



## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

CIN: L74210TG1987PLC007580

Regd Office: 802, Babukhan Estate, Basheerbagh, Hyderabad – 500001, India

Corp Office: 6-3-250/2, Road No.1, Banjara Hills, Hyderabad – 500034

Tel: 040-23320502/503 Fax: -040-23302238

Email: [info@alphageoindia.com](mailto:info@alphageoindia.com); Website: [www.alphageoindia.com](http://www.alphageoindia.com)





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## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE** is hereby given to all the Members of the Company that an Extraordinary General Meeting of ALPHAGEO (INDIA) LIMITED will be held on **WEDNESDAY** the, **11th November 2015 at 11.00 A.M.** at Sundarayya Vignana Kendram, 1-8-1/B/25A, Baghlingampally, Hyderabad – 500 044 Telangana State, to transact the following business:

**1. To consider Issue of Warrants to Promoters and Promoter Group on preferential basis:**

To consider and if thought fit to pass the following resolution with or without modification as **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Section 62(1)(c), Section 42 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any amendment(s) thereto or any statutory modification(s) or re-enactment thereof for the time being in force)(“Act”), Securities and Exchange Board of India (Issue of Capital And Disclosure Requirements) Regulations, 2009 (“SEBI Regulations”) as in force, the regulations/guidelines, if any, issued by the Government of India, the Reserve Bank of India and any other applicable laws, rules and regulations (including any amendment(s) thereto or re-enactment(s) thereof for the time being in force) and the relevant provisions of the Memorandum and Articles of Association of the Company and Listing Agreement entered into by the Company with the stock Exchanges where shares of the Company are listed, and subject to such approvals, consents, permissions and sanctions as may be required from the Government of India, the Reserve Bank of India, Securities and Exchange Board of India, Stock Exchanges and any other relevant statutory, governmental authorities or departments, institutions or bodies (“Concerned Authorities”) in this regard and further subject to such terms and conditions or modifications thereto as may be prescribed or imposed by any of the Concerned Authorities while granting such approvals, sanctions and permissions as may be necessary (“Approvals”) and any such conditions and/or modifications as may be prescribed, stipulated or imposed by any such Approvals and/or which may be agreed to or considered necessary by the Board of Directors of the Company (herein after referred to as “the Board”, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), the consent, permission and approval of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, 8,30,000 Warrants (“Warrants”) on such terms and conditions and in such manner as the Board may think fit from time to time in one or more tranches, on preferential basis to the following proposed Allottees forming part of Promoters and Promoter Group of the Company, without offering the same to any other person, whether or not they are members of the Company:

**Proposed Allottees of Warrants:**

S. No.	Name of the Proposed Allottee	No. of Warrants
1	Dinesh Alla	4,00,000
2	Savita Alla	1,50,000
3	Anisha Alla	50,000
4	Sashank Alla	50,000
5	Aquila Drilling Private Limited	1,80,000
	Total	8,30,000

**RESOLVED FURTHER THAT** the pricing of the aforesaid Warrants shall not be less than the price determined in accordance with SEBI Regulations which shall be the higher of the following (“Issue Price”)

1. The average of the weekly high and low of the Volume Weighted Average Prices (VWAP) of the related equity shares quoted on the recognised stock exchange during the 26 weeks preceding the relevant date;
- OR
2. The average of the weekly high and low of the Volume Weighted Average Prices (VWAP) of the related equity shares quoted on the recognised stock exchange during the two weeks preceding the relevant date.

