



ALPHAGEO (INDIA) LIMITED

CIN: L74210TG1987PLC007580

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

Corporate Office: Plot No 77& 78, 2nd Floor, Kamalapuri colony,

Phase III, Banjara Hills, Hyderabad-500073

Tel: 040-23550502/503

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

Notice of 36th Annual General Meeting

NOTICE is hereby given that the Thirty-six Annual General Meeting of the Members of the Company will be held on Friday, 29th September 2023 at 11.00A.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, 2023, 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, 2023.

SPECIAL BUSINESS

3. **Alteration in the Articles of Association of the Company.**

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

RESOLVED THAT consent of the members be and is hereby accorded to alter the ‘Article 158’ appearing in the Articles of Association of the Company

‘Article 158’ be and is hereby amended and substituted with the following:

“Subject to the provisions of the Act, the Board shall have power to appoint from time to time one or more of their body to the office of the Managing Director or whole time Director of such period and on such terms as they think fit such period not exceeding five years at a time. **A Managing director shall not whilst holding that office be subject to retirement by rotation. Any other director shall be liable to retire by rotation as per the section 152 of companies act 2013.** The Board may by resolution vest in such Managing Director such of the powers hereby vested in the Board generally as it thinks fit, and such power may be made exercisable for such period or periods and upon such conditions and subject to such restrictions, as it may determine. The remuneration of the Managing Director/whole time Director may be by way of monthly payment, participating in profits or by either or both modes or any other mode not expressly prohibited by the Act”

RESOLVED FURTHER THAT the Board of Directors or company secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable to give effect to this resolution.”



4. Appointment of Mr. Sashank Alla as Director (DIN 07508061) of the Company

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

“RESOLVED that Mr. Sashank Alla (DIN 07508061), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director of the Company with effect from 11 August, 2023 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) and any other applicable provisions, if any, of the Companies Act, 2013 (“Act”) (including any modification and re-enactment thereof), and the Article of Association of the Company, and who is eligible for appointment and has consented to act as a Director of the Company 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 of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

5. Appointment of Mr. Sashank Alla (DIN 07508061) as Whole-time director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 152, 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) (including any modification and re-enactment thereof) read with Schedule V of the Act, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and applicable provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the consent of the members of the Company be and is hereby accorded for appointment and terms of remuneration of Mr. Sashank Alla (DIN 07508061), as the whole time Director of the Company, liable to retire by rotation for a period of five years with effect from September 29th 2023, as recommended by Nomination and Remuneration Committee and approved by the Board of Directors, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment), with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Mr. Sashank Alla.”

“RESOLVED FURTHER THAT Mr. Sashank Alla (DIN: 07508061) on his reappointment as a director immediately on retirement by rotation shall continue to hold his office of whole-time director on same terms as approved by the members at his appointment as whole-time director and such reappointment shall not be deemed to constitute break in his appointment as whole-time director”

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, and things, as it may in its absolute discretion deem necessary, proper, or desirable in this respect”.

6. Material related party transaction(s) between the Company and Alphageo offshore Services Private limited, its Subsidiary and joint venture company and Aquila Drilling Private Limited, promoter group entity

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



“RESOLVED THAT pursuant to the section 188 of the Companies Act 2013 read with rule 15 of the Companies (Meeting of Board and its Power) Rules, 2014 and provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Alphageo offshore Services Private Limited and Aquila Drilling Services private limited, the entities falling within the definition of ‘Related Party’ under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations in the course of (a) availing and rendering of Seismic/geophysical consulting service(s); (b) reimbursement of expenses (c) availing/ providing for sharing/usage of each other’s resources viz. employees, office space, infrastructure; equipment, taxes(d) purchase/ sale/exchange/transfer/lease of business asset(s) and/or equipment to meet its business objectives/requirements; (e) transfer of any resources, services or obligations to meet its business objectives/requirements (“Related Party Transactions”) on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related parties and the Company, such that the maximum value of the Related Party Transactions with Alphageo offshore Services Private limited does not exceed value of ₹20 crores and Aquila Drilling private limited, does not exceed value of Rs 20 crores in categories as per section 188 of companies act 2013, provisions of SEBI (LODR) regulations, 2015 and as specified in the explanatory statement, provided that the said Transaction(s)/Contract(s)/Arrangement(s)/ Agreement(s) shall be carried out at in the ordinary course of business and in respect of transactions with related parties under Section 2(76) of the Act, are at arm’s length basis.”

