

21st Annual Report 2018 – 2019



Southern Online Bio Technologies Limited
Smart Solutions and Eco Friendly

CORPORATE INFORMATION

Resolution Professional:

G Kalpana

Resolution Professional in the matter of

M/s Southern Online Bio Technologies Limited

Regn no. IBBI/IPA-001/IP-P00756/2017-2018/11288

Email ID:kalpanagonugunta1@gmail.com

Appointed by NCLT vide its orders dated October 05, 2018

FORMER BOARD OF DIRECTORS

Ms. T Rohini Reddy	- Non Executive Chairperson & Independent Director (DIN: 00638514) (Upto 04.10.2018)
Mr. N Satish Kumar	- Managing Director (DIN: 00552358) (Upto 04.10.2018)
Mr. K Radha Krishna	- Executive Director & CFO (DIN: 01585940) (Upto 04.10.2018)
Mr. B Sreedhara Reddy	- Director Administration (DIN: 01302512) (Upto 04.10.2018)
Mr. Bachala Ashok	- Non Executive & Independent Director (DIN: 06856936) (Upto 04.10.2018)
Mr. BHR Balaji	- Executive Director (DIN: 00552538) (Upto 04.10.2018)
Mr. Ashiwini Kumar Tripathi	- Non Executive & Independent Director (DIN: 00388913) (Upto 04.10.2018)
Mr. G Viswanath	- Nominee Director (Bank of India) (DIN: 07192232) (Upto 04.10.2018)
Mr. Bommu Prathap	- Non Executive & Independent Director (DIN: 08211023) (Upto 04.10.2018)

FORMER AUDIT COMMITTEE

Ms.T Rohini Reddy	- Chairperson
Mr. Bachala Ashok	- Member
Mr. Ashiwini Kumar Tripathi	- Member

FORMER NOMINATION & REMUNERATION COMMITTEE

Mr. Bachala Ashok	- Chairperson
Ms.T Rohini Reddy	- Member
Mr. Ashiwini Kumar Tripathi	- Member

FORMER STAKEHOLDERS RELATIONSHIP COMMITTEE

Ms.T Rohini Reddy	- Chairperson
-------------------	---------------

Mr. N Satish Kumar	- Member
Mr. K Radha Krishna	- Member

FORMER INDEPENDENT DIRECTORS COMMITTEE

Ms.T Rohini Reddy	- Chairperson
Mr. Bachala Ashok	- Member

FORMER RISK MANAGEMENT COMMITTEE

Ms. T Rohini Reddy	- Chairperson
Mr. N Satish Kumar	- Member
Mr. K Radha Krishna	- Member

BANKERS

Bank of India	- Banjara Hills Branch, Hyderabad.
State Bank of India (Earlier SBH)	- Somajiguda Branch, Hyderabad.
UCO Bank	- Banjara Hills Branch, Hyderabad
Punjab National Bank	- Sanath Nagar Branch, Hyderabad

STATUTORY AUDITORS

M/s. P C N & Associates,
(Formerly Known as Chandra Babu Naidu & Co.)
Chartered Accountants, Plot No. 12, "N Heights", Ground Floor, Software Layout Unit
Cyberabad, Hyderabad - 500 081

REGISTRAR & TRANSFER AGENTS

M/s Aarthi Consultants Pvt. Ltd.,
Registered office at 1-2-285, Domalguda,
Hyderabad - 500 029.

PLANT LOCATIONS:

- I. Survey Nos.6 & 7, Samsthan Narayanpur (V&M), Nalgonda Dist, Telangana.
- II. Plot No.45/A, APSEZ, Atchutapuram, Rambilli Mandal, Visakhapatnam - 531 011, Andhra Pradesh

REGISTERED OFFICE

Flat No. A3, 3rd Floor, Office Block, Samrat Complex, Saifabad, Hyderabad, Telangana 500004

