



## ALPHAGEO (INDIA) LIMITED

CIN: L74210TG1987PLC007580

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

Corporate Office: 1<sup>st</sup> 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 35<sup>th</sup> Annual General Meeting

NOTICE is hereby given that the Thirty Fifth Annual General Meeting of the Members of the Company will be held on Saturday, September 24, 2022 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, 2022, 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, 2022.
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.
4. To Re-appoint M/s Majeti & Co., Chartered Accountants, Hyderabad based firm as Statutory Auditors of the Company for another term of Five (5) Years

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, and pursuant to the recommendations of the audit committee and the board of directors of the company M/s Majeti & Co, Chartered Accountants (Firm Registration No. 015975S) be and is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this 35<sup>th</sup> Annual General Meeting (“AGM”) till the conclusion of the 40<sup>th</sup> Annual General Meeting (“AGM”) to be held in the year 2027, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors”.

#### SPECIAL BUSINESS

5. Re-appointment of Mr. Raju Mandapalli (DIN: 08014543) as an Independent Director for the second term of five years.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (‘Act’), if any, read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors), Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, and the Articles of Association of the Company, as well as based on the recommendation of

the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Raju Mandapalli (DIN: 08014543), who was appointed as an Independent Director of the Company at the 31<sup>st</sup> Annual General Meeting of the Company for a period of five years, i.e., from December 4, 2017 to December 3, 2022, and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for the second consecutive term of five years, i.e., from December 4, 2022 to December 3, 2027 (both days inclusive).”

**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.”

By Order of the Board  
For Alpageo (India) Limited

Hyderabad  
August 10, 2022

**Sakshi Mathur**  
Company Secretary

#### NOTES:

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to clarification on holding of Annual General Meeting ('AGM') through video conferencing ('VC') or other audio visual means ('OAVM') read with General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 Circular No. 2/2022 dated May 5, 2022 and Circular No. 3/2022 dated May 5, 2022 in relation to 'Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19' and General Circular No.02/2021 dated January 13, 2021 (collectively referred to as 'MCA Circulars') and the Securities and Exchange Board of India ('SEBI') vide its circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in relation to 'Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015-COVID-19 pandemic' and Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (collectively referred to as 'SEBI Circulars') permitted the holding of the Annual General Meeting ('AGM'/'the Meeting') 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'), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and MCA Circulars, the 35<sup>th</sup> AGM of the Company is being held through VC/ OAVM on Saturday, September 24, 2022 at 11.00 a.m. IST. 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.
2. As per the provisions of clause 3.A.II. of the General Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the matters of Special Business as appearing at Item Nos. 5 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice
3. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business under Item No. 5 set out above and the relevant details of the Directors seeking re-appointment at this AGM as

required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('Secretarial Standard') are annexed hereto. Requisite declarations have been received from the Directors seeking re-appointment

4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.
5. Institutional shareholders/corporate shareholders (i.e. other than individuals, HUF's, NRI's, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization can upload their Board Resolution/Power of Attorney/ Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login or can be send to Scrutinizer's email id: [chr300@gmail.com](mailto:chr300@gmail.com). The said resolution/letter should be in the naming format "Alphageo (India) Limited\_35<sup>th</sup> AGM".
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
7. Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.
8. In line with the General Circulars No. 20/2020 dated May 5, 2020 and No. 02/2021 dated January 13, 2021, issued by the MCA and the SEBI Circulars, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories/ RTA. The Notice of 35<sup>th</sup> AGM and Annual Report 2021-22 are available on the Company's website viz. [www.alphageoindia.com](http://www.alphageoindia.com) and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. 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.
9. Electronic copies of all the documents referred to in the accompanying Notice of the AGM and the Explanatory Statement shall be made available for inspection. During the 35<sup>th</sup> AGM, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act; Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at [cs@alphageoindia.com](mailto:cs@alphageoindia.com).
10. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The Company has sent letters along with Business Reply Envelopes (BRE) for furnishing the required details. The said forms can be downloaded from company's website at <https://www.alphageoindia.com/Forms.htm>. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialized form and to the Company's Registrar and Transfer Agent ('RTA') in case the shares are held by them in physical form, quoting their folio number.
11. Non-Resident Indian Members are requested to inform the Company's RTA immediately of:
  - a) Change in their residential status on return to India for permanent settlement.
  - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

12. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,
- **For shares held in electronic form:** to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depositor Participant will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members.
  - **For shares held in physical form:** to the Company's RTA in prescribed Form ISR -1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021, as per instructions mentioned in the form. The Company's Registrar and Transfer Agent, Kfintech has sent physical letters to all the shareholders of the Company holding shares in Physical form in this regard. The said form can be downloaded from the Company's website <https://www.alphageoindia.com/Forms.htm> and is also available on the website of the RTA [https://ris.kfintech.com/clientservices/isc/default.aspx#isc\\_download\\_hrd](https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd)
13. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form can be downloaded from the Company's website <https://www.alphageoindia.com/Forms.htm> also available on the website of the RTA [https://ris.kfintech.com/clientservices/isc/default.aspx#isc\\_download\\_hrd](https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd). It may be noted that any service request can be processed only after the folio is KYC Compliant
14. SEBI vide its notification dated January 24, 2022 has amended Regulation 40 of the SEBI Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact Company or Company's Registrar and Transfer Agent Kfintech for assistance in this regards.
15. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their pan details to their depository participants. Members holding shares in physical form are requested to submit their pan details to the company's RTA.
16. To support the '**Green Initiative**', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company's RTA in case the shares are held by them in physical form.
17. **Closure of Register of Members and Dividend**
- a) The Company has notified closure of Register of Members and Share Transfer Books from **Sunday, September 18, 2022 to Saturday, September 24, 2022** (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.
  - b) The Board of Directors of the Company at its Meeting held on May 27 2022 has recommended a dividend of ₹8/- per equity share of ₹10/- each as final dividend for the financial year 2021-22. Final dividend, if declared, at the Annual General Meeting, will be paid on or before **October 23, 2022**. The Company has fixed **Saturday, September 17, 2022 as the 'Record Date'** for determining entitlement of members to final dividend for the financial year ended March 31, 2022, if approved at the AGM.
18. Members desiring to seek any information on the financial statements are requested to write to the

Company at [cs@alphageoindia.com](mailto:cs@alphageoindia.com) an early date to enable compilation of information.

#### 19. Unclaimed Dividend

Unclaimed dividend for the years 2014-15, 2015-16, 2016-17, 2017-18, 2018-19, 2019-20 and 2020-21 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 of dividend	Due Date for claiming the Dividend
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
Final Dividend 2020-21	29-09-2021	03.11.2028

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

<https://www.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>.

20. Pursuant to Finance Act 2020, 2021 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, 2021 and amendments thereof. The shareholders are requested to update their PAN with the Company or M/s. KFin Technologies 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 Resident Non-Individual Members i.e. Insurance companies, Mutual Funds and Alternative Investment Fund (AIF) established in India and Non-Resident Non-Individual Members i.e. Foreign Institutional Investors and Foreign Portfolio Investors may alternatively submit the relevant forms / declarations / documents through their respective custodian who is registered on NSDL platform, on or before the below mentioned timelines.'

**The aforesaid declarations and documents need to be submitted by the shareholders by 5.00 P.M. on or before September 17, 2022.**

21. M/s. KFin Technologies Limited, the Company's Registrar and Transfer Agent, will be providing facility for participation in the 35<sup>th</sup> AGM through VC/OAVM Facility, for voting through remote E-voting and E-voting during the AGM.

**22. Procedure of e-Voting and attending e-AGM:**

(i) Pursuant to Section 108 of the Companies Act, 2013 read with 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, and in terms of SEBI Circulars in relation to e-voting facility provided by listed entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by M/s KFin Technologies 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
6901	20 <sup>th</sup> September, 2022, Tuesday, (9.00 A.M.)	23 <sup>rd</sup> September, 2022, Friday, (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 August 10, 2022 has appointed M/s. D. Hanumanta Raju & Co., Practicing 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.

(viii) Any person holding Shares in physical form and non-individual shareholders who

acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cutoff date, may obtain login ID and password by sending request at [evoting@kfinotech.com](mailto:evoting@kfinotech.com). However, if he/she is already registered with Kfintech for remote evoting then he/she can use his/her existing user id and password for casting the vote.

(ix) In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode."

(x) The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

**Step 1:** Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2:** Access to KFinTech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode

**Step 3:** Access to join virtual meetings (e-AGM) of the Company on KFin system to participate in e-AGM and vote at the AGM.

