



AVANCE TECHNOLOGIES LIMITED
(CIN NO: L51900MH1985PLC035210)

Registered Office: D/604, Crystal Plaza Premises Co-Operative Society Limited, Opp Infinity Mall,
New Link Road, Andheri (West) Mumbai - 400 053

Email: info@avance.in / avancetechnologiesltd@gmail.com Website: www.avance.in Tel. No.: 022-65652123

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 pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read together with Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, that the Company seeks approval of Members to the following Special Businesses via Postal Ballot:

1. Increasing the Authorized Share Capital of the Company.
2. Issue of Equity Shares on Preferential basis.

Accordingly, the Draft Resolutions and the Explanatory Statement pursuant to Section 102 of the Act are being sent to you along with a Postal Ballot Form for your consideration. The Company has appointed Mr. Mayank Arora, of M/s. Mayank Arora & Co. Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

You are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed, in the attached self addressed postage prepaid envelope, so as to reach the Scrutinizer not later than close of working hours on Tuesday, the 21st October, 2014.

Members may note that as required under the provisions of Sections 108 and other applicable provisions, if any, of the Act and the rules as applicable in that regard and Clause 35B of the Listing Agreement, the Company has engaged the services of Central Depository Services (India) Limited to provide e-voting facility to the Members of the Company. Accordingly, the Company is also providing e-voting facility as an alternate, which would enable Members to cast votes electronically, instead of returning Postal Ballot Form. Please read and follow the instructions on e-voting enumerated in the Notes and Instructions to this Notice.

Only members entitled to vote are entitled to fill in the Postal Ballot Form and send it to the Scrutinizer or vote under the e-voting facility offered by the Company, and any other recipient of this Notice who has no voting rights should treat the Notice as an intimation only. The Scrutinizer will submit his final report as soon as possible after completion of scrutiny to the Chairman.

The Chairman of the Company shall announce the result of the Postal Ballot on 22nd October, 2014, at the Registered Office of the Company.

By order of the Board of Directors
For Avance Technologies Limited

Srikrishna Bhamidipati
Chairman & Director
DIN: 02083384

Mumbai, 15th September, 2014



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Resolution No. 1: Increase in Authorized Share Capital of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 61 and all other applicable provisions of the Companies Act, 2013, including any statutory modifications or re-enactments thereof for the time being in force, the Authorized Share Capital of the Company be and is hereby increased from Rs. 100,00,00,000 /- (Rupees One Hundred Crore only) divided into 100,00,00,000 equity shares of Re. 1 /- each to Rs. 200,00,00,000/- (Rupees Two Hundred Crore only) divided in to 200,00,00,000 equity shares of Re. 1 /- each.

RESOLVED FURTHER THAT pursuant to section 13 and all other applicable provisions, if any, of the Companies Act, 2013, the existing Capital Clause V of the Memorandum of Association of the Company be and is hereby altered by substituting the following new Capital Clause V in its place:

V. The Authorized Share Capital of the Company is Rs. 200,00,00,000 /-(Rupees Two Hundred Crore only) divided into 200,00,00,000 equity shares of Re. 1 /- each with the rights, privileges or conditions that are specified in the Articles of Association of the Company for the time being. The Company shall have the power to divide the shares in the Capital in several classes.

RESOLVED FURTHER THAT any of the Director(s) of the Company be and are hereby authorized to do all such acts, deeds and things which are necessary to give effect to the aforesaid resolution.”

Resolution No. 2: Issue of Equity Shares on Preferential Basis.

