



SOUTHERN-ONLINE BIOTECHNOLOGIES LIMITED

CIN : L72900AP1998PLC030463

H.No. : 8-3-833/173, Kamalapur Colony, Phase - II, Hyderabad - 500 073

NOTICE OF POSTAL BALLOT

NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013.

Notice is hereby given pursuant to section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules 2014, to transact the following special business by the members of M/s Southern Online Bio Technologies Limited by passing resolution through postal ballot.

1. Disclosure of details of natural persons who are beneficial owners in case of allotment of 77,15,414 equity shares on preferential basis to Promoter group and Non promoters.

To Consider, and if thought fit to pass the following resolution as Special Resolution:

“RESOLVED THAT pursuant to Regulation 73 of SEBI (ICDR) Amedments, 2013 the details of natural persons who are beneficial owners of allottees for 43,98,267 equity shares namely, M/s Khuja Marketing Private Limited and M/s. Advait B.V in the total allotment of 77,15,414 shares on preferential basis to Promoter group and Non-promoters as disclosed below be and are hereby noted and ratified

S.No.	Name of Allottee	Category	Natural persons , who are ultimate beneficial owners
1.	Khuja Marketing Private Limited (75,000 Equity shares)	Non Promoter	1)Ashok Kumar Tandon - Shareholder 2) NishaTandon - Shareholder 3) AnishaTandon - Shareholder 4) AnkushTandon - Shareholder 5) PriyankaTandon - Shareholder
2.	Advait B.V (43,23,267 Equity Shares)	Non Promoter	1) Banoo, SajidMahomed Hussein - Shareholder 2)DittakaviSaiMitra - Shareholder

For and on behalf of the Board
Southern Online Bio Technologies Limited

Sd/-
G.Anupama
Company Secretary

Place: Hyderabad
Date:18th July 2014

Postal Ballot Notice



ANNEXURE TO THE RESOLUTION

Explanatory Statement

Pursuant to Section 102 of the Companies Act, 2013.

Item no 1

The Company in its board meeting held on 27.03.2014 has considered the proposal of issue of 77,15,414 equity shares on preferential basis to Promoter/Promoter group and Non Promoters and recommended to shareholders and the same was approved by the shareholders by way of postal ballot dated 27.03.2014.

The Company has made an application to BSE seeking in-principle approval for proposed allotment. However in the Postal Ballot notice dated 27.03.2014 sent to the shareholders, the details of natural persons who are the beneficial owners of proposed allottees in the non-promoter category -M/s.Khuja Marketing Private Limited and M/s. Advait B.V. were missed out inadvertently.

BSE vide letter dated 26.05.2014 granted approval for allotment of shares. As per the condition laid down by BSE for the allotment of 77,15,414 equity shares, the Company has to make disclosure of the said details to the share holders. Pursuant to the above, we furnish hereunder the details of the natural persons who are the beneficial owners in case of said two (2) non promoter category shareholders.

S.No.	Name of Allottee	Category	Natural persons , who are ultimate beneficial owners
1.	Khuja Marketing Private Limited (75,000 Equity shares)	Non Promoter	1)Ashok Kumar Tandon - Shareholder 2) NishaTandon - Shareholder 3) AnishaTandon - Shareholder 4) AnkushTandon - Shareholder 5) PriyankaTandon - Shareholder
2.	Advait B.V (43,23,267 Equity Shares)	Non Promoter	1) Banoo, SajidMahomed Hussein - Shareholder 2)DittakaviSaiMitra - Shareholder

None of the Directors or key managerial personnel and their relatives is concerned or interested in the aforesaid resolution.

For and on behalf of the Board
Southern Online Bio Technologies Limited

Sd/-
G.Anupama
Company Secretary

Place: Hyderabad
Date:18th July 2014

Process of Postal Ballot.

Mr. Vivek Surana, Practicing Company Secretary, Hyderabad bearing C.P. No. 12901 has been appointed as scrutinizer, for conducting the postal ballot process.

The postal ballot together with the relevant instructions is enclosed. You are requested to carefully read the instructions printed in the Postal Ballot Form and return the form duly completed in all respects, in the attached self addressed postage pre-paid envelope so as to reach the Scrutinizer on or before 20.08.2014.

The scrutinizer will submit his report to the Chairman, on 21.08.2014 and the results of the above postal ballot will be announced by the Chairman on 21.08.2014 at the registered office of the company.

For and on behalf of the Board
Southern Online Bio Technologies Limited

Sd/-
G.Anupama
Company Secretary

Place: Hyderabad
Date: 18th July 2014

INSTRUCTIONS FOR VOTING

Voting through Physical postal ballot form

1. The members are requested to carefully read the instructions printed in the Postal Ballot form and return the postal ballot form duly completed with the assent (for) or dissent (against) before 20.08.2014 (5.30 P.M) to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the member.
2. The members are requested to exercise their voting rights by using the attached Postal Ballot form only. No other form or photocopy thereof is permitted.
3. Envelopes containing Postal Ballot form if deposited in person or sent by courier at the expense of the registered member will also be accepted.

