



## SUJANA TOWERS LIMITED

CIN : L40109TG2006PLC049743

Regd. Office: No. 18, Nagarjuna Hills, Panjagutta, Hyderabad - 500 082.

Tel : +91-40-23351882/85/87 Fax : +91-40-23358499

Website : www.sujana.com

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### NOTICE OF POSTAL BALLOT

*Pursuant to Section 110 of the Companies Act, 2013*

To

The Members of **Sujana Towers Limited**

Notice is hereby given that, pursuant to Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, that the following resolutions are proposed to be passed by way of postal ballot:

1. To change the name of the Company from "Sujana Towers Limited" to "Neueon Towers Limited" and consequent alteration to Memorandum of Association and Articles of Association of the Company.
2. To shift the Registered office of the Company within the same State.

The Explanatory Statement pertaining to the said resolutions proposed in this Notice setting out all material facts and reasons thereof along with Postal Ballot Form are annexed herewith.

The Company has appointed Shri Y. Ravi Prasada Reddy, Practicing Company Secretary (CP No. 5360), Hyderabad as Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

Members may note that as required under the provisions of Sections 108, 110 of the Act and other applicable rules in that regard and Regulation 44 of SEBI(Listing Obligations And Disclosure Requirements) Regulations, 2015, the Company has engaged the services of National Securities Depository Limited ("NSDL") to provide e-voting facility to members of the Company for the Postal Ballot as an alternate, which would enable the members to cast their votes electronically, instead of casting their votes physically and sending back the Postal Ballot forms to the Company/Scrutinizer. If a member has voted through e-voting facility, he is not required to send back the Postal Ballot form. If a member votes through e-voting facility as well as send his/her vote through the Postal Ballot Form, the vote cast through e-voting shall only be considered and voting through postal ballot form shall not be considered by the Scrutinizer.

The voting period begins from 5.00 p.m. on 8th August, 2016 and ends at 6.00 p.m. on 7th September, 2016. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 29th July, 2016 may cast their vote electronically. The e-voting facility is available at the link [www.evoting.nsdl.com](http://www.evoting.nsdl.com), and the members may refer to the instructions given for e-voting mentioned in this Notice.

Members opting to vote physically (i.e. through the Postal Ballot Form) are requested to read carefully the instructions appended to the Postal Ballot Form(enclosed herewith) and return the Form duly filled and signed by using the attached self-addressed pre-paid postage envelope so as to reach the Scrutinizer Shri Y. Ravi Prasad Reddy, Sujana Towers Limited, Plot No. 18, Nagarjuna Hills, Panjagutta, Hyderabad - 500 082, Telangana on or before the close of working hours (i.e. 06:00 P.M.) on 7th September, 2016. Please note that any Postal Ballot Form(s)received after the said date will be treated as invalid/not been voted.

Members holding shares whose name appears in the Register of Members / Record of Depositories as on 29th July, 2016 (cut off date), will be entitled to vote.

The Scrutinizer will submit his report to the Chairman of the Company on 8th September, 2016 after completion of his scrutiny and the results of the postal ballot will be declared by the Chairman or in his absence by any Director authorized by the Chairman on Thursday, 8th September, 2016 at 06.00 P.M. at the Registered Office of the Company. The results will also be posted on the website of the Company [www.sujana.com](http://www.sujana.com) and the same shall be intimated to the Stock Exchanges and Public at large.

The date of declaration of results will be taken as the date on which the resolutions were passed by the members of the Company.

## **Special Business:**

### **Item No.1**

*The following special resolution is proposed to be passed through postal ballot:*

**To change the name of the Company from “Sujana Towers Limited” to “Neueon Towers Limited” and consequent alteration to Memorandum of Association and Articles of Association of the Company.**

“RESOLVED THAT pursuant to the provisions of Section 4,13,14 and 15 and all other applicable provisions if any of the Companies Act,2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and subject to approval of Central Government, Registrar of Companies and any other statutory approvals as may be required in this matter, consent of the members of the Company be and is hereby accorded for changing the name of the Company from “Sujana Towers Limited ” to “Neueon Towers Limited” as made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs (MCA).

RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation consequent upon change of name, the old name, i.e. “Sujana Towers Limited” be substituted with the new name, i.e. “ Neueon Towers Limited” in the Memorandum and Articles of Association of the Company, other necessary documents and at all other places wherever appearing.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Shri G. Srinivasa Raju, Managing Director, Shri S. Hanumantha Rao, Director of the Company be and are hereby severally authorized to make necessary application for obtaining approval to the change of name accordingly to the Registrar of Companies, Andhra Pradesh & Telangana.