**RESOLVED FURTHER THAT** the relevant date for the purpose of pricing of aforesaid Warrants in accordance with Regulation 71 read with Explanation thereto of Chapter VII of the SEBI Regulations is **12th October, 2015** (i.e, the date 30 days prior to the date on which the meeting of Shareholders is held to consider the issue on preferential basis and where that date falls on a weekend or a holiday, the day preceding that weekend or holiday)

**RESOLVED FURTHER THAT** the Warrants shall be issued on the following terms and conditions:

- (i) An amount equivalent to 25% of the Issue Price of the Warrants shall be payable at the time of making the application for Warrants, which will be kept by the Company as a deposit to be adjusted and appropriated against the price of the Equity Shares payable by the Warrant Holder at the time of exercising the option.
- (ii) The holder(s) of each Warrant entitled to apply for and obtain allotment of one equity share against such Warrant at any time after the date of allotment but on or before the expiry of 18 months from the date of allotment, in one or more tranches.
- (iii) The balance of the consideration shall be paid at the time of exercise of entitlement against each such warrant by the warrant holder.
- (iv) In the event the Warrant Holder does not exercise the option of conversion within 18 months from the date of allotment of Warrants, the Warrants shall lapse and the deposit of 25% as indicated in point (i) above shall be forfeited by the Company.

- (v) The issue of the Warrants as well as the Equity Shares, arising from the exercise of the option under the Warrants in the manner aforesaid shall be governed by the respective provisions of the Companies Act, 2013, the Memorandum & Articles of Association of the Company, SEBI Regulations and also the Guidelines/Regulations issued by any other authority as the case may be, or any modifications thereof.

**RESOLVED FURTHER THAT** the aforesaid Warrants allotted in terms of this resolution and the resultant equity shares arising on exercise of right attached to such Warrants shall be subject to lock-in requirements as per the provision of Chapter VII of the SEBI Regulations;

**RESOLVED FURTHER THAT** the Equity Shares issued upon exercising the option for conversion of the Warrants, in pursuance of this resolution shall rank PARI PASSU in all respects including dividend with the existing fully paid up Equity Shares 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 issue or allotment of the aforesaid Warrants and the resultant equity shares to the holders of the Warrants 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 Warrants, 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”.

Hyderabad  
13.10.2015

By Order of the Board,  
Z.P MARSHALL  
Chairman

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**NOTES:**

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
2. A Member entitled to attend and vote is entitled to appoint a Proxy to attend and vote instead of himself and the Proxy need not be a Member of the Company. The instrument appointing Proxy should, however, be deposited at the CORPORATE OFFICE of the Company not less than 48 hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Members/proxies are requested to bring the attendance slips duly filled in for attending the meeting. Members who hold shares in dematerialized form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.
4. All documents referred to in the Notice and Explanatory Statement are open for inspection at the Corporate Office of the Company between 11.00 Am to 1.00 Pm on all working days except on Saturdays till the date of Extraordinary General Meeting.
5. Pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, and Clause 35 B of the Listing Agreement, the Company is pleased to provide e-voting facility to the members to cast their votes electronically on resolution set forth in this Notice. The detailed instructions for e-voting are given as a separate attachment to this Notice.
6. In case of Joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Notice is being sent to all the Shareholders, whose names appear on the Register of Members/ List of Beneficial Owners as received from the Karvy Computershare Pvt Ltd (RTA) on 9th October 2015.
8. M/s. Karvy Computershare Private Limited, Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad- 500032 acts as the Company's Registrar and Share Transfer Agent for both manual and electronic form of shareholding. All correspondence relating to shares, including Change in Address and Bank Particulars should be addressed directly to them. In respect of shares held in Electronic form, shareholders may send requests or correspond through their respective Depository Participants.
9. Corporate Members intending to depute their authorized representatives are requested to send to the Company a duly certified copy of the Board resolution authorizing their representatives to attend and vote at the Extra-ordinary General Meeting.
10. Members holding shares in single names and physical form are advised to make nomination in respect of their shareholding in the company. Shareholders desirous of making nominations are requested to send their request (which will be made available on request) to the Registrar & Share Transfer Agent M/s. Karvy Computershare Private Limited.
11. Members desiring to seek any information on the business of the meeting are requested to write to the Company at an early date to enable compilation of information.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their DMAT accounts. Members holding shares in physical form can submit their PAN to the Registrar & Share Transfer Agent.
13. Members who would like to receive all communication including Annual Report, Notices, circulars, etc. from the Company in electronic mode in lieu of physical copy and who have not registered their email addresses so far or who would like to update their email addresses already registered, are

requested to register/update their email addresses, in respect of electronic shareholding - through their respective Depository participant and in respect of physical shareholding - by sending a request to the company's Registrar & Share Transfer Agent, mentioning therein their folio number and email address.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (ACT) given hereunder set outs all material facts relating to Special Business mentioned at Item No.1 of the accompanying Notice dated 13th October, 2015:

**Item No.1**

For the objects mentioned at Clause (i) of the Disclosures given below and subject to approval of the Members and such other approvals as may be necessary and required, it is proposed to issue 8,30,000 (Eight Lakh Thirty Thousands Only) Warrants on preferential basis, which entitles the Warrant Holder to acquire for every warrant one fully paid up equity share of Rs 10/- each at a premium of Rs. 503.62p (Rupees Five Hundred and Three and Paise Sixty Two only) of the Company, to the proposed Allottees forming part of Promoters and Promoter Group of the Company detailed in the said Resolution.

Accordingly, in terms of Section 62(1) (c), Section 42 and other applicable provisions of the Companies Act, 2013, the Shareholders' approval is accorded to the Special Resolution for raising further capital by preferential issue as proposed in the resolution set out in the Notice. Hence the consent of shareholders is being sought for the Special Resolution as proposed in the Notice.

**Disclosures that are required to be made pursuant to Clause 73 (1) of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations 2009:**

**(i) The objects of the preferential issue:**

To augment the long term resources of the company for financing (a) capital expenditure for the projects both at present and future; (b) augment in the working capital requirements of the Company; (c) financial requirements of existing subsidiaries by way of capital contribution or as loans to meet their Investment, Capital and Working capital requirements as may be required in the near future; (d) investments in new subsidiaries if any incorporated in future by way of capital contribution or as loans; and (e) general corporate purposes;

**(ii) The proposal of the promoters to subscribe to the offer:**

The Proposed Allottees forming part of Promoters and promoter group has conveyed their intention to subscribe /to acquire Warrants on preferential basis as proposed under the Special Resolution of the Notice.

**iii) Proposed time within which the preferential issue shall be completed:**

As per SEBI Regulations, the allotment of Warrants shall be completed within 15 days of the date of passing of the aforesaid resolution or within 15 days from the date of approval if pending with any relevant statutory, governmental authorities or departments, institutions or bodies ('Concerned Authorities'). The allotment of Equity shares pursuant to the exercise of option by warrant holder will be made within a reasonable time after exercise of such option and fulfilment of conditions attached to the warrants.

**iv) Shareholding pattern of the Company before and after the preferential issue:**

Category	Shareholding before the proposed allotment (As on 09.10.2015)		Shareholding after allotment of Equity Shares on conversion of Warrants (assuming full exercise of the Warrants)	
	No. of Equity Shares	%	No. of Equity Shares	%
Promoter & Promoter Group	2365321	41.98	3195321	49.43
<b>Public Shareholding:</b>				
A. Institutions:				
Mutual Funds	7600	0.14	7600	0.12
Foreign Institutional Investors	2900	0.05	2900	0.04
B. Non-institutions				
Bodies Corporate	749946	13.30	749946	11.60
Individuals holding nominal share capital upto Rs.1 Lakh	1456533	25.85	1456533	22.53
Individuals holding nominal share capital more than Rs.1 Lakh	932997	16.56	932997	14.43
Clearing Members	29056	0.52	29056	0.45
Non-Resident Indians	90414	1.60	90414	1.40
Total Public Shareholding	3269446	58.02	3269446	50.57
Grand Total	5634767	100.00	6464767	100.00

**v) Identity of the natural persons who are the ultimately beneficial owners of the shares and the percentage of post preferential issue capital that may be held by them consequent to the preferential issue:**
**A. Pre-Post Allotment Shareholdings of the Proposed Allottees:**