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 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) and the applicable Rules thereunder and any applicable subsisting Sections of the Companies Act, 1956, as amended, and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to and in accordance with any other applicable law or regulation in India or outside India including without limitation, the provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the “SEBI ICDR Regulations”), the Listing Agreements entered into with the stock exchange where the shares of the Company are listed, rules and regulations framed thereunder as in force and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India (“GoI”), the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”) and the stock exchange where the shares of the Company are listed (“Stock Exchanges”) and subject to requisite approvals, consents, permissions and/or sanctions, if any, of the GoI, the SEBI, the Stock Exchanges and other appropriate statutory, regulatory or other authority (including RBI) and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting any such approvals, consents, permissions, and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee which the Board

may have constituted or may hereinafter constitute to exercise one or more of its powers including the powers conferred hereunder), the consent of the Company, be and is hereby accorded to the Board to create, offer, issue and allot up to 134,15,30,000 number of equity shares of face value of Re.1/- to promoter(s) and/or other than promoters, hereinafter referred to as Allottee, on a preferential basis at an issue price to be determined in accordance with Regulation 76 of the SEBI ICDR Regulations.

List of Allottees:

Sl. No.	Name of the Allottee	Category	Number of Shares
1	Dizzystone Trading Pvt Ltd	Non-promoter	10,11,20,000
2	Lifefour Multitrading Pvt Ltd	Non-promoter	4,14,00,000
3	Marisha Real Estate Pvt Ltd	Non-promoter	5,41,33,333
4	Moss Traders Pvt Ltd	Non-promoter	5,15,66,667
5	Parkway Properties Pvt Ltd	Non-promoter	4,93,33,333
6	Pavitra Mall Management Co Pvt Ltd	Non-promoter	4,42,40,000
7	Roho Real Estate Pvt Ltd	Non-promoter	12,25,86,667
8	Roll-on Advertisement & Marketing Pvt Ltd	Non-promoter	8,14,66,667
9	Sally Real Estate Pvt Ltd	Non-promoter	4,21,33,333
10	Wellman Tradelinks Pvt Ltd	Non-promoter	9,67,06,667
11	Aalyya Traders Pvt Ltd	Non-promoter	1,207,66,667
12	Suhasit Star Trading Pvt Ltd	Non-promoter	4,24,00,000
13	Indivar Traders Pvt Ltd	Non-promoter	10,14,66,667
14	Offerlink Infraprojects Pvt Ltd	Non-promoter	3,76,56,667
15	Joel Infrastructure Pvt Ltd	Non-promoter	3,79,20,000
16	Kinita Real Estate Pvt Ltd	Non-promoter	9,53,66,666
17	Golding Mercantile Pvt Ltd	Non-promoter	14,79,00,000
18	Intertick Developers Pvt Ltd	Non-promoter	5,98,66,666
19	Srikrishna Bhamidipati	Promoter	1,35,00,000
TOTAL			1,34,15,30,000

RESOLVED FURTHER THAT the relevant date, as per Regulation 71 of the SEBI ICDR Regulations for the determination of issue price of the Equity shares to be allotted pursuant to the preferential issue is fixed as 22nd September, 2014 i.e. a date, 30 days prior to the date of passing of special resolution through Postal Ballot to approve the proposed preferential issue.

RESOLVED FURTHER THAT the issue and allotment of Equity shares on a preferential basis to the Allottees, shall be on the following terms and conditions:

- The Equity shares shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permissions by any regulatory authority or the Central Government for allotment is pending, the period of 15 days shall be counted from the date of such approval or permission;
- Pursuant to Regulation 74(4) of the SEBI ICDR Regulations, the allotment shall only be made in dematerialized form;
- The price of each equity share to be issued will be calculated in accordance with the provisions of Regulation 76(1) of Chapter VII of the SEBI ICDR Regulations on the basis of the relevant date being the date i.e. 30 days prior to the date of passing of special resolution through Postal Ballot to approve the proposed preferential issue;
- Equity shares shall remain locked-in from such date and for such periods as specified under Chapter VII of the SEBI ICDR Regulations; and pursuant to lock-in requirements as may be prescribed under the ICDR Regulations.
- The entire pre-preferential allotment shareholding of the Allottees, if any, shall be locked-in from the Relevant Date upto a period of six months from the date of trading approval granted by the Stock Exchange.

