

JEEVAN SCIENTIFIC TECHNOLOGY LIMITED

Reg. Office: Plot No. 1 & 2, Sai Krupa Enclave Manikonda Jagir,
Near Lanco Hills, Golconda Post, Hyderabad-500 008.

Telephone: 91-40-67364700, Fax: 91-40-67364707, CIN: L72200TG1999PLC031016

Website: www.jeevanscientific.com | email: info@jeevanscientific.com

NOTICE OF POSTAL BALLOT

[Notice Pursuant to Section 110 of the Companies Act, 2013, read with rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given that the following resolutions are required to be passed through Postal Ballot pursuant to the provisions of the Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modifications or re-enactment thereof, for the time being in force) for seeking consent of members of the Company.

The Board of Directors of the Company appointed Shri. Sarveswar Reddy (C.P. No.7478), proprietor of M/s. S. S. Reddy & Associates, Company Secretaries, Hyderabad as scrutinizer for conducting the postal ballot process (including e-voting) in a fair and transparent manner.

You are requested to read the instructions attached herewith, record your assent (for) or dissent (against) therein by filing necessary details and affixing your signature at the designated place in the Form and return the same in original duly completed in the enclosed self-addressed, postage pre paid in land letter, so as to reach with the scrutinizer not later than the close of working hours i.e 5.00 pm. on 4th October, 2016.

In compliance with the provision of Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is also offering e-voting facility as an alternate mode of voting to its members who can cast their vote electronically instead of physical submission to the Postal Ballot Forms. For this purpose, the Company has made an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating the e-voting platform. Upon completion of the scrutiny of forms and electronic responses, the scrutinizer will submit his report to the Chairman/Managing Director of the Company. The Results of the postal ballot will be announced by the Chairman/Managing Director on 5th October, 2016 at 4.00 P.M. at the Registered Office of the Company.

The aforesaid results shall be intimated to the Stock Exchange(s) where the shares of the Company are listed and displayed on the website of the Company and website of CDSL.

The Members are requested to consider and, if thought fit, to pass the following resolutions. The resolutions, if approved, will be taken as passed effectively on the date of declaration of results of Postal Ballot (including e-voting).

RESOLUTIONS:

1. TO INCREASE IN BORROWING POWERS UNDER SECTION 180 (1) (C) OF THE COMPANIES ACT 2013:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 180 (1) (c) and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and provisions of Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (Board) at any time to borrow sum or sums of monies together with the monies already borrowed by the Company, if any, (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) from Financial Institutions / Banks / NBFC / Body Corporate / Individuals / other funding agencies (lenders), may exceed, at any time, the aggregate of the paid-up share capital of the Company and its free reserves, provided however, the total amount so borrowed in excess of the aggregate of the paid-up share capital of the Company and its free reserves shall not at any time exceed Rs. 100 crores (Rupees One Hundred Crores Only).”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board and/ or its duly constituted Committee be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may, in its absolute discretion think fit and authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and to execute all documents/ deeds/ papers/ writings/ agreements as may be necessary, proper, desirable or expedient.”

2. CREATION OF MORTGAGE AND / OR CHARGE OVER THE MOVEABLE AND IMMOVEABLE PROPERTIES OF THE COMPANY.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to Section 180(1) (a) and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the members of the Company be and is hereby accorded to mortgage and/or create a charge on the immovable and moveable properties of the Company wheresoever situate, present and future, in favour of Financial Institutions / Banks / NBFC / Body Corporate / Individuals / other funding agencies (lenders) or the trustees for the lenders of the Company to secure the financial assistances granted / to be granted by the lenders up to an amount in the aggregate not exceeding Rs. 100 crores, together with all interest thereon, commitment charge, costs, charges, expenses and all other moneys payable by the Company to the lenders in terms of the respective facility agreements entered

into by the Company in respect of the aforesaid assistances”.

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board and/ or its duly constituted Committee be and is hereby empowered and authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution”.

