



ALPHAGEO (INDIA) LIMITED

CIN: L74210TG1987PLC007580

Regd. Office: 802, Babukhan Estate, Basheerbagh, Hyderabad – 500 001

Corporate Office: 1st Floor, Plot No.1, Sagar Society, Road No.2, Banjara Hills, Hyderabad – 500 034

Tel: 040-23550502/503 | **Fax:** 040-23550238

Email: info@alphageoindia.com | **Website:** www.alphageoindia.com

Notice of 34th Annual General Meeting

NOTICE is hereby given that the Thirty Fourth Annual General Meeting of the Members of the Company will be held on Wednesday, September 29, 2021 at 11.00 A.M. through Video Conferencing ("VC") Facility / Other Audio Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.
2. To declare a dividend of ₹8/- per equity share of ₹10/- each for the financial year ended March 31, 2021.
3. To consider the re-appointment of Mr. Rajesh Alla (DIN: 01657395), Director of the Company who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. **Re-appointment of Mr. Dinesh Alla (DIN: 01843423) as Managing Director of the Company for a term of 5 (Five) years with effect from August 21, 2021 and to fix his remuneration**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the 'Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule V of the Act and pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Members be and is hereby accorded for the re-appointment of Mr. Dinesh Alla (DIN: 01843423) as Managing Director of the Company for a period of FIVE years with effect from August 21, 2021 on the terms and conditions and at such remuneration for a period of THREE years from the date of his re-appointment, 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 Mr. Dinesh Alla, in terms of the applicable provisions of Section 197 of the Act read with Schedule V of the Companies Act, 2013 including any statutory modification(s) or reenactment 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."

5. Re-appointment of Mrs. Savita Alla (DIN: 00887071) as Joint Managing Director of the Company for a period of 3 (Three) years with effect from May 25, 2021 and to fix her remuneration

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the 'Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) read with Schedule V of the Act and pursuant to the provisions of SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015, the consent 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, 2021 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, in terms of the applicable provisions of Section 197 of the Act read with Schedule V of the Companies Act, 2013 including any statutory modification(s) or reenactment 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."

Hyderabad

August 9, 2021

By Order of the Board
Deepa Dutta

Company Secretary

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the "Act") setting out material facts in respect of special businesses to be transacted at the Meeting is annexed hereto.
2. In view of the continuing Covid-19 pandemic and social distancing norm to be followed, the Ministry of Corporate Affairs ("MCA") vide its circular no. 20/2020 dated May 5, 2020 read with circular nos. 14/2020 dated April 8, 2020,

17/2020 dated April 13, 2020 and 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars") has permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"),

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and MCA Circulars, the 34th AGM of the Company being conducted through VC / OAVM herein after called as "e-AGM"

3. Pursuant to the aforesaid MCA Circulars and SEBI Circulars, the Notice of 34th AGM along with the Annual Report for the financial year 2020-21 are being sent only through electronic mode to those members whose email Ids are registered with the Company or Depository Participant(s).
4. The Notice of 34th AGM and Annual Report for FY 2020-21 have been uploaded on the website of the Company at www.alphageoindia.com and can also be accessed on the website of BSE Limited at www.bseindia.com and on the website of NSE Limited at www.nseindia.com. Pursuant to the abovementioned Circulars, the Company has not printed the Annual Reports and hence no hard copies of the Annual Report will be provided.
5. The Meeting shall be deemed to be conducted at the corporate office of the Company at Plot No. 1, Sagar Society, Road No. 2, Banjara Hills, Hyderabad – 500034.
6. Since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 34th AGM.
7. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.
8. The Company has notified closure of Register of Members and Share Transfer Books from **Thursday, September 23, 2021 to Wednesday, September 29, 2021** (both days inclusive) for the purpose of AGM and determining the names of members eligible for final dividend

on equity shares, if declared at the Meeting.

9. The Board of Directors of the Company at its Meeting held on June 25, 2021 has recommended a dividend of ₹ 8/- per equity share of ₹ 10/- each as final dividend for the financial year 2020-21. Final dividend, if declared, at the Annual General Meeting, will be paid on or before **October 25, 2021**. The Company has fixed **Wednesday, September 22, 2021 as the 'Record Date'** for determining entitlement of members to final dividend for the financial year ended March 31, 2021, if approved at the AGM.
10. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company or M/s. KFin Technologies Private Limited (KFinTech) (in case of shares held in physical mode) and with the Depositories (in case of shares held in demat mode).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by uploading the documents at <https://ris.kfintech.com/form15>. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form

10F, any other document which may be required to avail the tax treaty benefits by uploading the documents at <https://ris.kfintech.com/form15>.