RESOLVED FURTHER THAT the equity shares to be allotted shall rank pari passu in all respects including as to dividend, with the existing fully paid up equity shares of face value of Re. 1/- each

of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized on behalf of the Company to take all actions and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the issue or allotment of the aforesaid equity shares to the allottees upon exercise of right to subscribe the shares and listing thereof with the stock exchange(s) as appropriate and to resolve and settle all questions and difficulties that may arise in relation to the proposed issue, offer and allotment of any of the said equity shares, utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred by this resolution on it, to any Committee of Directors or any other Director(s) or officer(s) of the Company to give effect to the resolution."

By order of the Board of Directors
For Avance Technologies Limited

Srikrishna Bhamidipati
Chairman & Director
DIN: 02083384

Mumbai, 15th September, 2014

NOTES:

1. The explanatory statement and reasons for the proposed resolution pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts is annexed hereto.
2. The Corporation has appointed Mr. Mayank Arora, of, M/s. Mayank Arora & Co., Practicing Company Secretaries, Mumbai to act as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
3. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members as on 12th September, 2014.
4. In compliance with the provisions of Companies(Management and Administration) Rules 2014, and Listing Agreement, MEMBERS MAY CAST THEIR VOTES EITHER THROUGH POSTAL BALLOT FORM or THROUGH ELECTRONIC FORM (E-VOTING).
5. All documents referred to in this Postal Ballot Notice and Explanatory Statement setting out material facts and other statutory registers are open for inspection by the Members at the Registered Office of the Company between 10.00 a.m. and 12 noon on all working days except Saturdays, Sundays and national holidays up to the date of declaration of result of the postal ballot i.e. 22nd October, 2014.

Procedure and Instruction for E-voting

σ Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote for the purpose of passing resolutions through Postal Ballot, by electronic means.

1. The voting period ends on 21st October, 2014 at 18.00 Hrs. The e-voting module shall be disabled by CDSL for voting thereafter.
2. The Board of Directors at their meeting have appointed Mr. Mayank Arora, of, M/s. Mayank Arora & Co., Practicing Company Secretaries, Mumbai as the scrutinizer for e- voting to unblock the votes in favour or against, if any, and to report forthwith to the Chairman. The scrutinizer will be responsible to conduct e- voting in a fair and transparent manner.
3. Vote once cast by the member cannot be changed /altered.

The instructions for Members for e-voting are as under:

- (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.
- (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> <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 <u>folio/client id</u> number in the PAN field. • In case the <u>folio</u> 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 <u>folio</u> 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.

- (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> i.e AVANCE TECHNOLOGIES LIMITED 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 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) Note for Non – Individual Shareholders and Custodians
 - 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 Corporates.
 - 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 they have to create 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.
- (xviii) 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:

Explanatory Statement for Resolutions Nos. 1 and 2 pursuant to Section 102 of the Companies Act, 2013

Resolution No. 1:

The present Authorized Share Capital of the Company is Rs. 100,00,00,000 (Rupees One Hundred Crores only) divided into 100,00,00,000 (One Hundred Crores) equity shares of Re. 1/- (Rupee One only) each. The Board has proposed to raise funds through preferential allotment of Equity Shares. This proposal has been presented under Item No. 2 of this notice for your approval. Thus, in order to accommodate the said issue and any future capital requirements the Board proposes to increase the Authorized Share Capital of the Company from Rs. 100,00,00,000 (Rupees One Hundred Crores only) divided into. 100,00,00,000 (One Hundred Crores) equity shares of Re. 1/- (Rupee One only) each to Rs. 200,00,00,000/- (Rupees Two Hundred Crores only) divided into 200,00,00,000 (Two Hundred Crores) Equity Shares of Re. 1/- (Rupee One only) each.

Upon Increase in the Authorized Share Capital of the Company, Clause V of the Memorandum of Association is also required to be altered to facilitate the increase in Authorized Capital. The interest of the Directors of your Company is limited only to the extent of their shareholding.

The Board of Directors commends the resolution for your approval.

Resolution No. 2:

Pursuant to provisions of Section 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, any offer or issue of Equity shares or securities convertible into Equity Shares of the Company to persons other than the existing holders of the

equity shares of a Company requires prior approval of the Shareholders by way of a Special Resolution.