3. AMENDMENT OF MAIN OBJECTS OF THE COMPANY.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** the Main Objects of the Memorandum of Association of the company mentioned under III (A) be and are hereby amended by merging clauses 3 and 4 as clause 3 which shall read as under and by inserting new sub clause 4 as mentioned below:

3. To carry on research, develop, fabricate, assemble, manufacture, purchase, take on hire or otherwise acquire, own, manage, maintain, repair, alter, process, service, let on hire, sell, lease out or otherwise dispose off and deal in and provide, Information gateways, solid state speech based products, micro process based control systems, computers, computer peripherals, computer consumables, telecommunication equipment, satellites, transponders, transmission and broadcasting equipment, switching equipment, telephone switches, wireless apparatus, cables, computers, computer peripherals and accessories, modems, fax machines, televisions, telephones, Tele-printers, digital converters, data converters, and all other equipment, instruments, and products used in or required for transmission, communication and information technology including radio receivers, transmitters, image processors, data processors, electromagnetic waves intended for radio, telegraphic, telephonic and other communication purposes, audio and video reproduction, projection and amplification equipment and instruments, accessories and components thereof and to produce, assemble, process, develop, own, take on hire, or otherwise acquire, telecast, broadcast, let on hire, maintain, let on hire, lease out, sell, distribute or otherwise dispose off and deal in educational programs, entertainment programs, computer aided designs, animated films, cinematographic films, advertisements, bulletins, literature and other audio video products for industrial, commercial, domestic and advertisement purposes and to disseminate information relating to any product, activity or other matter.
4. To design, fabricate, assemble, manufacture and erect, install service and supply all types of components used in renewable and conventional energies systems including Solar, Wind, Biomass, Thermal, Hydro, nuclear, steam, hydro or tidal, water, hydrocarbon fuel or any other form, kind or description and other related systems in the value chain including to design, fabricate, assemble, manufacture and erect,

Jeevan Scientific Technology Limited

install service, supply all types of components, commissioning, maintain and provide related services in off-grid and on grid systems and to conduct research and development and to deal in the know-how engineering and consulting services involved in the above areas, as well as other energy based activities both in India and abroad and to export, import, trade in related hardware and system technology, both domestically and internationally.

For and on Behalf of the Board of Directors
Jeevan Scientific Technology Limited

Sd/-

Kilaru Gopi Krishna
Managing Director
(DIN: 02376561)

Date : 30-Aug-2016
Place : Hyderabad

Jeevan Scientific Technology Limited

Notes:

1. The explanatory statement pursuant to Section 102 of the Act stating all material facts and the reasons for the proposed resolution is annexed herewith.
2. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on September 2, 2016. The Postal Ballot Notice is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agents (in case of physical shareholding). For Members whose email IDs are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode along with postage prepaid self-addressed Business Reply Envelope.
3. Members whose names appear on the Register of Members / List of Beneficial Owners as on September 2, 2016 will be considered for the purpose of voting.
4. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.
5. The Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid.
6. In case a Member is desirous of obtaining a printed Postal Ballot Form or a duplicate, he or she may send an e-mail to ssrfcs@gmail.com. The Registrar and Share Transfer Agent / Company shall forward the same along with postage-prepaid self-addressed Business Reply Envelope to the Member.
7. Voting rights shall be reckoned on the paid-up value of shares registered in the names of the Members as on September 2, 2016.
8. In compliance with Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder, the Company has provided the facility to the Members to exercise their votes electronically and vote on all resolutions through the e-voting service facility arranged by CDSL. The instructions for electronic voting are annexed to this Notice.
9. A Member cannot exercise his vote by proxy on postal ballot.
10. Members desiring to exercise their vote by physical postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed and signed, in the enclosed self-addressed Business Reply Envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than close of working hours (i.e. 17:00 Hours IST) on October 4, 2016. The postage will be borne by the Company. However, envelopes containing postal ballots, if sent by courier or registered / speed post at the expense of the Members

Jeevan Scientific Technology Limited

will also be accepted. If any postal ballot is received after 17:00 Hours IST on October 4, 2016, it will be considered that no reply from the Member has been received.

11. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the result of the voting by postal ballot will be announced by the Chairman or Managing Director or any Director of the Company duly authorized, on or before October 5, 2016 at the Registered office of the company and will also be displayed on the Company website (www.jeevanscientific.com), besides being communicated to the Stock Exchanges, Depository, Registrar and Share Transfer Agent on the said date.
12. The date of declaration of results of the postal ballot i.e. on or before October 5, 2016, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
13. All the material documents referred to in the explanatory statement will be available for inspection at the Company's office in Hyderabad during office hours on all working days from the date of dispatch of the Notice till October 4, 2016
14. In compliance with provisions of Section 108, 110 of the Companies Act, 2013 read with Rules prescribed thereunder, as amended, and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is pleased to provide remote e-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of CDSL for the purpose of providing (the "Remote e-voting") e-voting facility to all its Members. Members have option to vote either through e-voting or through Ballot Form.