“RESOLVED FURTHER THAT Mr. Dinesh Alla, Chairman & Managing Director be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorized Representative of the Company, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT all actions taken by the Board/Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

By Order of the Board
For Alphageo (India) Limited

Hyderabad
August 11, 2023

Sakshi Mathur
Company Secretary



NOTES:

1. Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars'), the Company is convening the 36th Annual General Meeting ('AGM') through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ('SEBI'), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, and January 5, 2023 ('SEBI Circulars') and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). In compliance with the provisions of the Companies Act, 2013 ('Act'), the Listing Regulations and MCA Circulars, the 36th AGM of the Company is being held through VC/OAVM on Friday 29th September 2023 at 11.00 a.m. IST. The deemed venue for the AGM will be the Corporate Office of the Company i.e., Plot No 77 & 78, 2nd Floor, Kamalapur colony, Phase III, Banjara Hills, Hyderabad -500073
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. 3,4,5&6 of the accompanying Notice, are 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. 3,4,5&6 set out above and the relevant details of the Directors seeking 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.
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 shareholders 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. The said resolution/letter should be in the naming format "Alphageo (India) Limited_36th 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, and circular no 10/2022 dated December 28, 2022 issued by the MCA and the SEBI Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories/ RTA. The Notice of 36th AGM and Annual Report 2022-23 are available on the Company's website viz. 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 and www.nseindia.com respectively.
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 36th 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.
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 Depository 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

13. Updation of mandate for receiving dividend directly in bank account through Electronic Mode or any other means in a timely manner: Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, mandates, nomination, power of attorney, bank details, bank account number, MICR code, IFSC, etc.: Shares held in physical form: Members holding shares in physical form are requested to send the following details/ documents to the Company's Registrars and Transfer Agent (RTA) viz. Kfintech Technologies Limited latest by Friday, September 22, 2023:

- a) Form ISR-1 along with supporting documents. The said form is available on the website of the Company at <https://www.alphageoindia.com/Forms.htm> and on the website of the RTA at https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd.
- b) Cancelled cheque in original, bearing the name of the Member or first holder, in case shares are held jointly. c) Bank attested legible copy of the first page of the Bank Passbook/Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and full address of the bank branch. d) Self-attested copy of the PAN Card of all the holders; and e) Self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the first holder as registered with the Company. Further, Shares held in electronic form: Members holding shares in electronic form may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividend as per the applicable regulations of the DPs and the Company will not be able to accede to any direct request from such Members for change/addition/ deletion in such bank details. Accordingly, Members holding shares in electronic form are requested to ensure that their Electronic Bank Mandate is updated with their respective DPs by Friday, September 22, 2023

14. 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. It may be noted that any service request can be processed only after the folio is KYC Compliant

15. 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 regard.



16. 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.
17. Norms for furnishing of PAN, KYC, Bank details and Nomination: Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSDPoD1/P/CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. The folios wherein any one of the cited documents/details is not available on or after October 1, 2023, shall be frozen by the RTA. The securities in the frozen folios shall be eligible:
- To lodge any grievance or avail of any service, only after furnishing the complete documents / details as mentioned above;
 - To receive any payment including dividend, interest, or redemption amount (which would be only through electronic mode) only after they comply with the above stated requirements.

The forms for updation of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13, and the said SEBI circular are available on our website <https://www.alphageoindia.com/Forms.htm> In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest. The Company has dispatched a letter to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members who hold shares in dematerialized form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs. Further, Members holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, after December 31, 2025.

