

ALPHA GEO (INDIA) LIMITED

Plot No. 1, Sagar Society, Road No. 2, Banjara Hills, Hyderabad-500034
Tel: +91-40-23550502 / 23550503 / 23540504, Fax: +91-40-23550238
E-mail: info@alphageoindia.com, Website: www.alphageoindia.com

Ref: AGIL/CS/NSE&BSE/109/2018-19
Date: 21.08.2018

To
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra (E)
Mumbai- 400 051
Scrip Id: ALPHAGEO

To
The General Manager
Department of Corporate Services
BSE Limited
1st Floor, New Trading Ring, Rotunda Building
Phiroze Jeejeebhoy Towers, Dalal Street, Fort,
Mumbai- 400 001
Scrip Code: 526397

Dear Sir,

Sub: Notice calling 31st Annual General Meeting of the Members of the Company scheduled to be held on 14th September, 2018

We wish to inform that the 31st Annual General Meeting of the Members of the Company will be held on Friday, 14th September, 2018 at 11.00 A.M. at Sundarayya Vignana Kendram, 1-8-1/B/25A, Baghlingampally, Hyderabad - 500044.

In compliance with the Regulation 30 read with Schedule III of Part A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith submitting the Notice of 31st Annual General Meeting dated 06.08.2018 for your information and record.

Thanking You

Yours' faithfully,
For Alphageo (India) Limited



Deepa Dutta
Company Secretary and Compliance Officer



Encl: As above



ALPHAGEO (INDIA) LIMITED

CIN: L74210TG1987PLC007580

Regd. Office: 802, Babukhan Estate, Basheerbagh, Hyderabad - 500001

Corporate Office: 1st Floor, Plot No.1, Sagar Society, Road No.2, Banjara Hills, Hyderabad 500034

Tel: 040-23550502/503, **Fax:** 040-23550238, **Email:** info@alphageoindia.com

Website: www.alphageoindia.com

Notice of 31st Annual General Meeting

Notice is hereby given that the THIRTY FIRST ANNUAL GENERAL MEETING of the members of the Company will be held on Friday, 14th September 2018 at 11.00 A.M. at Sundarayya Vignana Kendram, 1-8-1/B/25A, Baghlingampally, Hyderabad - 500044, to transact the following business:

Ordinary Business

1. To receive, consider and adopt (a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2018 together with the Report of the Directors' and Auditors' thereon; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018 together with Report of Auditors' thereon and in this regard, to pass the following resolutions as **Ordinary Resolutions:**

- a. "RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2018 together with reports of the Directors' and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

- b. "RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended March 31, 2018 together with the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. To declare a dividend on equity shares for the Financial Year ended March 31, 2018 and in this regard, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT a dividend at the rate of ₹8/- (Rupees Eight only) per equity share of ₹10/- (Rupees Ten) each fully paid-up of the Company as recommended by the Board of Directors of the

Company be and is hereby declared for the financial year ended March 31, 2018 and the same be paid, out of the profits of the Company for the financial year ended March 31, 2018."

3. Re-appointment of Mr. Rajesh Alla (DIN: 01657395), Director of the Company who retires by rotation and being eligible, offers himself for re-appointment as a Director and in this regard, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Rajesh Alla (DIN: 01657395), who retires by rotation at 31st Annual General Meeting of the Company, being eligible offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Special Business

4. Appointment of Mr. Raju Mandapalli (DIN: 08014543), Additional Director, as an Independent Director of the Company, not liable to retire by rotation, in terms of Section 149 of the Companies Act, 2013 and to pass the following resolution as **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), **Mr. Raju Mandapalli** (DIN: 08014543), who was appointed as an Additional Director of the Company with effect from December 4, 2017 and who holds office upto the date of 31st Annual General Meeting in terms of Section 161(1) of the Companies Act,

2013 and the Article of Association of the Company and being eligible for appointment in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years upto December 3, 2022.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, 198 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), **Mr. Raju Mandapalli** (DIN:08014543) be paid such fees and remuneration and profit related commission, if any as the Board and Nomination and Remuneration Committee of the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time."