The instructions for e-voting are as follows:

(I) In case of members receiving e-mail:

- i. The shareholders should log on to the e-voting website www.evotingindia.com.
- ii. Click on Shareholders.
- iii. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. 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.

Jeevan Scientific Technology Limited

vi. If you are a first time user follow the steps given below:

PAN	For Members holding shares in Demat Form and Physical Form
	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• 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 8 digits of the sequence number in the PAN field.• 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.
DOB	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.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. 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 as mentioned in instruction (iv).

vii. After entering these details appropriately, click on “SUBMIT” tab.

viii. Members holding shares in physical form will then directly reach 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.

ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

x. Click on the EVSN for the relevant <Company Name> on which you choose to vote.

xi. 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

Jeevan Scientific Technology Limited

option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- xii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiii. 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.
- xiv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvi. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(II) In case of members receiving the Physical copy of Notice of Postal Ballot [for members whose e-mail IDs are not registered with the company/ depository participant(s) or requesting physical copy]:

- A. Please follow all steps from sl. no. (ii) to sl. no. (xvii) above, to cast vote.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for 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.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- B. 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.com under help section or write an email to helpdesk.evoting@cdslindia.com.

**EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)**

Item No: 1 & 2

The members had earlier accorded their consent to the Board of Directors to borrow a sum of money up to Rs.2.00 Crores at an Extra-Ordinary General Meeting held on 19-Mar-1999 under Section 293(1) (d) of the Companies Act, 1956. The consent of the members of the Company is sought, to enable the Board of Directors to borrow monies from Financial Institutions / Banks / NBFC / Body Corporate / Individuals / other funding agencies (lenders), by an amount not exceeding Rs.100 Crores (Rupees One Hundred Crores only) in excess of the paid up share capital and free reserves pursuant to section 180(1) (c) of Companies Act, 2013. The revision in borrowing powers is sought for expansion of business operations and to meet the working capital requirements arises in future.

The proposed borrowings of the Company may, if necessary, be secured by way of charge/ mortgage /hypothecation on the Company’s assets in favour of Financial Institutions / Banks / NBFC / Body Corporate / Individuals / other funding agencies (lenders) or the trustees as mentioned in the Resolutions under Item No. 1 & 2 of the Notice of Postal Ballot.

The Board recommends the Resolutions at Item No.1 & 2 of the Notice for approval of the shareholders by a Special Resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at item no. 1 & 2 of the Notice of Postal Ballot.

Item: 3

The Board of directors of the company felt to diversify the business activities of the company to solar energy and other renewable and non-renewable source of energy etc. In this regard the Board approved to amend the main objects subject to the approval of the members of the company.

Pursuant to the provisions of Section 13 of the Companies Act, 2013, amendment of objects requires approval of members. Hence, approval of the members is sought in terms of the said sections.

Your Directors recommend the above Special Resolution for your approval.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at item no. 3 of the Notice of Postal Ballot.

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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 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. To increase in borrowing powers under section 180 (1) (c) of the companies act 2013:			
2. Creation of mortgage and / or charge over the moveable and immoveable properties of the company under section 180(1)(a).			
3. Amendment of main objects of the company.			

Place :

Date :

(Signature of the Shareholder)

Notes:

1. Please read the instructions printed overleaf carefully before exercising your vote.
 2. For e-voting, please refer the instructions under "E-Voting Facility" in the Notice attached herewith.
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Jeevan Scientific Technology Limited

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.
3. 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 02.09.2016.
8. Duly completed Postal Ballot Forms should reach the company not later 5.00 p.m. on 04.10.2016. 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.

Sl. No	Particulars of the items	Dates
1	Date on which consent given to act as Scrutinizer	29.08.2016
2	Date of appointment of Scrutinizer	30.08.2016
3	Date of Completion of dispatch of notice along with postal ballot	05.09.2016
4	Date of paper publication of dispatch of notice	06.09.2016
5	Last date for receiving postal ballot by scrutinizer	04.10.2016
6	Submission of report by Scrutinizer	05.10.2016
7	Date of handing over of report, postal ballot papers etc to chairman	05.10.2016
8	Date of declaration of result by the Chairman	05.10.2016
9	Date of signing of minutes by the Chairman	05.10.2016
10	Paper publication of Results of Postal ballot	06.10.2016