Tel: (040) 2324 1999, Fax: (040) 2324 1444

E-mail: info@sol.net.in

CIN : L72900TG1998PLC030463

WEBSITE : www.sol.net.in

INVESTORS EMAIL ID : investors@sol.net.in

NOTICE OF 21st ANNUAL GENERAL MEETING

NOTICE is hereby given that the **21st Annual General Meeting** of the members of **SOUTHERN ONLINE BIOTECHNOLOGIES LIMITED** will be held on Sunday, the 06th day of December, 2020 at 11.30 AM at Anion Conference Hall, Swarna Jayanti Complex, 8th Floor, beside Maitrivanam, Ameerpet, Hyderabad, Telangana 500038 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements (standalone) of the Company for the year ended 31st March, 2019, including the audited Balance Sheet as at 31st March, 2019 and the Statement of Profit and Loss of the Company for the year ended on that date, along with the reports of the Board of Directors and Auditors thereon.

by order of the Board
For Southern Online Bio Technologies Limited

Place: Hyderabad

Date: 13 November, 2020

Brijmohan Venkata Mandala

Director

DIN: 00295323

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

Pursuant to provisions of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights.

2. The Register of Members and Share Transfer Books of the Company will remain closed from 28.11.2020 to 06.12.2020 (both days inclusive) for the purpose of annual closure.
3. Southern Online Bio Technologies Limited (Corporate Debtor) is currently under Corporate Insolvency Resolution Process ("CIRP") as per the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC) pursuant to an order of the Honorable National Company Law Tribunal, Hyderabad Bench ("NCLT") dated 05th October, 2018. As per the provisions of Section 17 (b) of the Insolvency and Bankruptcy Code, 2016, "the powers of the board of directors or the partners of the corporate debtor, as the case may be, shall stand suspended and be exercised by the resolution professional". Therefore, no Item for the appointment/re-appointment of Directors, who retires by rotation is proposed as the Company is under CIRP Process.
4. The Company's Equity shares are listed at BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.
5. Members / Proxies are requested to bring their copies of Annual Report with them for the Annual General Meeting and the attendance slip duly filled in for attending the Meeting. No copies of the Annual Report will be distributed at the meeting.
6. Members holding shares in physical form are requested to intimate all changes pertaining to nominations, change of address, change of name, e-mail address, contact numbers, etc., to Aarthi Consultants Private Limited, Registrar & Share Transfer Agent (RTA).

7. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
8. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
9. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
10. Regulation 36 of SEBI (LODR) Regulations, 2015 permits sending of soft copies of annual reports to all those members who have registered their email addresses for the purpose.

The Companies Act, 2013 has also recognized serving of documents to any member through electronic mode. The email ids of members in records of the Company will be deemed to be your registered email address for serving notices/documents including those covered under Section 101 and 136 of the Companies Act, 2013 read with Section 20 of the Companies Act, 2013 and the applicable rules. In light of the requirements prescribed by the aforesaid circulars, for those members do not contain the details of their email addresses, printed copies of the Annual Report would be dispatched.

11. Shareholders are requested to furnish their e-mail IDs to enable the Company to forward all the requisite information in electronic mode and support the green initiative.
12. The Securities and Exchange Board of India has notified that the shareholder/transferee of shares (including joint holders) holding shares in physical form are required to furnish a certified copy of their PAN card to the Company's RTA while transacting in the securities market including transfer, transmission or any other Corporate Action. Accordingly, all the shareholders/transferee of shares (including joint holders) are requested to furnish a certified copy of their PAN card to the Company's RTA while transacting in the securities market including transfer, transmission or any other corporate action.
13. Since all the members of the Company are only seven and all are holding shares in physical mode, e-voting facility is not being provided.

14. The members, whose names appear on the Register of Members/list of beneficial owners as on 27th November, 2020 are eligible to participate in the voting on the resolutions set forth in this notice at the venue of the AGM.
15. Any person who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice of AGM and holds shares as on the cut-off date of 27th November, 2020, are eligible to participate and cast your vote at the AGM.
16. Please note that, any queries pertaining to accounting related aspects may be posted/handed over to the Secretarial Department at the Registered Office of the Company at least 48 hours before the Annual General Meeting, so that the same could be clarified to the shareholders at the Annual General Meeting.

by order of the Board
For Southern Online Bio Technologies Limited

Place: Hyderabad

Date: 13 November, 2020

Brijmohan Venkata Mandala

Director

DIN: 00295323

Information in accordance with Schedule V of Companies Act, 2013

I. GENERAL INFORMATION:

1	Nature of Industry : Biodiesel Manufacturing & Internet Service Provider		
2	Date or expected date of commencement of commercial: NA		
3	In case of new companies, expected date of commencement of business activities as per project approved by financial institutions appearing in the prospects: NA		
4	Financial performance based on given indications		
	Particulars	2018-19 (Rs. in lakhs)	2017-18 (Rs. in lakhs)
	Turnover	259.35	640.38
	Net profit / loss after Tax	4539.96	(13,391.85)
5	Foreign investments or collaborations, if any: NA		

BOARDS' REPORT

To the Members,

The Directors have pleasure in presenting before you the 21st Boards' report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2019.