18. 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.
19. **Closure of Register of Members and Dividend**
- The Company has notified closure of Register of Members and Share Transfer Books from **Saturday, September 23, 2023 to Friday, September 29, 2023** (both days inclusive) for the purpose of AGM and determining the names of members eligible for final dividend on equity shares, if approved at the 36th Annual General Meeting.
 - The Board of Directors of the Company at its Meeting held on May 26, 2023 has recommended a dividend of ₹8/- per equity share of ₹10/- each as final dividend for the financial year 2022-23. Final dividend, if approved, at the 36th Annual General Meeting, will be paid on or before **October 28, 2023**. The Company has fixed **Friday, September 22, 2023 as the 'Record Date'** for determining entitlement of members to final dividend for the financial year ended March 31, 2023, if approved at the AGM.
20. Members desiring to seek any information on the financial statements are requested to write to the Company at cs@alphageoindia.com an early date to enable compilation of information.



21. Unclaimed Dividend

Unclaimed dividend for the years 2015-16, 2016-17, 2017-18, 2018-19, 2019-20, 2020-21 and 2021-22 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 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
Final Dividend 2021-22	24-09-2022	29-10-2029

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>.

22. 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 September 22, 2023.

23. M/s. KFin Technologies Limited, the Company’s Registrar and Transfer Agent, will be providing facility for participation in the 36thAGM through VC/OAVM Facility, for voting through remote E-voting and E-voting during the AGM.

24. 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/PoD2/CIR/P/2023/120 dated July11, 2023 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
7588	25 th September, 2023, Monday, (9.00 A.M.)	28 th September, 2023, Thursday, (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 Friday, August 11, 2023 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@kfintech.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.

25. 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>1. User already registered for IDeAS facility:</p> <ul 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 User 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. <p>2. User not registered for IDeAS e-Services:</p> <ul 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:

- i) Open URL: <https://www.evoting.nsd.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 User 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.

4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App available on



Individual Shareholders holding shares in Demat mode with CDSL

1. Existing user who have opted for Easi / Easiest:

- i) Visit URL: <https://web.cdslindia.com/myeasinew/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.

2. User not registered for Easi/Easiest:

- i) Option to register is available at <https://web.cdslindia.com/myeasinew/Registration/EasiRegistration>
- ii) Proceed with completing the required fields.
- iii) Follow the steps given in point 1 above.

3. Alternatively by directly accessing the e-voting website of CDSL:

- i) Visit URL: <https://evoting.cdslindia.com/Evoting/EvotingLogin>.
- 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	<p>i) You can also login using the login credentials of your Demat account through your DP registered with NSDL /CDSL for e-Voting facility.</p> <p>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.</p> <p>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-voting period without any further authentication.</p>

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 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

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:
- (i) Launch internet browser by typing the URL: <https://eMeetings.kfintech.com/>.
 - (ii) Enter the login credentials (i.e., User ID and Password) 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 displayed/disclosed on the screen. 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: dlr300@gmail.com. The said resolution/letter should be in the naming format “Alphageo (India) Limited_36th AGM”.
 - (xii) Members can cast their vote online from Monday, September 25, 2023 (9.00 A.M.) till Thursday, September 28, 2023 (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 to whom 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 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 though 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 cast 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, 2023, 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 Monday, September 25, 2023 (9.00 A.M.) to Tuesday September 26, 2023 (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 email received from Kfintech and click on “Speaker Registration.” The Speaker Registration will be opened from Monday September 25, 2023 (9.00 A.M.) to Tuesday, September 26, 2023 (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.

26. 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>XXXXIN12345612345678
Example for CDSL	MYEPWD <SPACE>XXXX1402345612345678
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.

27. 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 einward.ris@kfintech.com for any further clarifications.

28. 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.

29. 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, within 2 days 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.

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

Hyderabad
August 11, 2023

Sakshi Mathur
Company Secretary



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. 3, 4, 5, and 6 of the accompanying Notice:

Item No. 3

Pursuant to the provisions of section 14 of the Companies Act, 2013, alteration of articles requires approval of the members of the Company by way of a Special Resolution at a general meeting.

The Board of Directors in their meeting held on August 11, 2023 has approved the amendment in 'Article 158' of the Article of Association of the Company as set out in item no. 3 of the notice, subject to the approval of members of the Company.