The aforesaid declarations and documents need to be submitted by the shareholders by 5.00 P.M. on September 21, 2021.

11. Members holding shares in electronic form are advised to keep the bank account details updated with the respective Depository Participant(s). Member holding shares in physical form are requested to update bank account details with the Company's Registrar and Share Transfer Agent M/s. KFin Technologies Private Limited.

12. M/s. KFin Technologies Private Limited, the Company's Registrar and Transfer Agent, will be providing facility for participation in the 34th AGM through VC/OAVM Facility, for voting through remote E-voting and E-voting during the AGM.

13. Procedure of e-Voting and attending e-AGM:

- (i) 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, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by M/s KFin Technologies Private Limited, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.
- (ii) In pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-voting facility

provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process.

- (iii) Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- (iv) The Members may cast their votes remotely on the dates mentioned herein below ('remote e-voting').

Event Number and Timelines for Remote e-Voting

E-voting Event Number (EVEN)	Commencement of remote e-voting	End of remote e-voting
6130	25 th September, 2021 (11.00 A.M.)	28 th September, 2021 (5.00 P.M.)

- (v) The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by KFinTech upon expiry of the aforesaid period.
- (vi) Further, the facility for voting through electronic voting system will also be made available at the e-AGM ("Insta Poll") and members attending the e-AGM who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through Insta Poll.

(vii) The Board of Directors of the Company in its meeting held on May 25, 2021 has appointed M/s. D. Hanumanta Raju & Co., Practising Company Secretaries, Hyderabad as Scrutinizer for conducting the process of remote e-voting and e-voting during e-AGM in a fair and transparent manner.

14. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

(I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode:

Type of Shareholders	Login Method
Individual Shareholders holding shares in demat mode with NSDL	<ol style="list-style-type: none"> 1. User already registered for IDeAS facility: <ol style="list-style-type: none"> i. Visit URL: https://eservices.nsdl.com ii. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. iii. On the new page, enter Login ID and Password. Post successful authentication, click on "Access to e-Voting" iv. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. 2. User not registered for IDeAS e-Services: <ol style="list-style-type: none"> i) To register click on link : https://eservices.nsdl.com ii) Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii) Proceed with completing the required fields. iv) Follow steps given in points 1 above. 3. Alternatively, by directly accessing the e-Voting website of NSDL: <ol style="list-style-type: none"> i) Open URL: https://www.evoting.nsdl.com/ ii) Click on the icon "Login" which is available under 'Shareholder/Member' section. iii) A new screen will open. You will have to enter your Login Id (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. iv) Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFinTech. v) On successful selection, you will be redirected to KFinTech e- Voting page for casting your vote during the remote e-Voting period.

Individual Shareholders holding shares in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest:</p> <ul style="list-style-type: none"> i) Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com ii) Click on New System Myeasi iii) Login with your registered user id and password. iv) The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. v) Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi/Easiest:</p> <ul style="list-style-type: none"> i) Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration ii) Proceed with completing the required fields. iii) Follow the steps given in point 1 above. <p>3. Alternatively, by directly accessing the e-Voting website of CDSL:</p> <ul style="list-style-type: none"> i) Visit URL: www.cdslindia.com ii) Provide your Demat Account Number and PAN. iii) System will authenticate user by sending OTP on registered Mobile & Email as recorded in the Demat Account. iv) After successful authentication, user will be provided links for the respective ESP, i.e. KFintech where the e- Voting is in progress.
Individual Shareholder login through their demat accounts/ Website of Depository Participant	<ul style="list-style-type: none"> i) You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. ii) Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. iii) Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Votingperiod without any further authentication.

Note: Members who are unable to retrieve User ID / Password are advised to use Forgot User ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Shares held with NSDL	Shares held with CDSL
Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

(II) Login method for remote e-Voting for shareholders holding shares in physical mode and non-individual shareholders holding shares in demat mode:

(A) Members whose email IDs are registered with the Company/ Depository Participant(s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and Password. They will have to follow the following process:

- (i) Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
- (ii) Enter the login credentials (i.e. User ID and password) mentioned in your email.