5. Re-appointment of **Mrs. Savita Alla** (DIN: 00887071) as Joint Managing Director of the Company and to fix her remuneration and to pass the following resolution as **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013("Act") and the relevant rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act, approval of the Members be and is hereby accorded for **the re-appointment of Mrs. Savita Alla (DIN: 00887071), as Joint Managing Director of the Company** for a period of **THREE** years, with effect from May 25, 2018 on the terms and conditions including remuneration, as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mrs. Savita Alla, subject to the same not exceeding the limits specified under Section 197 readwith Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT the Board or a committee thereof be and is hereby authorised to do all acts and take all such steps as maybe necessary, proper or expedient to give effect to foregoing resolution."

By Order of the Board

Hyderabad
06.08.2018

Deepa Dutta
Company Secretary

NOTES:

1. An explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of special businesses to be transacted at the Meeting is annexed hereto.
2. A Member entitled to attend and vote at the Annual General Meeting ("AGM") 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 of proxy in order to be valid must be deposited at the Corporate Office of the Company duly completed, stamped and signed, not less than FORTY EIGHT (48) hours before the commencement of the meeting.

A person can act as a 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. However, 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. Proxy Form, Attendance Slip and the route map of the venue of the Meeting are annexed hereto.
4. Corporate Members intending to depute their authorized representatives are requested to send to the Company a duly certified copy of the Board resolution together with the specimen signatures of representative authorised under the said resolution to attend the meeting and to vote on their behalf at the meeting.
5. The Company is providing facility for voting through remote e-voting on the business set out in the Notice. Information and Instructions including details of user id and password relating to e-voting are annexed hereto. Once the vote on a resolution is cast by member, whether partially or otherwise, the member shall not be allowed to change it

subsequently or cast the vote again. The members who have cast their votes by using remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the meeting.

6. Members/proxies are requested to bring the attendance slips duly filled in for attending the meeting and bring their copies of the Annual Report to the meeting. Members who hold shares in dematerialized form are requested to write their client ID and DP ID numbers and the number of shares held and those who hold shares in physical form are requested to write their Folio Number and number of shares held in the attendance slip for attending the meeting. 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. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the company, at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the company.
8. 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 other than Saturdays till the date of AGM.
9. 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, Updation of PAN 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.
10. Non-Resident Indian Shareholders are requested to inform the Registrars M/s. Karvy Computershare Private Limited immediately:
 - a. The change in the Residential Status on return to India for permanent settlement.
 - b. The particulars of the Bank Account maintained in India with complete name, branch, account

number and address of the Bank, if not furnished earlier.

11. Members holding shares in single name 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.
12. Members desiring to seek any information on the financial statements are requested to write to the Company at an early date to enable compilation of information.
13. The Securities and Exchange Board of India 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.
14. The Securities and Exchange Board of India has mandated the transfer of securities to be carried out in dematerialized form only **w.e.f. December 5, 2018**. Members holding shares in physical form are, therefore, requested to submit with the Company's Registrar and Share Transfer Agent, an application along with the necessary documents to get their shares dematerialized through their Depository Participants.
15. In pursuance of **Go Green Initiative** of Ministry of Corporate Affairs, Members are urged to register/update their email addresses with Depository Participant or with the Registrar and Share Transfer Agent of the Company, as applicable, to receive all communication including Annual Report, Notices, circulars, etc. from the Company in electronic mode.
16. Closure of Register of Members and Dividend:
 - a) The Company has notified that Register of Members shall remain closed from 5th September, 2018 to 13th September, 2018 (both days inclusive) for determining the names of the Members eligible for dividend, if approved, on equity shares.
 - b) The dividend on equity shares, as recommended by the Board of Directors, if

declared at the Annual General Meeting, will be paid to those shareholders whose name appears in Register of Members as on 4th September, 2018. In respect of shares held in Electronic Form, the dividend will be paid on the basis of particulars of beneficial ownership furnished by the Depositories for this purpose.

17. Remittance of Dividend:

The payment of dividend to the Members will be made using electronic mode of payment such as Electronic Clearance Service (ECS)/NEFT/RTGS etc. Accordingly, members holding securities in DMAT mode are requested to update their bank account details with their depository participants. Members holding securities in physical form may send their request for updating bank account details to the Company's Registrar & Share Transfer Agent, Karvy Computershare Private Limited.