FINANCIAL RESULTS:

The performance during the period ended 31st March, 2019 has been as under:

(Rs. in Lakhs)

Particulars	2018-19	2017-18
Total Income	370.66	930.51
Total Expenditure	1973.94	14,033.84
Profit before Tax	-1603.28	-13,103.33
Provision for Tax	-6143.24	288.52
Profit after Tax	4539.96	-13,391.85
Transfer to General Reserve	-	-
Profit available for	-	-
Provision for Proposed	-	-
Provision for Corporate Tax	-	-
Balance Carried to Balance	4539.96	-

APPOINTMENT OF RESOLUTION PROFESSIONAL:

The members are informed that pursuant to the order of the Hon'ble National Company Law Tribunal – Hyderabad Bench dated 05th October, 2018 ("NCLT Order"), Corporate Insolvency Resolution Process ("CIRP") has been initiated for the Southern Online Bio Technologies Limited ("the Company") in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016 and the related rules and regulations issued thereunder ("Code").

Mrs. CA G Kalpana, was appointed as Interim Resolution Professional in terms of the NCLT Order and, subsequently, she was appointed as the Resolution Professional by the Committee of Creditors as per the provisions of the Code ("Resolution Professional"). When no resolution plan came forth the Committee of creditors in its 14th meeting resolved to liquidate the Corporate Debtor. Following which the Hon'ble NCLT, Hyderabad bench on 16th July, 2019 passed an order in IA No. 565/2019 preferred by the resolution professional for liquidating the Southern Online Bio Technologies Limited (the Corporate Debtor Company) by appointing Mrs. CA G Kalpana as Liquidator of the Corporate Debtor Company.

The enclosed standalone financial statements comprising Balance Sheet as at 31st March, 2019, the Statement of Profit & Loss, the Cash Flow statement and a summary of the Significant Accounting Policies and other explanatory information of the Company (which is under CIRP in terms of The Insolvency and Bankruptcy Code, 2016) have been prepared by the Resolution Professional and CFO of the Company.

The financial statements comply with the Generally Accepted Accounting Principles (GAAP) in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the Companies (Accounting Standards) Amendment Rules, 2016 and other pronouncements of the Institute of Chartered Accountants of India, the relevant provisions of the Act, to the extent notified and applicable.

The Resolution Professional has relied upon the representations and statements made by the former Directors and CFO of the Company while reviewing the financial statements.

It is to be noted that the CIRP has commenced from 05th October, 2018, and accordingly the Resolution professional (RP) has relied on the former Directors and CFO for the financial transactions prior to her engagement.

Accordingly, prior to the appointment of the RP, the liability to authenticate all transactions rested solely on the erstwhile Board of Directors and not on the Resolution professional and the Resolution Professional specifically repudiates any liability arising out of the foregoing.

For this purpose and for purpose of reviewing the above mentioned financial statements, the Resolution Professional has relied upon the representations and statements of the former directors and CFO of the Company.

The RP has only reviewed and taken note of the accompanying Financial Statements as "Identified Document" for submission to various statutory authorities, which have been prepared, submitted, approved and signed by RP and CFO of the Company.

During Corporate Insolvency Resolution Process, the NCLT has issued a moratorium period for prohibiting all of the following namely:

- I. the institution of suits or continuation of pending suits or proceedings against the corporate debtor including execution of any judgement, decree or order in any court of law, tribunal, arbitration panel or other authority.
- II. transferring, encumbering, alienating, or disposing of by the corporate debtor any of its assets or any legal right or beneficial interest therein.
- III. any action to foreclose recover or enforce any security interest created by the corporate debtor in respect of its property including any action under the securitization and reconstruction of financial assets and enforcement of security interest act, 2002.