In case of physical folio, User ID will be EVEN (E-Voting Event Number) XXXX, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the 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 "EVEN" i.e., 'Alphageo (India) Limited- AGM" and click on "Submit"

(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 shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the member 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) Members 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(s), 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 the Resolution(s).

(xi) Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRI etc.,) are required to send scanned certified true copy (PDF Format) of its Board Resolution / Authorisation Letter etc., together with attested specimen signature(s) of the duly authorised representative(s) to the Scrutinizer's email id: thr300@gmail.com. The said resolution/letter should be

in the naming format "Alphageo (India) Limited_34th AGM".

(xii) Members can cast their vote online from September 25, 2021 (11.00 A.M.) till September 28, 2021 (5.00 P.M.). Voting beyond the said date shall not be allowed and the remote e-voting facility shall be blocked.

(B) Members whose email IDs are not registered with the Company/Depository Participant(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

(i) Members who have not registered their email address and in consequence the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFinTech, by accessing the link: <https://ris.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx>. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password.

(ii) Alternatively, Member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.

(iii) After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

(III) Instructions for the Members to attend the

e-AGM of the Company through VC/OAVM:

(i) Members will be provided with a facility to attend the e-AGM through video conferencing platform provided by M/s. KFin Technologies Private Limited.

(ii) Members may access the same at <https://emeetings.kfintech.com> and click on the "video conference" and login by using the remote e-voting login credentials. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting.

(iii) Members who do not have User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the procedure given in the remote e-Voting instructions.

(iv) Facility of joining the AGM through VC/OAVM shall be available for members on first come first served basis.

(v) Facility for joining e-AGM through VC/OAVM will be opened 15 minutes before the scheduled time of the meeting and will be kept open throughout the proceedings of the meeting.

(vi) Institutional members are encouraged to attend and vote at the AGM through VC/OAVM.

(vii) 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 at the e-AGM.

(viii) The Members (members logins) attending the e-AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

(ix) Members are encouraged to join the Meeting through Laptops / Desktops with Google Chrome (preferred browser),

Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

- (x) Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- (xi) **AGM Questions prior to e-AGM:** Members who wish to post their questions prior to the meeting may login to <https://emeetings.kfintech.com/> and click on "Post your Questions". The Members may post their queries/views/questions by mentioning their name, demat account number/folio number, email id, mobile number. Please note that queries/questions of only those members will be answered who are holding shares of the Company as on the cut-off date. The window for posting the questions shall be opened from September 25, 2021 (9.00 A.M.) to September 26, 2021 (5.00 P.M.).
- (xii) **Speaker Registration during e-AGM session:** Members who wish to register as speakers, may login to <https://emeetings.kfintech.com/> through the user id and password provided in the mail received from KFintech and click on "Speaker Registration". The Speaker Registration will be opened from September 25, 2021 (9.00 A.M.) to September 26, 2021 (5.00 P.M.). The Company reserves the right to restrict the speaker registration during the e-AGM session, depending upon availability of the time as appropriated for smooth conduct of the meeting and hence, encourages the members to send their questions/ queries, etc. in advance as provided in note no. (xi) above.

(IV) Instructions for Members for e-Voting during the e-AGM session:

- (i) The members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the e-AGM.
 - (ii) E-voting during the AGM is integrated with the VC / OAVM platform. The members may click on the voting icon displayed on the screen to cast their votes.
 - (iii) A member can opt for only single mode of voting i.e., through remote e-voting or voting at the AGM. If a member casts votes by both modes, then voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
 - (iv) Once the vote on a resolution(s) is cast by the member, the member shall not be allowed to change it subsequently.
 - (v) The Members, whose names appear in the Register of Members / list of Beneficial Owners as on September 22, 2021, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice.
15. In case a person has become a member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User Id and Password in the manner as mentioned below:
- (i) If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399.
- | | |
|----------------------|---------------------------------|
| Example for NSDL | MYEPWD <SPACE> IN12345612345678 |
| Example for CDSL | MYEPWD <SPACE> 1402345612345678 |
| Example for Physical | MYEPWD <SPACE> XXXX1234567890 |
- (ii) If e-mail address or mobile number of the member is registered against Folio

No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.