Sl. No.	Name of the Proposed Allottee	Category	Shareholding before the proposed allotment		Shareholding after allotment of Equity Shares on exercise of Convertible Warrants (assuming full exercise of the Convertible Warrants)	
			No. of Shares	%	No. of Shares	%
1	Dinesh Alla	Individual	530974	9.42	930974	14.40
2	Savita Alla	Individual	241458	4.28	391458	6.06
3	Anisha Alla	Individual	174000	3.09	224000	3.46
4	Sashank Alla	Individual	174000	3.09	224000	3.46
5	Aquila Drilling Private Limited	Pvt Ltd Company	279906	4.97	459906	7.12
	Total		1400338	24.85	2230338	34.50



- B. Identity of Natural persons who are the ultimate beneficial owners of warrants proposed to be allotted:

Name of the Proposed Allottee	Natural persons who are the ultimate beneficial owners	No and percentage of Equity Shares proposed to be allotted after conversion of warrants
Aquila Drilling Private Ltd	Mrs. Savita Alla	1,80,000 (2.78%)

**vi) Change in the Composition of the Board of Directors and Control of the Company consequent to the preferential issue:**

There will be no change in the composition of the Board of Directors or in the control of the Company on account of the proposed issue of warrants on preferential basis. However, there will be a corresponding change in the shareholding pattern as well as voting rights consequent to the preferential allotment.

**vii) Undertakings**

The Company shall re-compute the price of the Equity Shares / Warrants in terms of the SEBI Regulations wherever it is required to do so.

If the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the Equity Shares allotted shall continue to be locked-in till the time such amount is paid by the Allottees.

**(viii) Lock-in**

The Equity Shares, arising out of exercise of right attached to the Warrants shall be subject to lock-in for a period of 3 years from the date of trading approval, in terms of the SEBI Regulations.

Further, the entire pre-preferential allotment shareholding of the proposed allottee, if any, shall also be under lock-in from the relevant date upto a period of six months from the date of trading approval.

**(ix)** A copy of the Certificate of the Statutory Auditors as per SEBI Regulations shall be placed before the Shareholders at the Meeting.

**(x) Other terms of Issue of Warrants**

- The Proposed Allottees shall on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Issue Price per Warrant.
- The holder(s) of each Warrant is entitled to apply for and obtain allotment of one equity share against such Warrant at any time after the date of allotment but on or before the expiry of 18 months from the date of allotment, in one or more tranches. Before exercising entitlement, the Warrant holder shall pay the remaining 75% of the Issue price of the warrant.
- If the Warrant Holder shall not exercise his entitlement within the aforesaid period, the entitlement of the Warrant holders to apply for the equity shares of the Company along with the rights attached thereto shall expire and any amount paid on such Warrants shall stand forfeited.
- Upon receipt of the requisite payment as above, the Board (or a Committee thereof) shall allot one equity share against each Warrant by appropriating Rs.10/- per equity share towards equity share capital and the balance amount towards the Securities Premium.
- The Warrant by itself till converted into equity shares, does not give to the holder(s) thereof any rights of the shareholders of the Company.

- The equity shares issued as above shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari passu in all respects including dividend with the existing fully paid up equity shares of the Company.

In terms of provisions of the Companies Act, 2013, approval of the members is sought under Section 62(1)(c) and other applicable provisions of the Companies Act, 2013 for the offer, issue and allotment of the said Warrants and also Equity shares on exercise of the options by the Warrant holder, as detailed in the resolution. The Board or the Committee thereof, may be authorized to issue the Warrants / Equity Shares, in accordance with the terms of the offer, as detailed in the resolution and to take necessary actions without any limitation for implementation of the resolution.

The Directors viz., Mr. Dinesh Alla, Managing Director, Mrs. Savita Alla, Joint Managing Director and Mr. Rajesh Alla, Director of the Company, being promoters and the respective Allottees related to them and forming part of Promoter Group are deemed to be interested in the above resolution.

The relatives of the aforesaid Directors and proposed Allottees may be deemed to be interested in the resolution to the extent of their shareholding interest if any in the Company. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution for approval of the Members as SPECIAL RESOLUTION.