A copy of the proposed amended Articles of Association (AOA) is available for inspection by the members at the corporate office of the Company during business hours on all working days from the date of dispatch of the notice, up to the last date of voting i.e., Thursday, September 28, 2023

The Board recommends the Special Resolution set out at Item No 3 of the Notice for approval by the Members. None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the passing of the Resolution as item No. 3

Item No. 4 & 5

The Board of Directors, at its meeting held on 11th August 2023, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Sashank Alla as an Additional Director of the Company with effect from 11th August 2023. The Board, at the same meeting, also appointed Mr. Sashank Alla as whole-time director of the Company, for a period of five years with effect from 29th September 2023, subject to approval of the Members of the Company. In terms of Section 161(1) of the Act, Mr. Sashank Alla holds the office of Additional Director only up to the date of this 36th Annual General Meeting of the Company, and is eligible for appointment as a Director. The Company has received a notice in writing from a Member, in terms of Section 160(1) of the Act, proposing his candidature for the office of Director. Mr. Sashank Alla has also confirmed that he is not disqualified from being appointed as Director, in terms of the provisions of Section 164(1), 164(2) of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a director of the Company.

Mr. Sashank Alla is the part of the promoter group of the Company and holds 2,24,000 equity shares of the company

Mr. Sashank Alla holds a degree in Electrical and Computer Engineering, with a minor in Business Management, from Carnegie Mellon University in the USA. He has been with Alphageo since 2017, contributing significantly to the company's expansion into the mineral exploration sector. You can find additional information about Mr. Sashank Alla in **Annexure A** of this notice.

The main terms and conditions of appointment of Mr. Sashank Alla are given below:

A. Tenure of the appointment

The appointment as whole-time director of the company is for a period of five years with effect from September 29, 2023. He is liable to retire by rotation at every annual general meeting as per the provisions of section 152 of the Companies Act 2013 and if reappointed by the members



of the company his reappointment as a director immediately on retirement by rotation, he shall continue to hold office of whole-time director on same terms as approved by the members at his appointment as whole-time director and such reappointment shall not be deemed to constitute break in his appointment as whole-time director.

B. Nature of Duties

The director shall devote his whole time and attention to the business of the Company and shall perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to the superintendence, control, and directions of the Board in connection with and in the best interests of the business of the Company and the business of one or more of its associate companies and/or subsidiaries.

C. Remuneration

- a) **Period of Remuneration:** Three (3) years effective from September 29, 2023 to September 28, 2026.
- b) **Salary:** Salary of ₹1,80,000 per month.
- c) **Perquisites and Allowances:**
 - I. House Rent Allowance @ ₹40,000/- 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. Use of Company's car for official purposes and telephone at the residence.

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 whole-time director, the company does not have profits or its profits are inadequate, remuneration comprising of salary, perquisites, statutory benefits, approved herein be continued to be paid as Minimum remuneration to the whole-time director.

Aggregate Remuneration: The aggregate of remuneration, perquisites, and allowances payable to the whole time 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 compliance with the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Act, as amended from time to time, the terms of appointment



and remuneration of the whole-time director as specified above are now being placed before the Members for their approval.

The board of directors recommends the passing of the Resolutions at Item no. 4 as an ordinary Resolution and item no 5 as special resolution for approval of the Members.