The Company shall allot such shares to the proposed allottees in consideration towards their monies outstanding with the Company.

Further, in terms of Regulation 73 and other applicable provisions of SEBI (ICDR) Regulations, 2009 the following disclosures are required to be made in the Explanatory Statement to the Notice:

i. The Objects of the issue through preferential offer:

- This issue shall augment capital base of the Company and improve the financial standing of the Company. It shall generate long term resources for implementing future growth plans.
- The issue of equity shares on preferential basis will help improve working capital management and enhance company's ability in making strategic investments in other listed or unlisted body corporates either through direct investment or through secondary markets.

ii. The intention of the Promoters/Directors/key management persons to subscribe to the offer:

Mr. Srikrishna Bhamidipati (holding DIN: 02083384), Promoter of the Company subscribes to 1,35,00,000 (One Crore Thirty Five Lakh) Equity shares in the proposed issue.

iii. Change in Control:

There is no change in control in the management of the Company pursuant to the issue of Equity shares on preferential basis.

iv. Relevant Date:

The Relevant date for the purpose of calculation of price of the specified Securities is 22nd September, 2014, being 30 days prior to the date of passing of special resolution through Postal Ballot to approve the proposed preferential issue, in accordance with the SEBI ICDR Regulations and where the relevant date falls on a weekend / holiday, the day preceding the weekend / holiday will be/is reckoned to be the relevant date.

v. Basis or justification of Price:

The issue price will be determined in accordance with the provisions of Chapter VII of the SEBI ICDR Regulations.

The Company is listed on BSE Limited.

The issue of equity shares on preferential basis shall be made at a price not less than higher of the following or as per the law prevailing at the time of allotment of Equity shares:

- i. the average of the weekly high and low of the closing prices of the equity shares quoted on a recognized stock exchange during the 26 weeks preceding the Relevant Date; or
- ii. the average of the weekly high and low of the closing prices of the equity shares quoted on a recognized stock exchange during the 2 weeks preceding the Relevant Date.

The recognized stock exchange' referred to above means any of the recognized stock exchanges in which the equity shares of the Company are listed and in which the highest trading volume in respect of the equity shares of the Company has been recorded during the preceding 26 weeks prior to the relevant date.

The Company would notify through the newspapers the price of each equity share to be issued on preferential basis calculated in accordance with Regulation 76(1) of Chapter VII of the SEBI ICDR Regulations on the basis of the Relevant Date for the benefit of the members.

vi. Requirement as to re-computation of price:

Since the equity shares of the Company have been listed on the recognized stock exchanges for a period of more than 6 months prior to the relevant date, the Company is not required to re-compute the price of the equity shares and therefore, the Company is not required to submit the undertakings specified under Regulations 73(1)(f) and (g) of the SEBI ICDR Regulations.

vii. Identity of the proposed allottees:

Sl. No	Name of the Allottee	If allottee is not a natural person, identity of the natural person who are the ultimate beneficial owner of the shares proposed to be issued	No. of shares to be allotted	Pre-allotment		Post-Allotment (After allotment of Equity Shares)	
				No. of Shares held	% of Share holding	No. of Shares held	% of Share holding
1	Dizzystone Trading Pvt Ltd	Ganesh Shankar Budbadkar	101120000	Nil	Nil	101120000	5.10
		Nilesh Dilip Pagare					
2	Lifefour Mutitrading Pvt Ltd	Sameer Vishnu Padekar	41400000	Nil	Nil	41400000	2.09
		Chandrakant Gaikwad					
3	Marisha Real Estate Pvt Ltd	Amit Tarachand Shah	54133333	Nil	Nil	54133333	2.73
		Ajitkumar Sudhakar Singh					
4	Moss Traders Pvt Ltd	Shekhar Kumar Suryavanshi	51566667	Nil	Nil	51566667	2.60
		Ravindrakant Sakharam Surve					
5	Parkway Properties Pvt Ltd	Jaywant Ganpat Tamboli	49333333	Nil	Nil	49333333	2.49
		Sharad Damu Dhanwade					
6	PavitraMall Management Company Pvt Ltd	Shailesh Shivram Mistry	44240000	Nil	Nil	44240000	2.23
		Umesh Subhash Deshmukh					
7	Roho Real Estate Pvt Ltd	Kumar Raichand Madan	122586667	Nil	Nil	122586667	6.19
		Paresh Ramesh Gharat					
8	Roll-on Advertisement & Marketing Services Pvt Ltd	Parshuram Katthasaru Ushani	81466667	Nil	Nil	81466667	4.11
		Shivashankar					
9	Sally Real Estate Pvt Ltd	Reshma Ravindrakant Surve	42133333	Nil	Nil	42133333	2.13
		Chetan Suryakant Bhekekar					
10	Wellman Tradelinks Pvt Ltd	Meena Chandrakant Ramani	96706667	Nil	Nil	96706667	4.88
		Suryanath Jairaj Singh					