18. Unclaimed dividend for the years 2010-11, 2013-14, 2014-15, 2015-16 and 2016-17 are held in separate Bank accounts.

Members whose dividends remain unclaimed, are requested to either correspond with the Company at its Corporate Office or the Company's Registrars & Share Transfer Agents (M/s. Karvy Computershare Private Limited). Members are requested to note that dividends not encashed or claimed within seven years from the date of declaration of the Dividend, will be transferred to the Investor Education and Protection Fund of Government of India as per Section 124(5) of the Companies Act, 2013. In view of this, members are advised to send their requests to the Company or our Registrars for revalidation of the warrants and encash them before the due dates as listed below:

Financial year ended	Date of Declaration	Due date
March 31, 2011	23-09-2011	22-09-2018
March 31, 2014	26-09-2014	25-09-2021
March 31, 2015	28-09-2015	27-09-2022
March 31, 2016	29-09-2016	28-09-2023
March 31, 2017	29-09-2017	28-09-2024

19. Pursuant to the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, notified by the Ministry of Corporate Affairs, the companies are required to transfer the shares in respect whereof the dividends remain unpaid /unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. The details of shares transferred to IEPF are displayed on the website of the Company at <http://www.alphageoindia.com/pdf/Shares%20transferred%20to%20IEPF.pdf>. The shareholders whose shares are transferred to the IEPF Authority can claim their shares from the Authority by following the Refund Procedure as detailed on the website of IEPF Authority <http://iepf.gov.in/IEPFA/refund.html>.

the Ministry of Corporate Affairs, Government of India. Consequently, no resolution is proposed for ratification of the appointment of the Auditors who were appointed in 30th Annual General Meeting of the Company.

21. **The information pertaining to Director seeking reappointment at the Annual General Meeting is furnished below:**

Mr. Rajesh Alla is a graduate of Carnegie Mellon University, Pittsburgh, USA - a premier institute for Artificial Intelligence Research. He is specialised in Image Processing, Computer Vision and Robotics. He is an alumnus of Indian Institute of Management Ahmadabad and Osmania University, Hyderabad.

20. The requirement to place the matter relating to the appointment of auditors for ratification by the members at every annual general meeting has done away vide Notification dated May 7, 2018 issued by

An engineer-entrepreneur at heart, he worked in the Robotics Institute, Carnegie-Mellon University, developing automated Printed Circuit Board inspection systems for production use. He is one of the pioneers of Automated Digitizing and

Recognition of documents. He has developed numerous Pattern Recognition and Artificial Intelligence Algorithms.

Mr. Rajesh Alla is a director of the Company since 30th September, 1992. He is member of Audit Committee, Nomination and Remuneration Committee and Chairman of Stakeholders' Relationship Committee of Board of Directors of the Company.

Mr. Rajesh Alla is the Founder and Managing Director of IIC Technologies Limited and Director of IIC Geo Surveys Private Ltd, IIC Academy Private Ltd, Transducers and Controls Private Ltd and Palnadu Infrastructure Private Ltd. He is holding 1,26,567 Equity Shares of the company in his individual capacity.

Mr. Rajesh Alla is interested in the resolution set out in Item No. 3 of the Notice. Mr. Dinesh Alla, being

related to Mr. Rajesh Alla may be deemed to be interested in the said resolution.

The other relatives of Mr. Rajesh Alla may be deemed to be interested in the said resolution, to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board recommends the resolution set forth in Item No. 3 of the Notice for approval by the Members.

By Order of the Board

Hyderabad
06.08.2018

Deepa Dutta
Company Secretary

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 for the items of business set forth in the Notice as Special Business:

Item No. 4

Mr. Raju Mandapalli has done his graduation in Science in Botany, Geology & Chemistry from Government College, Rajahmundry and Masters in Geology from Andhra University, Waltair. He has an employment record of 37 years in Geological Survey of India in various positions from Engineer (Geology Div.) to Director General and has specialization in the fields of Mineral Investigation, Engineering Geology, Landslide Hazard Projects, etc. He has authored many technical reports, journals and publications etc in these areas.

Mr. Raju Mandapalli (DIN: 08014543) has been appointed as Additional Director of the Company by the Board on December 4, 2017 and hold office till the conclusion of 31st Annual General Meeting.