16. In case of any query and/or grievance, in respect of voting by electronic means, members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website). Members may also contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com for any further clarifications.
17. Resolutions shall be deemed to be passed on the date of e-AGM subject to receipt of requisite number of votes in favour of Resolutions.
18. The Scrutinizer shall, after the conclusion of e-voting at the Meeting, scrutinize the votes cast at the Meeting (Insta Poll) and votes cast through remote e-voting, make a Consolidated Scrutinizer’s Report and submit the same to the Chairman, not later than 48 hours of the conclusion of the meeting. The results of e-voting along with the scrutinizers’ report shall be placed on the website of the Company www.alphageoindia.com and shall be intimated to the stock exchanges immediately after declaration of results by the Chairman or by a person authorised by him.

Other Information:

19. The Securities and Exchange Board of India (SEBI) has mandated the transfer of securities to be carried out in dematerialized form only w.e.f. 1st April, 2019. 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.

20. 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.

21. Unclaimed dividend for the years 2013-14, 2014-15, 2015-16, 2016-17, 2017-18, 2018-19 and 2019-20 are held in separate bank accounts.

Members whose dividends remain unclaimed are requested to write to the Company or its Registrar and Transfer Agent and claim their dividends. Members are requested to note that dividends not encashed or claimed within the due date mentioned below, will be transferred to the Investor Education and Protection Fund (“IEPF”) of the Government of India as per the provisions of Section 124(5) of the Companies Act, 2013. In view of this, members are advised to send their requests to the Company or its Registrar for revalidation of the warrants and encash them before the due dates as listed below:

Dividend and Year	Date of Declaration	Due Date for claiming the Dividend
Final Dividend 2013-14	26.09.2014	31.10.2021
Final Dividend 2014-15	28.09.2015	02.11.2022
Final Dividend 2015-16	29.09.2016	03.11.2023
Final Dividend 2016-17	29.09.2017	03.11.2024
Final Dividend 2017-18	14.09.2018	19.10.2025
Final Dividend 2018-19	30.09.2019	04.11.2026
Interim Dividend 2019-20	06.03.2020	11.04.2027

22. 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://alphageoindia.com/IEPF.htm>. 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/IEPF/corporates.html>.

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

24. The information pertaining to Director seeking re-appointment 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.

Mr. Rajesh Alla has 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 September 30, 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.

Hyderabad	By Order of the Board Deepa Dutta
August 9, 2021	Company Secretary

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the 'Act'):

The following Statement sets out all material facts relating to special business mentioned in Item No. 4 and 5 of the accompanying Notice.

Item No. 4

Mr. Dinesh Alla (DIN: 01843423) is a post graduate in Mathematics and in Management Studies from BITS, Pilani. He has very rich experience and deep knowledge about geophysical and seismic survey industry and has immensely contributed to the growth of the Company by his incisive and broad based knowledge and strategic decisions. Under his able guidance the Company has successfully executed many seismic survey contracts in different terrains all over India. He is chief articulator in making the Company as one of the preferred vendor by major Oil Companies.

Mr. Dinesh Alla assumed the office of Managing Director of the Company in the year 1991 and is being reappointed as such for every five-year period since then. In the recent past he has been re-appointed as Managing Director of the Company for a period of 5 years from August 21, 2016 till August 20, 2021.

The Board of Directors, at the recommendation of the Nomination and Remuneration Committee of the Board, at its meeting held on June 25, 2021, accorded its approval for the re-appointment of Mr. Dinesh Alla as Managing Director of the Company for a further period of FIVE years from August 21, 2021 to August 20, 2026 at such remuneration set out hereafter for a period of THREE years from the date of his re-appointment, subject to the approval of the Members at the ensuing general meeting.

Brief Particulars of the terms of Remuneration payable to Mr. Dinesh Alla:

(a) **Period of Remuneration:** Three (3) years from August 21, 2021 to August 20, 2024

(b) **Salary:** Salary of ₹9,00,000/- per month.

(c) **Perquisites and Allowances:**

- i) House Rent Allowance @ ₹1,00,000/- per month.
- ii) Reimbursement of expenses for gas, electricity and water not exceeding 5% of the salary.
- iii) 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.
- iv) Personal Accident Insurance coverage with the premium not exceeding ₹12,000/- per annum.
- v) Reimbursement of actual club fees.
- vi) Contribution to Provident Fund not exceeding 12% of the salary.
- vii) Gratuity at the rate of half months' salary for each completed year of service, subject to a maximum amount under Payment of Gratuity Act, 1972.
- viii) Encashment of un-availed leave at the end of the tenure as per rules of the Company.
- ix) Provision for use of Company's car for official purposes and telephone at the residence.