11	Aalyya Traders Pvt Ltd	Ajay Mahendra Shah	120766667	Nil	Nil	120766667	6.09
		Limbadi Vithal Bommer					
12	Suhasit Star Trading Pvt Ltd	Ankush Atmaram Dhuri	42400000	Nil	Nil	42400000	2.14
		Amol Madhwarao Rambhad					
13	Indivar Traders Pvt Ltd	Chandrakant Padamshi Kamani	101466667	Nil	Nil	101466667	5.12
		Vithal Lingayya Bommer					
14	Offerlink Infraprojects Pvt Ltd	Rajesh Ramchandra Kanse	37656667	Nil	Nil	37656667	1.90
		Suryanath Jairaj Singh					
15	Joel Infrastructure Pvt Ltd	Bhagwan Atmaram Dhuri	37920000	Nil	Nil	37920000	1.91
		Raju Pentaiyya Nakka					
16	Kinita Real Estate Pvt Ltd	Sunil Basant Rajbhar	95366666	Nil	Nil	95366666	4.81
		Rakesh Naik					
17	Golding Mercantile Pvt Ltd	Umesh Subhash Deshmukh	147900000	Nil	Nil	147900000	7.46
		Mukhtar Shaikh					
18	Intertick Develpoers Pvt Ltd	Kirtikumar Mansukhlal Sidhpura	59866666	Nil	Nil	59866666	3.02
		Sunil Basant Rajbhar					
19	Srikrishna Bhamidipati	Not Applicable	13500000	Nil	Nil	13500000	0.68
TOTAL			1341530000			1341530000	

viii. Shareholding Pattern pre and post preferential offer (based on shareholding pattern as on June 30, 2014):

Category	Category of Shareholder	Pre-Allotment		Post-Allotment	
		No. of Share Held	% Shareholding	No. of Share Held	% Shareholding
(A)	Shareholding of Promoter and Promoter Group				
1	Indian				
(a)	Individuals/ Hindu Undivided Family	-	0.00	-	0.00
(b)	Central Government/ State Government(s)	-	0.00	-	0.00
(c)	Bodies Corporate	-	0.00	-	0.00
(d)	Financial Institutions/ Banks	-	0.00	-	0.00
(e)	Any Others(Specify)				
	a) Directors	3940266	0.62	17440266	0.88
	b) Directors Relative	0	0.00	0	0.00
	c) Person Acting in Concern	0	0.00	0	0.00
	Sub Total(A) (1)	3940266	0.62	17440266	0.88
2	Foreign				
(a)	Individuals(Non-Residents Individuals/Foreign Individuals)	0	0.00	0	0.00
(b)	Bodies Corporate	0	0.00	0	0.00
(c)	Institutions	0	0.00	0	0.00
(d)	Qualified Foreign Investor		0.00		0.00