23. DETAILS ON STEP 1 ARE MENTIONED 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	<p><b>1. User already registered for IDeAS facility:</b></p> <p>i) Visit URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a></p> <p>ii) Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.</p> <p>iii) On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”</p> <p>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.</p> <p><b>2. User not registered for IDeAS e-Services:</b></p> <p>i) To register click on link : <a href="https://eservices.nsd.com">https://eservices.nsd.com</a></p> <p>ii) Select “Register Online for IDeAS” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>iii) Proceed with completing the required fields.</p> <p>iv) Follow steps given in points 1 above.</p> <p><b>3. Alternatively by directly accessing the e-Voting website of NSDL:</b></p> <p>i) Open URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a></p> <p>ii) Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>iii) A new screen will open. You will have to enter your User Id (i.e. Your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>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.</p> <p>v) On successful selection, you will be redirected to KFinTech e- Voting page for casting your vote during the remote e-Voting period.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p>

NSDL Mobile App is available on



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

**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.

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

DETAILS ON STEP 2 ARE MENTIONED BELOW:

**(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:

- Launch internet browser by typing the URL: <https://evoting.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: [dhr300@gmail.com](mailto: dhr300@gmail.com). The said resolution/ letter should be in the naming format "Alphageo (India) Limited\_35<sup>th</sup> AGM".
- (xii) Members can cast their vote online from September 20, 2022 (9.00 A.M.) till September 23, 2022 (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) Member may send an e-mail request at the email id [einward.ris@kfintech.com](mailto: 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.
- (ii) After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

DETAILS ON STEP 3 ARE MENTIONED BELOW:

**(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 Limited.
- (ii) Members may access the same at <https://emeetings.kfintech.com> by using the e-voting login credentials provided in the e-mail received from Kfintech. After logging in, click on the "video conference" tab 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) Members are encouraged to join the Meeting through Laptops / Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- (viii) 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.

**(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 17, 2022, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice.

**OTHER INSTRUCTIONS**

- (i) **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 20, 2022 (9.00 A.M.) to September 21, 2022 (5.00 P.M.).
- (ii) **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 20, 2022 (9.00 A.M.) to September 21, 2022 (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. (i) above.

24. 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.

25. 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](mailto:evoting@kfintech.com) for any further clarifications.

26. Resolutions shall be deemed to be passed on the date of e-AGM subject to receipt of requisite number of votes in favor of Resolutions.

27. 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](http://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.

By Order of the Board  
For Alphageo (India) Limited

Sakshi Mathur  
Company Secretary

Hyderabad  
August 10, 2022

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

Explanatory Statement As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 & 5 of the accompanying Notice:

### Item No. 4

This explanatory statement is in terms of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), however, the same is strictly not required as per Section 102 of the Act.

The Members at the Thirtieth (30<sup>th</sup>) Annual General Meeting ("AGM") of the Company held on September 29, 2017, had approved the appointment of M/s. Majeti & Co, Chartered Accountants (Firm Registration No.: 0159755), as Statutory Auditors of the Company, to hold office till the conclusion of the Thirty Fifth (35<sup>th</sup>) Annual General Meeting ("AGM")

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on May 27, 2022, proposed the re-appointment of M/s. Majeti & Co, Chartered Accountants (Firm Registration No.: 0159755), as the Statutory Auditors of the Company, for a term of five consecutive years from the conclusion of Thirty Fifth (35<sup>th</sup>) Annual General Meeting ("AGM") till the conclusion of Fortieth (40<sup>th</sup>) Annual General Meeting ("AGM") of the Company to be held in the year 2027, at a remuneration as may be mutually agreed between the Board of Directors and Statutory Auditors.

M/s Majeti & Co. was paid a fee of Rs. 8.00 Lakhs for conducting Statutory Audit and Rs.4.50 Lakhs for Quarterly audit fees for the financial year ended March 31, 2022 plus applicable taxes .Out of pocket expenses was reimbursed on actual expenses occurred basis. There will be no change in remuneration to be paid for conducting Statutory Audit for financial year 2022-23. The Board, in consultation with the Audit Committee shall approve revisions in the remuneration of the Statutory Auditors for the remaining part of the tenure.

Besides the audit services, the Company would also obtain certifications from the Statutory Auditors under

various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board in consultation/ratification with/by the Audit Committee.