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.

Minimum Remuneration: In terms of the applicable provisions of Schedule V of the Companies Act, 2013, where in any financial year during the current tenure of the Managing Director, the Company does not have profits or its profits are inadequate, remuneration comprising of salary, perquisites, commission and statutory benefits, approved herein be continued to be paid as Minimum Remuneration to the Managing Director.

Aggregate Remuneration: The aggregate of remuneration, commission, perquisites and allowances payable to the Managing Director individually or to all whole-time directors, if any, of the Company taken together during any financial year respectively shall be in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Dinesh Alla satisfied all the conditions set out in Part I of Schedule V of the Act and also the conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his reappointment as managing director of the Company. He is not disqualified from being appointed as director in terms of Section 164 of the Act. The Board also affirms that Mr. Dinesh Alla is not debarred or disqualified from holding the office of director by the virtue of any SEBI order, Ministry of Corporate

Affairs or any such statutory authority.

Mr. Dinesh Alla does not hold the directorship in any other listed company or membership/ chairmanship of the committees of other public limited companies as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Dinesh Alla is a member of Stakeholders' Relationship Committee and Nomination and Remuneration Committee and chairman of Corporate Social Responsibility Committee and Finance Committee of the Board of Directors of the Company.

Mr. Dinesh Alla holds 9,67,200 (15.20%) equity shares of the Company as on March 31, 2021. He is related to Mrs. Savita Alla, Joint Managing Director and Mr. Rajesh Alla, Non-executive Director of the Company. Apart from this, he is not related to any other Director and Key Managerial Personnel of the Company.

Mr. Dinesh Alla, being the appointee, is interested in the resolution set out in Item No. 4 of the Notice. Mrs. Savita Alla and Mr. Rajesh Alla, being related to Mr. Dinesh Alla are deemed to be interested in the said resolution. The other relatives of Mr. Dinesh 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. 4 of the Notice.

Statement containing additional information as required in Schedule V of the Companies Act, 2013:

General Information:

1.	Nature of industry	The Company is engaged in providing geophysical data acquisition, processing and interpretation services for oil and gas exploration companies.																		
2.	Date or expected date of commencement of commercial production	The Company has commenced its commercial operations in the year 1990 and is in the business for more than 32 years.																		
3.	Financial performance based on given indicators	As per audited standalone financial results: ₹ in Lakhs																		
		<table border="1"><thead><tr><th>Particulars</th><th>2020-21</th><th>2019-20</th></tr></thead><tbody><tr><td>Total revenue</td><td>16563</td><td>27127</td></tr><tr><td>Total expenses</td><td>15562</td><td>28076</td></tr><tr><td>Profit before tax</td><td>1001</td><td>(949)</td></tr><tr><td>Profit after tax</td><td>743</td><td>(1010)</td></tr><tr><td>Shareholders' fund</td><td>23454</td><td>22710</td></tr></tbody></table>	Particulars	2020-21	2019-20	Total revenue	16563	27127	Total expenses	15562	28076	Profit before tax	1001	(949)	Profit after tax	743	(1010)	Shareholders' fund	23454	22710
Particulars	2020-21	2019-20																		
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Profit after tax	743	(1010)																		
Shareholders' fund	23454	22710																		
4.	Foreign investments or collaborations	Foreign Investment as on March 31, 2021 is ₹1322.14 Lakhs. There are no foreign collaborations in existence as on March 31, 2021.																		

Information about the appointee:

1.	Background details	Mr. Dinesh Alla is 57 years of age and is a post graduate in Mathematics and in Management Studies from BITS, Pilani and has a wide experience and deep knowledge in the field of geophysical and seismic survey. He is Managing Director of the Company since 1991 and under his able guidance the Company has successfully executed many seismic survey contracts in different terrains all over India.
2.	Past remuneration	The remuneration of Mr. Dinesh Alla has been approved by the Members at the 32 nd Annual General Meeting of the Company for a period of two years from August 21, 2019 to August 20, 2021. He has been paid a remuneration of ₹116.76 lakhs for the year 2020-21.
3.	Recognition or awards	Mr. Dinesh Alla is chief articulator in making the Company as one of the preferred vendor by major Indian Oil Companies and also International Renowned Oil and Gas Companies. Under his leadership, the Financial Times, in the month of February 2018, recognised the Company as 198 th of 1000 th fastest growing companies in Asia-Pacific region.