Except Mr. Sashank Alla being appointee and Mr. Dinesh Alla, Savita Alla & Rajesh Alla being relatives of appointee, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, in the Resolutions set out at Item Nos. 4 & 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 33 years.																		
3.	Financial performance based on given indicators	As per audited standalone financial results: <div style="text-align: right;">₹ in Lakhs</div> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #d3d3d3;">Particulars</th> <th style="background-color: #d4af37;">2022-23</th> <th style="background-color: #d3d3d3;">2021-22</th> </tr> </thead> <tbody> <tr> <td>Total revenue</td> <td style="text-align: right;">6594.97</td> <td style="text-align: right;">15488.26</td> </tr> <tr> <td>Total expenses</td> <td style="text-align: right;">6967.56</td> <td style="text-align: right;">14135.21</td> </tr> <tr> <td>Profit before tax</td> <td style="text-align: right;">2025.36</td> <td style="text-align: right;">1862.69</td> </tr> <tr> <td>Profit after tax</td> <td style="text-align: right;">1538.34</td> <td style="text-align: right;">1328.18</td> </tr> <tr> <td>Shareholders' fund</td> <td style="text-align: right;">25339.07</td> <td style="text-align: right;">24298.97</td> </tr> </tbody> </table>	Particulars	2022-23	2021-22	Total revenue	6594.97	15488.26	Total expenses	6967.56	14135.21	Profit before tax	2025.36	1862.69	Profit after tax	1538.34	1328.18	Shareholders' fund	25339.07	24298.97
Particulars	2022-23	2021-22																		
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Profit after tax	1538.34	1328.18																		
Shareholders' fund	25339.07	24298.97																		
4.	Foreign investments or collaborations	Foreign Investment as on March 31, 2023 is ₹1322.14 Lakhs. There are no foreign collaborations in existence as on March 31, 2023.																		
Information about the appointee:																				
1.	Background details	Mr. Sashank Alla is a graduate in Electrical and Computer Engineering with a minor in Business Management from Carnegie Mellon University, USA. After graduation he worked with Deloitte in a technical capacity in Consulting. He has been with Alphageo since 2017. His technical & management background helps in planning & process control. He has been an integral part in the company's foray into the mineral exploration industry.																		
2.	Past remuneration	Mr. Sashank Alla has been paid an annual remuneration of ₹24.18 Lakhs for the year 2022-23 as an employee of the company.																		
3.	Recognition or awards	--																		
4.	Job profile and his suitability	He has been with Alphageo since 2017, contributing significantly to the company's expansion into the mineral exploration sector.																		



5.	Remuneration proposed	As stated in the Explanatory Statement at Item No. 4&5 of this Notice.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The proposed remuneration of Mr. Sashank Alla is in line with the industry levels and is commensurate with the size of the Company and nature of its business. His skill set and his experience places him at par with similar positions on other companies of comparable sizes and nature
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director(s)	Mr. Sashank Alla belongs to promoter group of the company. He is son of Mr. Dinesh Alla, Chairman and Managing Director and Mrs. Savita Alla, Joint Managing director of the Company and relative 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	--
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Item No. 6

According to section 188 of the companies Act, 2013 read with rule 15 of companies (Meetings of Board and its Powers) Rules,2014 if company exceeds the limits as specified in the companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), such material related party transactions exceeding the limits, would require prior approval of Members by means of a resolution. In view of the changes in the threshold for determining the related party transactions that require prior shareholder approval and to facilitate seamless contracting and rendering/availing of services between the Company and “related parties,” the Company seeks the approval of the shareholders to approve entering contracts/arrangements within the thresholds and conditions mentioned in the resolution. All the contracts/arrangements and the transactions with “related parties” are reviewed and approved by the Audit Committee.

The details of transactions as per the SEBI master circular reference SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023 that require approval are given below

a) Alphageo offshore services private limited

S.no	Description	Particulars
1.	Name of Related Party	Alphageo Offshore Services Private Limited
2.	Nature of relationship (including nature of its interest)	Subsidiary & Joint venture Company



3.	Type of proposed transaction	(a)Rendering of seismic/geophysical services, consulting services and such related areas (b)Supply of related equipment's, manpower, infrastructure. (c)reimbursement of expenses relating to seismic geophysical related services (d)rendering/availing of services, (e) Leasing of property. (f)Any transfer of resources, services, or obligations to meet its objectives/requirements
4.	Nature, duration/tenure, material terms, monetary value, and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. Monetary value of transactions with Alphageo offshore services private limited subject to a maximum of ₹20 Crores. The validity of the resolution will persist until the subsequent/ next annual general meeting of the company.
5.	Particulars of Proposed transaction	Same as Point no. 3
6.	Tenure of the transaction	Contractual commitments as per the tenure of the contract
7.	Value of the proposed transaction	₹20 Crores
8.	Percentage of annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	30.33%
9	Justification of the proposed transaction	Alphageo (India) Limited is engaged in providing seismic survey services to the oil exploration & production sector. During rendering such services, the Company also leverages niche skills, capabilities, and resources of entity within the group. These transactions aim at providing enhanced level of services to the clients of Alphageo.
10.	Details of the valuation report or external party report (if any) enclosed with the Notice	Not Applicable
11.	Name of the Director or Key Managerial Personnel, who is related	Mr. Dinesh Alla, Chairman & Managing Director & Mrs. Savita Alla, Joint Managing director
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances, or investments made or given	
a.	Sources of funds	Internal funds available with the Company