RESOLVED FURTHER THAT Shri G. Srinivasa Raju-Managing Director and Shri S. Hanumantha Rao-Director of the Company be and are hereby severally authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of change of name with the Registrar of Companies, Andhra Pradesh & Telangana.”

### **Item No: 2**

*The following special resolution is proposed to be passed through postal ballot:*

**To Shift the Registered office of the Company within the same State.**

“RESOLVED THAT pursuant to provisions of Sections 12 and Section 110 and other applicable provisions if any of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Rules made there under and subject to such permission(s), sanction(s) or approval(s) as may be required under the provisions of the said Act or under any other Law for the time being in force or any statutory modification(s) or amendment(s) thereof, consent of the members of the Company be and is hereby accorded to shift the Registered Office of the Company from the Plot No.18, Nagarjuna Hills, Punjagutta, Hyderabad-500082, Telangana to Sy. No. 321, Turkala Khanapur Village, Hatnur Mandal, Medak District, Telangana-502 201, within the state of Telangana.

RESOLVED FURTHER THAT Shri S. Hanumantha Rao, Director of the Company, and Shri Pathan Apser Hussien, Company Secretary of the Company, be and are hereby severally authorised, on behalf of the Company , to do all acts, deeds and things as may be deem necessary, proper or desirable and to sign, execute all necessary documents , applications and returns for purpose of giving effect to the above resolution and to file necessary forms with Ministry of Corporate Affairs (MCA) and/or Registrar of Companies, Andhra Pradesh & Telangana.”

BY ORDER OF THE BOARD

Place : Hyderabad

Date : 03.08.2016

**G.SRINIVASA RAJU**

MANAGING DIRECTOR

### **NOTES:**

1. Explanatory Statement and reasons for the proposed special business pursuant to Section 102 of the Companies Act, 2013 & instructions for e-voting as per rules / regulations as may be applicable, are given hereunder.
2. The members whose name appears in the Register of Members / Record of Depositories as on 29th July, 2016 (cut off date), will be entitled for voting.

3. Board of Directors of the Company passed the resolution at their meeting held on 30.05.2016, authorizing the Management Committee of the Board of Directors to amend and issue the Notice of postal ballot, appoint Scrutinizer and to do all necessary incidental acts pertaining to postal ballot. Shri Y. Ravi Prasada Reddy, Practicing Company Secretary, has been appointed as Scrutinizer for conducting the Postal Ballot by the duly authorized management Committee of Board at their meeting held on 03.08.2016.
4. The members are requested to read carefully the instructions printed in the attached Postal Ballot form. If members are voting through physical form, the Postal Ballot form duly completed and signed, shall be returned through the enclosed self addressed (postage to be paid by addressee) envelope directly to the Scrutinizer so as to reach the Scrutinizer, not later than the close of the working hours i.e., 6.00 P.M. on 7th September, 2016.
5. E-voting: In compliance with the provisions of Section 108,110 of the Companies Act, 2013 and Rule 20, 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI(Listing Obligations And Disclosure Requirements) Regulations, 2015, the Company is pleased to provide e-voting facility for the members to enable them to cast their vote(s) electronically. Members have option to vote either through e-voting or through Postal Ballot form. If a member has opted for e-voting, then he/she should not vote by Postal Ballot and vice-versa.
6. The results of the postal ballot will be declared on Thursday, 8th day of September, 2016 at 06:00 p.m. at the Registered Office of the Company at Plot No. 18, Nagarjuna Hills, Panjagutta, Hyderabad - 500 082, Telangana and will also be informed to the Stock Exchanges and posted on the Company's website [www.sujana.com](http://www.sujana.com). The result of Postal Ballot will be published in one English News paper and one Telugu Newspaper.
7. A Copy of each of the documents referred to in the accompanying Explanatory Statement is open for inspection at the Registered Office of the Company on all working days, except holidays, between 3:00 P.M. and 5:00 P.M. upto the date of declaration of Results of Postal Ballot.