(e)	Any Other (Specify)	0	0.00	0	0.00
	Sub Total (A) (2)	0	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A) = (A) (1) + (A) (2)	3940266	0.62	17440266	0.88
(B)	Public shareholding				
1	Institutions				
(a)	Mutual Funds/ UTI	0	0.00	0	0.00
(b)	Financial Institutions / Banks	45000	0.00	45000	0.00
(c)	Central Government/ State Government(s)	0	0.00	0	0.00
(d)	Venture Capital Funds	0	0.00	0	0.00
(e)	Insurance Companies	0	0.00	0	0.00
(f)	Foreign Institutional Investors	0	0.00	0	0.00
(g)	Foreign Venture Capital Investors	0	0.00	0	0.00
(h)	Qualified Foreign Investor	0	0.00	0	0.00
(i)	Any Other (specify)	0	0.00	0	0.00
	Sub-Total (B) (1)	45000	0.00	45000	0.00
2	Non-institutions				
(a)	Bodies Corporate	145921220	22.79	1473951220	74.37
(b)	Individuals				
	i. Individual shareholders holding nominal share capital up to Rs 1 lakh	173912352	27.16	173912352	8.77
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	286139986	44.68	286139986	14.44
(c)	Qualified Foreign Investor	0	0.00	0	0.00
(d)	Any Other (specify)				0.00
	(a) N.R.I. (Repat & Non-Repat)	4650357	0.73	4650357	0.23
	(b) Foreign Corporate Bodies	0	0.00	0	0.00
	(c) Trust	5000	0.00	5000	0.00
	(d) Hindu Undivided Family	24590170	3.84	24590170	1.24
	(e) Employee	0	0.00	0	0.00
	(f) Clearing Member	1183149	0.18	1183149	0.06
	Sub-Total (B) (2)	636402234	99.38	1964432234	99.12
	Total Public Shareholding (B) = (B) (1) + (B) (2)	636447234	99.38	1964477234	99.12
	TOTAL (A) + (B)	640387500	100.00	1981917500	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued.				
1	Promoter and Promoter Group	0	0.00	0	0.00
2	Public	0	0.00	0	0.00
	Sub-Total (C)	0	0.00	0	0.00
	GRAND TOTAL (A) + (B) + (C)	640387500	100.00	1981917500	100.00

ix. The time within which the preferential issue shall be completed:

As required under the SEBI ICDR Regulations, the allotment of the Equity shares on preferential basis will be completed within a period of 15 days from the date of passing of the special resolution. Provided that where any approval or permission by any regulatory authority or the

Central Government for allotment is pending, the allotment of the Equity Shares shall be completed within 15 days from the date of such approval or permission.

x. Lock-in Period:

The equity shares issued on preferential basis will be subject to lock-in as provided in the SEBI ICDR Regulations. The entire pre-preferential allotment shareholding of the Allottee(s), if any, shall be locked-in from the Relevant Date upto a period of six months from the date of trading approval granted by the Stock Exchange.

xi. Others:

The certificate of the Statutory Auditors of the Company to the effect that the present preferential offer is being made in accordance with the requirements contained in Chapter VII of the SEBI (ICDR) Regulations has been obtained by the Company.

As it is proposed to issue and allot the aforesaid securities on preferential allotment basis, special resolution is required to be approved by members pursuant to the applicable provisions of the Companies Act, 2013, Listing Agreement and Chapter VII of the SEBI (ICDR) Regulations.

Your Directors, therefore, recommend the resolution for your approval.

None of the Directors except Mr. Srikrishna Bhamidipati (Chairman of the Company), are in any way concerned or interested in the above referred resolution.

By order of the Board of Directors
For Avance Technologies Limited

Srikrishna Bhamidipati
Chairman & Director
DIN: 02083384

Mumbai, 15th September, 2014



AVANCE TECHNOLOGIES LIMITED
(CIN NO: L51900MH1985PLC035210)

Registered Office: D/604, Crystal Plaza Premises Co-Operative Society Limited, Opp Infinity Mall,
New Link Road, Andheri (West) Mumbai - 400 053

Email: info@avance.in / avancetechnologiesltd@gmail.com Website: www.avance.in Tel. No.: 022-65652123