The Company has received a notice in writing pursuant to Section 160 the Act from a Member proposing the candidature of Mr. Raju Mandapalli for the office of Director of the Company.

The Company has received declarations from Mr. Raju Mandapalli confirming that:

- He meets the criteria of independence as prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

- He is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

In the opinion of the Board, Mr. Raju Mandapalli fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

A copy of the draft letter of appointment of Mr. Raju Mandapalli as an Independent Director setting out the terms and conditions for his appointment is available for inspection by the Members at the corporate office of the Company during business hours on any working day.

Mr. Raju Mandapalli is not related to any other Director and Key Managerial Personnel of the Company.

Mr. Raju Mandapalli is interested in the resolution set out in item no. 4 of the Notice. The other relatives of Mr. Raju Mandapalli may be deemed to be interested in the said resolution of the Notice, to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The ordinary resolution as set forth in Item No. 4 of the Notice is accordingly commended for the approval of the Members.

Item No. 5

Mrs. Savita Alla is a Post Graduate in Management Studies from BITS, Pilani. She served in various Managerial Positions in corporate sector and has multifaceted experience in quality management systems, customer relationship management and entrepreneur skills.

Mrs. Savita Alla (DIN: 00887071) is Director of the Company since May 29, 2014. She has been appointed as Joint Managing Director of the Company for a tenure of 3 years on May 25, 2015 and approved by the Members as such at the Annual General Meeting held on September 28, 2015.

Mrs. Savita Alla is also Member of Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Securities Issue Committee of the Board of the Directors of the Company.

Taking into consideration the job responsibilities and based on the recommendation of the Nomination and Remuneration Committee of the Board, the Board of Directors at their meeting held on May 18, 2018, accorded its approval for the reappointment of Mrs. Savita Alla as Joint Managing Director of the Company for a further period of THREE years from May 25, 2018 to May 24, 2021 at such a remuneration set out hereafter, subject to the approval of the Members at the ensuing general meeting.

Remuneration:

- a) Salary: Salary of ₹3,00,000/- per month.
- b) Perquisites and Allowances:
 - i) **Accommodation:** House Rent Allowance @ ₹50,000/- per month. Reimbursement of expenses for gas, electricity and water not exceeding 5% of the salary.
 - ii) **Medical Benefits:** Reimbursement of Actual Medical Expenses for self and family not exceeding one month's salary for a year or coverage under Medical Insurance Policy of the Company.

iii) **Personal Accident Insurance:** Personal Accident Insurance coverage with the premium not exceeding ₹12,000/- per annum.

iv) **Club Fees:** Reimbursement of actual club fees.

v) **Contribution to Provident Fund:** Contribution to Provident Fund not exceeding 12% of the salary.

vi) **Gratuity:** Gratuity at the rate of half months' salary for each Completed year of service, subject to the provisions of the Payment of Gratuity Act, 1972.

vii) **Leave Encashment:** Encashment of un-availed leave at the end of the tenure as per rules of the Company.

viii) Provision for use of Company's car for official purposes and telephone at the residence.

c) **Commission:** In addition to salary, perquisites and allowances, commission not exceeding 5% of the net profits of the Company in a financial year computed in the manner laid down in section 197(8) of Companies Act, 2013.

d) **Minimum Remuneration:** Notwithstanding anything to the contrary herein contained, where in any financial year, during the current tenure of Joint Managing Director, the Company does not have profits or its profits are inadequate, the company shall pay remuneration by way of salary, perquisites and allowances, commission not exceeding the maximum limits as prescribed under Section II, Part II of Schedule V of the Companies Act, 2013 as amended from time to time as minimum Remuneration to the Joint Managing Director.

e) **Aggregate Remuneration:** The aggregate of remuneration, commission, perquisites and allowances payable to the Joint Managing Director individually or to all Whole Time Directors, if any, of the Company taken together during any financial year respectively shall not exceed 5%/10% of profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act 2013.

Mrs. Savita Alla is interested in the resolution set out in Item No. 5 of the Notice. Mr. Dinesh Alla, being related to Mrs. Savita Alla is deemed to be interested in the said resolution.

The other relatives of Mrs. Savita Alla may be deemed to be interested in the said resolution of the Notice, to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board accordingly recommends the Ordinary Resolution set out in Item No. 5 of the Notice for approval of the Members.