The Board, in consultation with the Audit Committee, may alter and vary the terms and conditions of re-appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

M/s. Majeti & Co have consented to their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution set out at Item No. 4 of the Notice

### Item No. 5

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.

Based on recommendation of the Nomination and Remuneration Committee, the Board re-appointed Mr. Raju Mandapalli (DIN: 08014543) as an Independent Director, not liable to retire by rotation, for the second consecutive term of five years, i.e., from December 4, 2022 to December 3, 2027 (both days inclusive), subject to approval of the Members.

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 per Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (LODR),2015
- He is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and
- 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 is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for re-appointment as an Independent Director and he is independent of the management.

Hyderabad  
August 10, 2022

An Electronic copy of consent letter of Mr. Raju Mandapalli acts as an Independent Director and disclosure of interest is available for inspection by the Members Please refers to Note 9 given in the Notice on inspection of documents.

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. 5 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. 5 of the Notice.

The Special resolution as set forth in Item No. 5 of the Notice is accordingly recommended for the approval of the Members.

By Order of the Board  
**For Alphageo (India) Limited**

**Sakshi Mathur**  
Company Secretary

## ANNEXURE TO NOTICE OF 35<sup>TH</sup> ANNUAL GENERAL MEETING 2021-22

### DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Name of the Director	Rajesh Alla	Raju Mandapalli
Director Identification Number	01657395	08014543
Date of Birth (Age)	12-04-1961 (61Years)	18-08-1957 (65 Years)
Date of first appointment on Board	30-09-1992	04-12-2017
Educational Qualification	He is Graduate of Carnegie Mellon University, Pittsburgh, USA – a premier institute for Artificial Intelligence Research.	He is a graduate in Science in Botany, Geology & Chemistry Masters in Geology from Andhra University, Waltair.
Experience (including expertise in specific functional areas) / Brief Resume	He is specialised in Image Processing, Computer Vision and Robotics. He is an alumnus of Indian Institute of Management, Ahmadabad and Osmania University, Hyderabad. He 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	He has an employment record of 37 years in the Geological Survey of India in various positions from Engineer (Geology Division) to Director General, HOD and retired on superannuation.  He specialises in the fields of Mineral Investigation, Engineering Geology, Landslide Hazard Projects, etc. He has authored many technical reports, articles in journals and publications, etc.
Directorships held in other companies	<b>Managing Director-</b> IIC Technologies Private Limited <b>Director</b> IIC Geo Surveys Private Ltd IIC Academy Private Ltd Transducers and Controls Pvt Ltd Palnadu Infrastructure Private Ltd	NIL
Memberships/ Chairmanships of Committees across companies	<b>Chairman</b> Stakeholders' Relationship Committee. – Alphageo (India) Ltd <b>Member</b> Audit Committee – Alphageo (India) Ltd He does not hold memberships/ chairmanships of Committees in any other Company.	<b>Chairman</b> Audit Committee - Alphageo (India) Ltd Nomination & Remuneration Committee - Alphageo (India) Ltd <b>Member</b> Stakeholder Relationship Committee- Alphageo (India) Ltd Corporate Social Responsibility Committee - Alphageo (India) Ltd He does not hold memberships/ chairmanships of Committees in any other Company.

<b>Relationship with other Directors, Manager and other Key Managerial Personnel of the Company</b>	He is related to Mr. Dinesh Alla, Chairman and Managing Director of the Company. 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.	Not related to any Director / Key Managerial Personnel of the Company
<b>No. of shares held in the Company either by self or as a beneficial owner</b>	1,26,567 Equity Shares 86333 Equity Shares (Rajesh Alla, HUF)	NIL
<b>Terms and Conditions of appointment / re-appointment</b>	As per the ordinary resolution set forth at item no 3 of this Notice.	As per the Special Resolution set forth at Item No. 5 of this Notice, read with the Explanatory Statement thereto.
<b>Name of listed entities from which the person has resigned in the past three years</b>	NIL	NIL

For other details such as number of meetings of the Board attended during the year; remuneration last drawn & sought to be paid; and the skills and capabilities required for the role of Independent Director and the manner in which the person proposed to be appointed / re-appointed meets such requirements, etc. please refer to the Corporate Governance Report which is a part of the Annual Report.