POSTAL BALLOT FORM

1. Name(s) & Registered Address of the sole/first named Member:
2. Name(s) of the Joint-Holder(s), if any:
3. Registered Folio Number/ DP ID No.*/Client ID No.*:
*(Applicable to investors holding shares in dematerialized form)
4. Number of Ordinary Share(s) held:
5. I/We hereby exercise my/our vote in respect of the following resolutions to be passed through Postal Ballot, by conveying my/our assent or dissent to the said resolutions by placing tick mark in the appropriate box below:

Sr. No.	Description of Resolution	No. of Ordinary Shares for which votes cast	I/We assent to the resolutions (FOR)	I/We dissent to the resolutions (AGAINST)
1.	Consent of the members under Section 61 and 13 of Companies Act, 2013, to increase the Authorized Share Capital of the Company from Rs. 100,00,00,000/- to Rs. 200,00,00,000/- and alteration of Clause V of the Memorandum of Association to facilitate the increase in the Authorized Capital.			
2.	Consent of the members pursuant to Section 42 and 62 of Companies Act, 2013, for issue of Equity Shares on a Preferential basis.			

(Signature of the Member)

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

INSTRUCTIONS

1. A Shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, in the attached self-addressed business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if sent by courier or registered/speed post at the expense of the Shareholder will also be accepted. Shareholders residing outside India should stamp the envelopes appropriately.
2. The Company has appointed Mr. Mayank Arora, of M/s. Mayank Arora & Co. Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The self-addressed business reply envelope bears the address of the Scrutinizer.
3. There shall be one Postal Ballot for every folio, irrespective of the number of joint holders. Proxy shall not exercise the Postal Ballot.
4. The Postal Ballot Form should be completed and signed by the shareholder. In case of joint holding, this form should be completed and signed (as per specimen signature registered with Company in respect of shares held in physical form or furnished by NSDL or CDSL to the Company in respect of shares held in dematerialized form) by the first named shareholder and failing him/her, by the next named shareholder and so on. In case of shares held by the company, Trust, Society etc., the duly completed Postal Ballot form should be accompanied by Certified True Copy of the Board Resolution/Authorization.
5. Duly completed Postal Ballot Form should be received by the Scrutinizer not later than 21st October, 2014. All Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not been received.
6. Votes will be considered invalid on the following grounds:
 - i) If the ballot form is unsigned;
 - ii) If the Shareholder's signature does not tally;
 - iii) If the shareholder has marked (√) both in favour and also against in the ballot paper.
 - iv) If the ballot paper received is torn or defaced or mutilated to an extent that is difficult for Scrutinizer to identify either the Shareholder or number of votes or as to whether the votes are cast in favour or against the resolution or the signature could not be checked or on one or more of the above grounds;
 - v) On such other grounds which in the opinion of the Scrutinizer makes the votes invalid.
7. A Shareholder may request for a duplicate Postal Ballot Form to the Company
8. Voting rights shall be reckoned on the paid up value of shares registered in the name of Shareholders as on 12th September, 2014.
9. Shareholders are requested not to send any other papers along with the Postal Ballot Form in the enclosed self-addressed business reply envelope, as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be displayed by the Scrutinizer and the Company would not be able to act on the same.
10. Only a Shareholder entitled to vote is entitled to exercise his vote through Postal Ballot and a Shareholder having no right should treat his Notice as intimation only.
11. The Scrutinizer's decision on the validity of a Postal Ballot shall be final and binding. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.
12. The result of the Postal Ballot will also be posted on the website of the Company www.avance.in and also in the newspaper(s) for the information of the Shareholders.
13. The Company is pleased to offer e-voting facility as an alternate, for all the Shareholders of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated in the Notes to the Postal Ballot Notice.
14. The date of declaration of result i.e. 22nd October, 2014 shall be effective date of passing the Special Resolution.

If undelivered, please return to,

Avance Technologies Limited
D/604, Crystal Plaza Premises Co-Operative
Society Limited, Opp Infinity Mall,
New Link Road, Andheri (West),
Mumbai - 400 053