E-Voting facility

In compliance with provisions of Section 108 of the Companies Act 2013, read with the Rules and clause 35B of the Equity Listing agreement, the Company is pleased to offer e-voting facility for the members to enable them to cast their votes electronically. Members have option to vote either through e-voting or through the Postal Ballot Form.

If a member has opted for e-voting, then he/she should not vote by postal ballot also and vice-versa. However, in case members cast their vote both via physical ballot and e-voting, then voting through physical ballot shall prevail and voting done by e-voting shall be treated as invalid.

For the purpose the Company has signed an agreement with the Central Depository Services (India) Limited (CDSL) for facilitating e-voting. The instructions for members for voting electronically are as under :

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on “Shareholders” tab.
- (iii) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- (iv) Now Enter your User ID

For CDSL: 16 digits beneficiary ID,

For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

Members holding shares in Physical Form should enter Folio Number registered with the Company.

Next enter the Image Verification as displayed and Click on Login.

- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the sequence number (available in the address label pasted in the cover and/ or in the email sent to Members) in the PAN field.</p> <p>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</p> <p>Please enter any of the details in order to login. In case both the details are not recorded with the depository or Company. Please enter the member id/folio number in the dividend bank details field.</p>
DOB#	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>

<p>Dividend Bank Details#</p>	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <p>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</p>
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- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVSN for Southern Online Bio Technologies Limited.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (vii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

- (x) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xi) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com. After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on. The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

Please follow all steps from sl. no. (i) to sl. no. (ix) above to cast vote.

The voting period begins on 21.07.2014 at 5.30 P.M. and ends on 20.08.2014 at 5.30 P.M.. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on 11.07.2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

NOTE: Members have option either to vote through e-voting process or through the postal ballot form. Members who have received the Postal Ballot Notice by e-mail and who wish to vote through Postal Ballot Form can seek duplicate Postal Ballot Form from M/s Aarthi Consultations Pvt Ltd., fill in the requisite details and send the same to the scrutinizer.



SOUTHERN-ONLINE BIOTECHNOLOGIES LIMITED

CIN : L72900AP1998PLC030463

H.No. : 8-3-833/173, Kamalapuri Colony, Phase - II, Hyderabad - 500 073

POSTAL BALLOT FORM

Serial No:

1. Name(s) of Shareholder(s)
(Including joint holders, if any) :
(in Block Letters)
2. Registered address of the sole/
first named shareholder :
3. Registered folio No. /
DP ID No. / Client ID No.* :
(* Applicable to investors holding
Shares in dematerialized form)
4. Number of shares held :

I / We hereby exercise my / our vote in respect of the Special Resolution to be passed through postal ballot for the business stated in the Notice of the Company by sending my / our assent or dissent to the said resolution by placing the tick (✓) mark at the appropriate boxes below.

Description	No. of Shares	I / We assent to the resolution	I / We dissent to the resolution
1. Special Resolution under the Companies Act 2013,			

Place :

(Signature of the Shareholder)

Date :

Note: Please read the instructions printed overleaf carefully before exercising your vote

Postal Ballot Notice



INSTRUCTIONS:

1. Shareholders desiring to exercise their vote by postal ballot should complete this Postal Ballot Form and send it to the Company in attached self-addressed Stamped envelope.
2. However, envelopes containing postal ballots, if sent by courier at the expenses of the registered shareholder will also be accepted.
2. The self-addressed stamped envelope bears the address to which duly filled in postal ballot form to be sent.
4. This form should be completed and signed by the shareholder only. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the company) by the first named shareholder and in his absence, by the next named shareholder.
5. The consent must be accorded by recording the assent in the "Assent Column" and dissent in the "Dissent Column" by placing a tick mark (✓) in the appropriate columns.
6. Incomplete and unsigned Postal Ballot Forms will be rejected.
7. The notice is being sent to all the members whose name would appear on the Register of Members as on 11.07.2014.
8. Duly completed Postal Ballot Forms should reach the company not later than 5.30 p.m. on 20.08.2014. All Postal Ballot Forms received after this will be strictly treated as if the reply from the shareholder(s) has not been received.
9. In the case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Authority.
10. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed stamped envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the scrutinizer.
11. The Scrutinizer's decision on the validity of a Postal Ballot will be final.

CALENDER OF EVENTS

S No.	Particulars of the items	Date of the Event
1.	Date on which consent given by the Scrutinizer to act as scrutinizer for the postal ballot	17.07.2014
2.	Date of appointment of scrutinizer	18.07.2014
3.	Date of completion of dispatch of notice along with postal ballot	21.07.2014
4.	Date of paper publication of dispatch of notice	22.07.2014
5.	Last date for receiving postal ballot by scrutinizer	20.08.2014
6.	Submission of the report by the scrutinizer	21.08.2014
7.	Date of handing over of report, ballot papers etc to the Chairman	21.08.2014
8.	Date of declaration of results by the chairman	21.08.2014
9.	Date of signing of minutes by the Chairman	21.08.2014
10.	Date of publication of postal ballot results in newspaper	22.08.2014