By Order of the Board

Hyderabad
06.08.2018

Deepa Dutta
Company Secretary

Instructions for Remote E-Voting Forming Part of Notice Convening 31st Annual General Meeting

E-voting

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ALPHAGEO (INDIA) LIMITED (the Company) is pleased to provide its shareholders remote e-voting facility to cast their votes electronically on all resolutions set forth in the Notice convening the 31st Annual General Meeting scheduled to be held on Friday, 14th September 2018 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 detailed below:

E-voting Event Number (EVEN)	Commencement of remote e-voting	End of remote e-voting
4062	10 th September, 2018 (11:00 A.M. IST)	13 th September, 2018 (5:00 P.M. IST)

General Information:

- i. 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 September, 2018.**
- ii. Every shareholder requires User ID and Password/ Pin 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.
- iii. For Shareholders receiving Notice of AGM in physical form, the initial password will be intimated along with the Notice of Annual General Meeting and for Shareholders receiving Notice of AGM electronically, password will be provided in the email forwarding the electronic notice.
- iv. Any person who becomes a member of the Company after the dispatch of the Notice of the AGM and holds shares as on the cut-off date may obtain PIN and Password by contacting Karvy Computershare Private Ltd.
- v. The Remote E- voting period commences on 10th September 2018 (11.00 AM) and ends on 13th September 2018 (5.00 PM). During this period, Shareholder of the Company holding their shares either in physical form or in dematerialised form, as on the cut-off date 4th September, 2018, 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.
- vi. Shareholders who have not casted their votes electronically, may only cast their vote at the Annual General Meeting.
- vii. M/s. D. Hanumanta Raju & Co., Practicing Company Secretaries, Hyderabad will act as Scrutinizer for scrutinizing the E-voting process in a fair manner.
- viii. The scrutinizer shall, immediately after the conclusion of voting at the AGM, 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 Annual General Meeting, not later than 48 hours of the conclusion of the meeting, to the Chairman of the Meeting or a person authorised by him in writing who shall countersign the same.

- ix. Resolutions shall be deemed to be passed on the date of AGM subject to receipt of requisite number of votes in favour of Resolutions.
- x. The results of voting along with the scrutinizer's report shall be placed on the website of the Company 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.

Instruction and Step 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/Pin). However, if you are already registered with Karvy for e-voting, you can use your existing User ID and Password/Pin 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 (az), 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 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](mailto: dhr300@gmail.com) with a copy marked to [evoting@karvy.com](mailto: evoting@karvy.com). The scanned image of the above mentioned documents should be in the naming format "Alphageo (India) Limited 31st Annual 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 Toll Free No.1800 3454 001 or email: [evoting@karvy.com](mailto: evoting@karvy.com).

By Order of the Board

Hyderabad
06.08.2018

Deepa Dutta
Company Secretary



ALPHAGEO (INDIA) LIMITED

CIN: L74210TG1987PLC007580

Regd. Office: 802, Babukhan Estate, Basheerbagh, Hyderabad - 500001

Corporate Office: 1st Floor, Plot No.1, Sagar Society, Road No.2, Banjara Hills, Hyderabad 500034

Tel: 040-23550502/503, **Fax:** 040-23550238, **Email:** info@alphageoindia.com

Website: www.alphageoindia.com

Attendance Slip

(Please fill Attendance Slip and hand it over at the entrance of the Meeting Hall)

Regd. Folio. No./ DP ID & Client ID*:

No. of Equity Shares held

Name of Shareholder

Name of Proxy

I/We hereby record my/our presence at the 31st Annual General Meeting of the Alphageo (India) Limited, held on Friday, 14th September 2018 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

*Applicable for investors holding shares in electronic form.