**The instructions for shareholders voting electronically are as under:**

**Voting through electronic means**

**(a) In case of Shareholders' receiving e-mail from NSDL**

- i. Open e-mail and open PDF file viz; "STL e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
- ii. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- iii. Click on Shareholder - Login
- iv. Put user ID and password as initial password noted in step (i) above. Click Login.
- v. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi. Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
- vii. Select "EVEN" of Sujana Towers Limited
- viii. Now you are ready for e-Voting as Cast Vote page opens
- ix. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- x. Upon confirmation, the message "Vote cast successfully" will be displayed
- xi. Once you have voted on the resolution, you will not be allowed to modify your vote
- xii. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail : [yrvifcs@gmail.com](mailto:yrvifcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**(b) In case of Shareholders' receiving Postal Ballot Form by Post:**

- i. Initial password is provided at the bottom of the Postal Ballot Form.
- ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

**(c)** In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

**(d)** If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.

**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013.**

**Item No.1**

***To change the name of the Company from "Sujana Towers Limited" to "Neueon Towers Limited" and consequent alteration to Memorandum of Association and Articles of Association of the Company:***

It is proposed to change the name of the Company from "Sujana Towers Limited" to "Neueon Towers Limited" due to sentimental reasons of promoters' of the Company and promoters' strong belief in numerology. The Company has received the approval from the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs(MCA), confirming the availability of the new name "Neueon Towers Limited" on 03.08.2016.

The proposed change in the name of the Company and consequent amendment in Memorandum and Articles of Association of the Company requires the approval of the shareholders by means of Special Resolution. Hence, the members are requested to pass the Special Resolution accordingly.

A copy the Memorandum of Association and Articles of Association of the Company incorporating the above proposed changes is available (in physical or electronic mode) for inspection at the Registered Office and Corporate Office of the Company on any working day during working hours from 03.00 p.m. to 05.00 p.m. and copies thereof shall also be made available at the meeting.

None of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the Special Resolution, except as Shareholders of the Company.

**Item No.2**

***To Shift the Registered office of the Company within the same State:***

The Registered office of the Company is presently situated at 8-2-248/1/7/18, Nagarjuna Hills, Panjagutta, Hyderabad - 500 082, Telangana.

It is proposed to shift the registered office of the Company from 8-2-248/1/7/18, Nagarjuna Hills, Panjagutta, Hyderabad - 500 082, Telangana to Sy.No. 321, Turkala Khanapur Village, Hatnur Mandal, Medak District, Telangana - 502 201, for smooth functioning of operations of the Company and to reduce to the administrative expenses of the Company.

In terms of provisions of the Section 12 and Section 110 of the Companies Act, 2013, the shifting of the registered office from one district to another district within the same state requires the approval of the members by way of special resolution. Therefore, members' approval is sought for shifting of registered office from one district to another district within the same State. As per the provisions of the Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended, the approval of the members is required through the Postal Ballot for the shifting registered office in the instant case.

The proposed change will in no way be detrimental to the interest of any member of public, employees or any other person in any manner whatsoever.

The Board is of the opinion that the aforesaid Resolution is in the best interest of the Company and hence, recommends the above resolution for your approval as a special resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the Special Resolution, except as Shareholders of the Company.

BY ORDER OF THE BOARD

Place : Hyderabad  
Date : 03.08.2016

**G.SRINIVASA RAJU**  
MANAGING DIRECTOR



# SUJANA TOWERS LIMITED

CIN : L40109TG2006PLC049743

Regd. Office: No. 18, Nagarjuna Hills, Panjagutta, Hyderabad - 500 082.

Tel : +91-40-23351882/85/87 Fax : +91-40-23358499

Website : www.sujana.com

## POSTAL BALLOT FORM

Sl.No. \_\_\_\_\_

1. Name(s) of Shareholder(s) : \_\_\_\_\_  
(in block letters)  
(including joint holders, if any)
2. Regd. Folio No. / Client ID : \_\_\_\_\_
3. Registered address of the sole / : \_\_\_\_\_  
First named shareholder
4. Number of Shares held : \_\_\_\_\_

I / We hereby exercise my/our vote in respect of the special business to be transacted through this Notice of postal ballot of the Company by sending my/our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below.

Resolution No	Brief Description	No. of Shares	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1	Special Resolution to change the name of the Company from "Sujana Towers Limited" to "Neueon Towers Limited" and consequent alteration to Memorandum of Association and Articles of Association of the Company.			
2	Special Resolution to shift the Registered Office of the Company within the same State.			

Place:

Date :

(Signature of the shareholder)

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN
<b>104518</b>		

**PRINTED MATTER**

BY REGISTERED POST / SPEED POST / COURIER



If undelivered please return to :

**SUJANA TOWERS LIMITED**

**CIN : L40109TG2006PLC049743**

**Regd. Office:** No. 18, Nagarjuna Hills,  
Panjagutta, Hyderabad - 500 082.

Tel : +91-40-23351882/85/87 Fax : +91-40-23358499

Website : [www.sujana.com](http://www.sujana.com)