4.	Job profile and his suitability	Mr. Dinesh Alla has rich experience and deep knowledge about geophysical and seismic survey industry and has immensely contributed to the growth of the Company by his incisive and broad based knowledge. Under the leadership of Mr. Dinesh Alla the Company has achieved various milestones and enhanced the stakeholders' value.
5.	Remuneration proposed	As stated in the Explanatory Statement at Item No. 4 of this Notice.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Mr. Dinesh Alla has served on the Board of the Company since inception. His strategic directions have led the Company from its profile of the nascent stage and have propelled its growth. He has streamlined the business process operations of the Company and has been the strategic management personnel. His skill set and his experience places him at par with similar positions on other companies of comparable sizes and nature. The proposed remuneration of Mr. Dinesh Alla is in line with the industry levels and is commensurate with the size of the Company and nature of its business.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director	Mr. Dinesh Alla is a Promoter Director and Chairman and Managing Director of the Company. He is the spouse of Mrs. Savita Alla, Joint Managing Director and brother of Mr. Rajesh Alla, Non-executive Director of the Company. Apart from this, he is not related to any other director and key managerial personnel of the Company.

Other Information:

1.	Reasons of loss or inadequate profits, steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms	Due to Covid-19 pandemic, the operations and financial performance of the Company has adversely affected during the FY 2020-21. However, having sizeable executable orders on hand, the management is confident to achieve improved operational and financial performances in the forthcoming years.
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This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) of ICSI.

The Board of Directors recommends the resolution in relation to re-appointment of Mr. Dinesh Alla as Managing Director of the Company, as set out in Item No. 4 for approval of the Members by way of a Special Resolution.

Item No. 5

Mrs. Savita Alla (DIN: 00887071) is a Post Graduate in Management Studies from BITS, Pilani. She has served in various managerial positions in corporate sector and has multifaceted experience in quality management systems, customer relationship management and entrepreneurial role.

Mrs. Savita Alla is Director of the Company since May 29, 2014. She was appointed as Joint Managing Director of the Company for a period of 3 years on May 25, 2015 and thereafter re-appointed for another term of 3 years effective from May 25, 2018 to May 24, 2021.

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 its meeting held on May 25, 2021, accorded its approval for the re-appointment of Mrs. Savita Alla as Joint Managing Director of the Company for a further period of THREE years from May 25, 2021 to May 24, 2024 at such remuneration set out hereafter for a period of THREE years from the date of re-appointment, subject to the approval of the Members at the ensuing general meeting.

Brief Particulars of the terms of Remuneration payable to Mrs. Savita Alla:

(a) **Period of Remuneration:** Three (3) from May 25, 2021 to May 24, 2024

(b) **Salary:** Salary of ₹3,00,000/- per month.

(c) Perquisites and Allowances:

- i) House Rent Allowance @ ₹50,000/- per month.
- ii) Reimbursement of expenses for gas, electricity and water not exceeding 5% of the salary.

iii) 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.

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

v) Reimbursement of actual club fees.

vi) Contribution to Provident Fund not exceeding 12% of the salary.

vii) Gratuity at the rate of half months' salary for each completed year of service, subject to a maximum amount under Payment of Gratuity Act, 1972.

viii) Encashment of un-availed leave at the end of the tenure as per rules of the Company.

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

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.

Minimum Remuneration: In terms of the applicable provisions of Schedule V of the Companies Act, 2013, where in any financial year during the current tenure of the Joint Managing Director, the Company does not have profits or its profits are inadequate, remuneration comprising of salary, perquisites, commission and statutory benefits, approved herein be continued to be paid as Minimum Remuneration to the Joint Managing Director.

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 be in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mrs. Savita Alla satisfied all the conditions set out in Part I of Schedule V of the Act and also the conditions set out under sub-section (3) of Section 196 of the Act for being eligible for her reappointment as whole-time director of the Company. She is not disqualified from being appointed as director in terms of Section 164 of the Act. The Board also affirms that Mrs. Savita Alla is not debarred or disqualified from holding the office of director by the virtue of any SEBI order, Ministry of Corporate Affairs or any such statutory authority.

Mrs. Savita Alla does not hold the directorship in any other listed company or membership/ chairmanship of the committees of other public limited companies as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mrs. Savita Alla is a member of Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Finance Committee of the Board of Directors of the Company.