By Order of the Board,

Hyderabad  
13.10.2015

Z.P. MARSHALL  
Chairman

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**INSTRUCTIONS FOR REMOTE E-VOTING FORMING PART OF NOTICE CONVENING  
EXTRAORDINARY GENERAL MEETING (EGM):**

**E-voting**

Pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, **ALPHAGEO (INDIA) LIMITED** (the Company) is pleased to provide its shareholders remote e-voting facility to cast their votes electronically on Resolution set forth in the Notice convening Extraordinary General Meeting scheduled to be held on 11th November, 2015 at 11:00 A.M. The remote e-voting facility is being provided by Karvy Computershare Private Limited (KCPL).

**E-voting Event Number and Timelines for voting:**

The E-voting Event Number and the timelines of E-voting are detailed below:

E—voting Event Number (EVEN)	Commencement of Remote E-Voting	End of Remote E-Voting
2171	7th November, 2015 at 11.00 A.M.	10th November, 2015 at 5.00 P.M.

**General Information:**

1. Shareholders of the Company holding shares either in physical form or in dematerialised form, as on the cutoff date, may cast their vote electronically. The voting rights of the shareholders shall be ONE VOTE PER EQUITY SHARE registered in the name of the shareholder / beneficial owner **as on the cut-off date i.e, 4th November, 2015.**
2. Every shareholder requires User ID and Password for casting their votes electronically. In case of physical folio, User ID will be EVEN number followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID.
3. For Shareholders receiving Notice of EGM in physical form, the initial password will be intimated along with the Notice of EGM and for Shareholders receiving Notice of EGM electronically, password will be provided in the email forwarding the electronic notice.
4. Any person who becomes a member of the Company after the dispatch of the Notice of the EGM and holds shares as on the cutoff date may obtain User ID and Password by contacting Karvy Computershare Private Ltd.
5. During Remote E-voting period, Shareholder of the Company holding their shares either in physical form or in dematerialised form, as on the cutoff date, may cast their votes electronically. The E-voting module shall be disabled by Karvy for voting thereafter. Once the vote on a resolution is casted by the shareholders, the shareholders shall not be allowed to change it subsequently.
6. Shareholders who have not casted their votes electronically, may only cast their vote at the Extraordinary General Meeting.
7. M/s. D. Hanumanta Raju & Co., Practising Company Secretaries, Hyderabad will act as Scrutinizer for scrutinizing the E-voting process in a fair manner.
8. The scrutinizer shall, immediately after the conclusion of voting at the EGM, first counts the votes cast at the meeting, thereafter unlock the votes cast through remote e-voting in the presence of at least two witnesses, not in employment of the company and make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any of each of the resolutions set forth in the Notice of the Extraordinary General Meeting, not later than 48 hours of conclusion of the meeting, to the Chairman of the Meeting or a person authorised by him in writing who shall countersign the same.
9. Resolution shall be deemed to be passed on the date of EGM subject to receipt of requisite number of votes in favour of Resolution.
10. The results of voting along with the scrutinizers' report shall be placed on the website of the Company [www.alphageoindia.com](http://www.alphageoindia.com) and on Karvy's website <https://evoting.karvy.com> and shall be intimated to the stock exchanges immediately after declaration of results by the Chairman or by a person authorised by him.

**Instructions and Steps for E-Voting:**

Shareholders are requested to read the instructions/steps detailed below before exercising/casting their vote:

- i. Launch internet browser by typing the URL: <https://evoting.karvy.com>.
- ii. Enter the login credentials (i.e. User ID and password). However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
- iii. After entering these details appropriately, click on "LOGIN".

- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the E- Voting "EVEN" i.e., Alphageo (India) Limited.
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR / AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR / AGAINST" taken together not exceeding your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Shareholders holding multiple folios / Demat accounts shall choose the voting process separately for each folio / Demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit". A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on all the Resolution(s).
- xi. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI etc.,) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email ID: dhr300@gmail.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Alphageo (India) Limited\_ Extraordinary General Meeting".
- xii. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not be allowed to vote again at the Meeting.
- xiii. In case of any queries, you may refer Help & Frequently Asked Question (FAQs) section of <https://evoting.karvy.com> (Karvy Website) or call KCPL on 040-67161606 & Toll Free No.1800 3454 001.

By Order of the Board

Hyderabad  
13.10.2015

Z.P. MARSHALL  
Chairman



CIN: L74210TG1987PLC007580

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Corp Office: 6-3-250/2, Road No.1, Banjara Hills, Hyderabad – 500034

Tel: 040-23320502/503 Fax: -040-23302238

Email: info@alphageoindia.com; Website: www.alphageoindia.com

**Share Transfer Agent: Karvy Computershare Private Limited,  
Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District,  
Nanakramguda, Serilingampally, Hyderabad-500032**

**ATTENDANCE SLIP**

Regd. Folio. No.		*DP ID:	
No. of Equity Shares held		*Client ID:	

Name of Shareholder	
Name of Proxy	

I/We hereby record my/our presence at the Extraordinary General Meeting of the Alphageo (India) Limited, held on **Wednesday, 11th November, 2015** at 11.00 AM at “Sundarayya Vignana Kendram, 1-8-1/B/25 A, Baghlingampally, Hyderabad – 500 044.

**SIGNATURE OF THE MEMBER OR THE PROXY ATTENDING THE MEETING**

\_\_\_\_\_  
If Member, Please sign here

\_\_\_\_\_  
If Proxy, Please sign here

Notes: This form should be signed and handed over at the Meeting Venue.

\*Applicable for investors holding shares in electronic form.





CIN: L74210TG1987PLC007580

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Tel: 040-23320502/503 Fax: -040-23302238

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EXTRAORDINARY GENERAL MEETING- WEDNESDAY 11TH NOVEMBER, 2015

**PROXY FORM**

Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014

Name of the Member(s): .....

Registered address: .....

E-mail id:.....

Folio No/Client ID: ..... DP ID: .....

I/We, being the member (s) of ..... shares of the above named company, hereby appoint:

1. Name: .....

Address: .....

E-mail Id: ..... Signature .....; or failing him

2. Name: .....

Address:.....

E-mail Id: ..... Signature .....; or failing him

3. Name: .....

Address: .....

E-mail Id: ..... Signature..... or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-ordinary General Meeting of the Company, scheduled to be held on Wednesday 11th November 2015 at 11.00 A.M. at “Sundarayya Vignana Kendram, 1-8-1/B/25 A, Baghlingampally, Hyderabad-500 044 and at any adjournment thereof in respect of such resolution as is indicated below:

\*\* I/We wish my above proxy (ies) to vote in the manner as indicated in the box below:

S. No.	Particulars of Resolution (s)	For	Against	Abstain
1.	Issue of Warrants to Promoters and Promoter Group on preferential basis			

Signed this.....day of ..... 2015

.....  
Signature of shareholder

Affix  
Revenue  
Stamp here

.....  
Signature of First proxy holder

.....  
Signature of Second proxy holder

.....  
Signature of Third proxy holder

.  
\*\* This is only optional. Please put a ' ' in the appropriate column against the resolutions indicated in the Box. Alternatively, the number of shares may be mentioned in the appropriate column in respect of which the shareholder(s) would like his /their proxy to vote. If all the columns are left blank against any one or all the resolutions, the Proxy will be entitled to vote in the manner as he/she thinks appropriate.

**Notes:**

**1. This form of proxy in order to be effective should be duly completed and deposited at the Corporate Office of the Company, not less than 48 hours before the commencement of the meeting.**

- The proxy need not be a member of the Company. Appointing a proxy does not prevent a member from attending the meeting in person if the member so wishes.
- In the case the appointer is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorised by it and an authenticated copy of such authorisation should be attached to the proxy form.
- A person can act as proxy on behalf of such number 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. Further, a member holding more than ten percent, of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
- In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.