail : l.d.reddy@gmail.com

L.Dhananjay Reddy

B.Com.LL.B., ACS

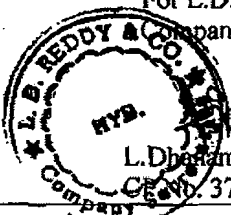
RECONCILIATION OF SHARE CAPITAL AUDIT

| | | | |
|----|--|--|---------------------------|
| 01 | For the quarter ended | 31 st March, 2014 | |
| 02 | ISIN | INE274101016 | |
| 03 | Face Value | Rs. 10/- | |
| 04 | Name of the company | M/s. Suryachakra Power Corporation Limited | |
| 05 | Registered Office Address | Suryachakra House, Plot No.: 304-L-III, Road No.:78, Jubilee Hills, Hyderabad – 500 033. | |
| 06 | Correspondence Address | Suryachakra House, Plot No.:304-L-III, Road No.:78, Jubilee Hills, Hyderabad – 500 096. | |
| 07 | Telephone & Fax Nos. | 040-30823041 | |
| 08 | Email address | cosecretary@suryachakra.com | |
| 09 | Names of the Stock Exchanges where the company's securities are listed | Bombay Stock Exchange of India Limited | |
| | | Number of Shares | % of Total issued capital |
| 10 | Issued Capital | 14,96,32,960 | 100.00 % |
| 11 | Listed Capital (Exchange-wise): The Stock Exchange Mumbai (BSE & NSI) | 14,96,32,960 | 100.00 % |
| 12 | Held in dematerialized form in NSDL | 89959765 | 60.12% |
| 13 | Held in dematerialized form in CDSL | 57534774 | 38.45% |
| 14 | Physical | 2138421 | 1.43 % |
| 15 | Total no of shares (12+13+14) | 14,96,32,960 | 100.00 % |
| 16 | Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15): | NIL | |
| | a. Difference Between (10 & 11) | NIL | |
| | b. Difference between (10&15) | NIL | |
| | C. difference between (11&15) | NIL | |

17. Certifying the details of changes in share capital during the quarter under consideration as per Table: N.A.

| Particulars | No. of shares | Applied/Not Applied for listing | Listed on Stock Exchanges (Specify Names) | Whether intimated to CDSL | Whether intimated to NSDL | In-prin. appr. pending for SE (Specify Names) |
|-------------|---------------|---------------------------------|---|---------------------------|---------------------------|---|
| --- | --- | --- | --- | --- | --- | --- |



| | | |
|---|--|---|
| 18 | Register of Members is updated (Yes/No): If not, updated up to which date | Yes |
| 19 | Reference of previous quarter with regards to excess dematerialized shares if any: | Not Applicable |
| 20 | Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? | Not Applicable |
| 21 | Mention the total No. of requests, if any, confirmed after 21 days and the total No. of requests pending beyond 21 days with the reasons for delay | |
| | Total No. of demat requests | No. of requests |
| | Confirmed after 21 Days | Nil |
| | Pending for more than 21 days | Nil |
| | No. of shares | Nil |
| | Reasons for delay | Nil |
| 22 | Name, Telephone & Fax No. of the compliance officer of the Co | P S Chandramouli Ph.No. 040 30823035 |
| 23 | Name, Address, Tel. & Fax No., Regn. No. of the Auditor | L. Dhanamjaya Reddy Flat No.6-2-1/2, Flat No.504, Afzal Commercial Complex, Beside MMTS Rly Station (South), Lakdi-ka-Pool, Hyderabad-500 004 Phone No: 040-23315262 |
| 24 | Appointment of common agency for share registry work [if yes (name & address)] : | Yes, K S Reddy – Asst. Gen. Manager, Karvy Computershare Private Limited, Karvy House, Avenue # 4, Road No. 10, Banjara Hills, Hyderabad – 500 034. |
| 25 | Any other detail that the auditor may like to provide (e.g. BIFR company, delisting from SE, company changed its name etc.): | Nil |
| <p>Place: Hyderabad Date: 09.04.2014</p> <p style="text-align: right;">For L.D.Reddy & Co. Company Secretaries</p> <p style="text-align: right;">  L.Dhanamjaya Reddy C.No. 3752 </p> | | |

L.D.Reddy & Co

Company Secretaries

Phone(O) : 2331 5262
Mobile : 99499 38181
98492 69757

Office : Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Beside.
MMTS Rly. Station (South) Lakdi-ka-pool, Hyderabad-500 004, E-mail : l.d.reddy@gmail.com

L.Dhananjay Reddy

B.Com.LL.B., ACS

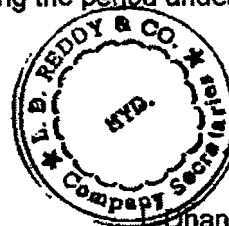
CERTIFICATE UNDER CLAUSE 47(C) OF THE LISTING AGREEMENT

FOR THE HALF YEAR ENDED 31st MARCH, 2014

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **SURYA CHAKRA POWER PRIVATE LIMITED**, a Company registered under the Companies Act, 1956 having its Registered Office at Suryachakra House, Plot No: 304-L-III, Road No: 78, Jubilee Hills, Hyderabad-500033 maintained and made available by **Bombay Stock Exchange of India Limited**, (RTA) pertaining to transfer of Equity Shares of the company for the period from 30th September 2013 to 31st March 2014, for the purpose of issuing a Certificate as per Clause 47C of the Listing Agreement entered into by **SURYA CHAKRA POWER PRIVATE LIMITED** with BSE and basing on the information provided by the Company, hereby certify that the company has delivered during half year ended on 31th March, 2014.

- A) Share Certificate relating to the Share Transfer Deeds received during the period from **30th September, 2013 to 31st March 2014** as entered in the Memorandum of Transfers has been issued within one month from respective date of lodgment of each deed excepting those rejected on technical grounds.
- B) There was no request for issue of Duplicate Share Certificates, consolidation of shares and issue of Split certificates during the period under review.

Date: 11.04.2014
Place: Hyderabad



L.Dhananjay Reddy
Company Secretary in whole time practice
C.P No. 3752