Mrs. Savita Alla holds 3,91,458 (6.15%) equity shares of the Company as on March 31, 2021. Mrs. Savita Alla, being the appointee, 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 to the extent of their shareholding, if any, in the Company.

Mrs. Savita Alla, being the appointee, is interested in the resolution set out in Item No. 5 of the Notice. Mr. Dinesh Alla and Mr. Rajesh Alla, being related to Mrs. Savita Alla are 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 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.

Statement containing additional information as required in Schedule V of the Companies Act, 2013:**General Information:**

1.	Nature of industry	The Company is engaged in providing geophysical data acquisition, processing and interpretation services for oil and gas exploration companies.																		
2.	Date or expected date of commencement of commercial production	The Company has commenced its commercial operations in the year 1990 and is in the business for more than 32 years.																		
3.	Financial performance based on given indicators	As per audited standalone financial results: <p style="text-align: right;">₹ in Lakhs</p> <table border="1"><thead><tr><th>Particulars</th><th>2020-21</th><th>2019-20</th></tr></thead><tbody><tr><td>Total revenue</td><td>16563</td><td>27127</td></tr><tr><td>Total expenses</td><td>15562</td><td>28076</td></tr><tr><td>Profit before tax</td><td>1001</td><td>(949)</td></tr><tr><td>Profit after tax</td><td>743</td><td>(1010)</td></tr><tr><td>Shareholders' fund</td><td>23454</td><td>22710</td></tr></tbody></table>	Particulars	2020-21	2019-20	Total revenue	16563	27127	Total expenses	15562	28076	Profit before tax	1001	(949)	Profit after tax	743	(1010)	Shareholders' fund	23454	22710
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Profit before tax	1001	(949)																		
Profit after tax	743	(1010)																		
Shareholders' fund	23454	22710																		
4.	Foreign investments or collaborations	Foreign Investment as on March 31, 2021 is ₹ 1322.14 Lakhs. There are no foreign collaborations in existence as on March 31, 2021.																		
Information about the appointee:																				
1.	Background details	Mrs. Savita Alla is 55 years of age and is a Post Graduate in Management Studies from BITS, Pilani. She is a director of the Company since 2014 and manages the day-to-day affairs, manpower and other activities of the Company. She has extensive experience in human resource management, quality management systems, customer relationship management and entrepreneurial role.																		
2.	Past remuneration	The remuneration of Mrs. Savita Alla has been approved by the Members at the 31 st Annual General Meeting of the Company for a period of three years from May 25, 2018 to May 24, 2021. She has been paid a remuneration of ₹98.49 lakhs for the year 2020-21.																		
3.	Recognition or awards	Nil																		
4.	Job profile and her suitability	Mrs. Savita Alla is entrusted with substantial powers of the management and is responsible for the general conduct and management of the business and affairs of the Company. She has extensive experience in human resource management, quality management systems, customer relationship management and entrepreneurial role.																		

5.	Remuneration proposed	As stated in the Explanatory Statement at Item No. 5 of this Notice.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Mrs. Savita Alla has served on the Board of the Company since 2014. She is entrusted with the responsibilities of managing the Human Resource Department, Health, Safety & Environment (HSE) Department and other day-to-day affairs of the Company. Her skill set and experience places her at par with similar positions on other companies of comparable sizes and nature. The proposed remuneration of Mrs. Savita Alla is in line with the industry levels and is commensurate with the size of the Company and nature of its business.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director	Mrs. Savita Alla is a member of promoter group and Joint Managing Director of the Company. She is the spouse of Mr. Dinesh Alla, Chairman and Managing Director and sister-in-law of Mr. Rajesh Alla, Non-executive Director of the Company. Apart from this, she is not related to any other director and key managerial personnel of the Company.

Other Information:

1.	Reasons of loss or inadequate profits, steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms	Due to Covid-19 pandemic, the operations and financial performance of the Company has adversely affected during the FY 2020-21. However, having sizeable executable orders on hand, the management is confident to achieve improved operational and financial performances in the forthcoming years.
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This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) of ICSI.

The Board of Directors recommends the resolution in relation to re-appointment of Mrs. Savita Alla as Joint Managing Director of the Company, as set out in Item No. 5 for approval of the Members by way of a Special Resolution.

Hyderabad

August 9, 2021

By Order of the Board
Deepa Dutta

Company Secretary