ALPHAGEO (INDIA) LIMITED

CIN: L74210TG1987PLC007580

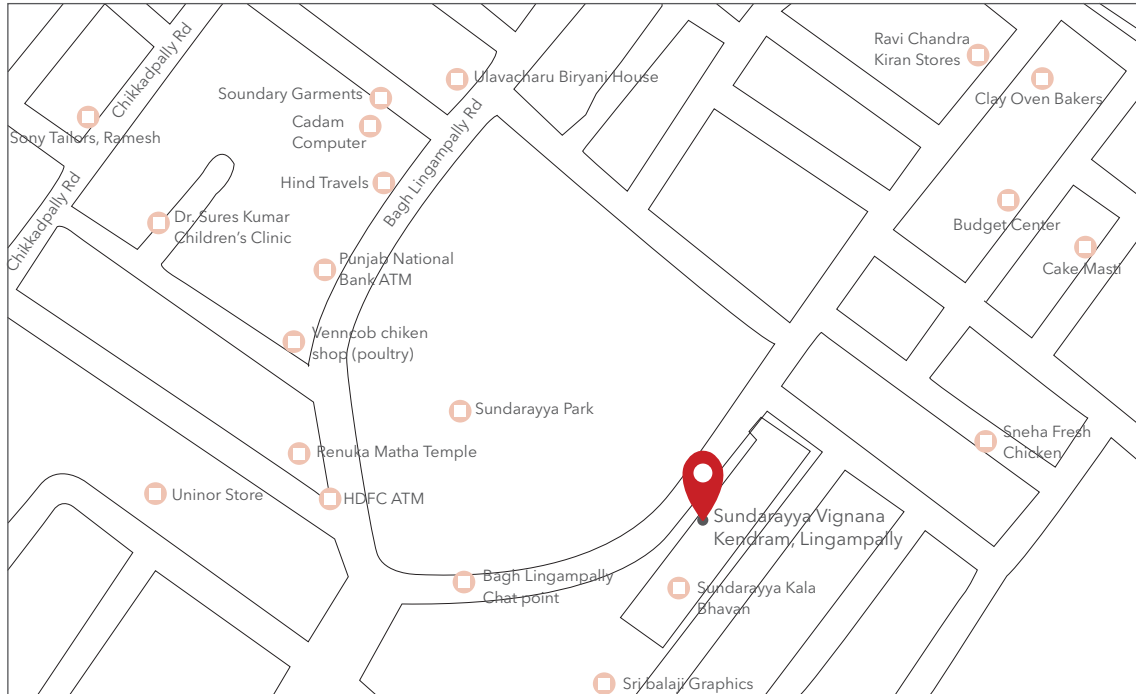
Regd. Office: 802, Babukhan Estate, Basheerbagh, Hyderabad - 500001

Corporate Office: 1st Floor, Plot No.1, Sagar Society, Road No.2, Banjara Hills, Hyderabad 500034

Tel: 040-23550502/503, **Fax:** 040-23550238, **Email:** info@alphageoindia.com

Website: www.alphageoindia.com

Route Map of venue of 31st Annual General Meeting





ALPHAGEO (INDIA) LIMITED

CIN: L74210TG1987PLC007580

Regd. Office: 802, Babukhan Estate, Basheerbagh, Hyderabad - 500001

Corporate Office: 1st Floor, Plot No.1, Sagar Society, Road No.2, Banjara Hills, Hyderabad 500034

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Website: www.alphageoindia.com

31st Annual General Meeting - September 14, 2018

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:; or failing him

2. Name:

Address:

E-mail Id:; or failing him

3. Name:

Address:

E-mail Id:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company, to be held on Friday, 14th September 2018 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 resolutions as are indicated below:

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

Resolution No.	Resolutions	Vote (Mention Number of Shares)	
		For	Against
Ordinary Business with Ordinary Resolutions:			
1. a.	Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2018 together with the Reports of the Directors and Auditors thereon.		
1.b.	Adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2018 together with Report of Auditors thereon.		
2.	Declaration of Dividend on Equity Shares for the year ended March 31, 2018.		
3.	Re-appointment of Mr. Rajesh Alla (DIN: 01657395) as Director of the Company, who retires by rotation, and being eligible offers himself for re-appointment.		
Special Business with Ordinary Resolutions:			
4.	Appointment of Mr. Raju Mandapalli (DIN:08014543) as Independent Director of the Company		
5.	Re-appointment of Mrs. Savita Alla (DIN:00887071) as Joint Managing Director of the Company and approve her remuneration		

Signed this.....day of 2018

Signature of shareholder

Affix ₹1/-
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.
2. 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.
3. 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.
4. 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.
5. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
6. This form of proxy will be valid only if it is duly completed in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.