b.	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances, or investment: Nature of indebtedness; Cost of funds and Tenure of indebtedness	Not Applicable
c.	Terms of the loan, intercorporate deposits, advances, or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	As per the contract and/or joint venture agreement entered with the company
d.	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For executing the contracts.
e.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

b. Aquila drilling Private limited

S.no	Description	Particulars
1.	Name of Related Party	Aquila drilling Private limited
2.	Nature of relationship (including nature of its interest)	Promoter Group entity
3.	Type of proposed transaction	(a) Availing of seismic/geophysical services, consulting services and such related areas (b) Availing of shot hole drilling and allied services required to conduct seismic and mineral surveys. (c) Supply of related equipment's, manpower, infrastructure. (d) reimbursement of expenses relating to seismic geophysical related services (e) Leasing of property. (f) Any transfer of resources, services, or obligations to meet its objectives/requirements



4.	Nature, duration/tenure, material terms, monetary value, and particulars of contract/ arrangement	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. Monetary value of transactions with Aquila drilling Private limited subject to a maximum of ₹20 Crores. The validity of the resolution will persist until the subsequent/ next annual general meeting of the company.
5.	Particulars of Proposed transaction	Same as Point no. 3
6.	Tenure of the transaction	Contractual commitments as per the tenure of the contract
7.	Value of the proposed transaction	₹20 Crores
8.	Percentage of annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	30.33%
9	Justification of the proposed transaction	Alphageo (India) Limited is engaged in providing seismic survey services to the oil exploration & production sector. During rendering such services, the Company also leverages niche skills, capabilities, and resources of entity within the group. These transactions aim at providing enhanced level services to clients of Alphageo & Group.
10.	Details of the valuation report or external party report (if any) enclosed with the Notice	Not Applicable
11.	Name of the Director or Key Managerial Personnel, who is related	Mrs. Savita Alla, Joint Managing director
12.	Following additional disclosures to be made in case of loans, inter-corporate deposits, advances, or investments made or given	
a.	Sources of funds	Not Applicable
b.	In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances, or investment: Nature of indebtedness; Cost of funds and Tenure of indebtedness	Not Applicable



c.	Terms of the loan, inter-corporate deposits, advances, or investment made or given (including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security)	Not applicable
d.	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
e.	Any other relevant information	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, other than as mentioned above, is concerned, or interested, in the resolution.

The said transaction(s)/contract(s)/arrangement(s) have been recommended by the Audit Committee and Board of Directors of the Company for consideration and approval by the Members.

It is pertinent to note that no related party shall vote to approve this Resolution whether the entity is a related party to the particular transaction or not.

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

Hyderabad
August 11, 2023

Sakshi Mathur
Company Secretary



Annexure A to Notice of 36th Annual General Meeting 2022-23

DETAILS OF DIRECTOR SEEKING 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	Sashank Alla
Director Identification Number	07508061
Date of Birth (Age)	27-07-1991 (32 years)
Date of first appointment on Board	11-08-2023 (as additional director)
Educational Qualification	He holds bachelor degree in electrical and computer engineering
Experience (including expertise in specific functional areas) / Brief Resume	Mr. Sashank Alla is graduate in Electrical and Computer Engineering with a minor in Business Management from Carnegie Mellon University, USA. After graduation he worked with Deloitte in a technical capacity in Consulting. He has been with Alphageo since 2017. His technical & management background helps in planning & process control. He has been an integral part in the company's foray into the mineral exploration industry.
Directorships held in other companies	Director Aquila Drilling Private Limited Ares Entertainment Private Limited
Memberships/ Chairmanships of Committees across companies	He does not hold memberships/chairmanships of Committees in any Company.
Relationship with other directors, manager, and other Key Managerial Personnel of the Company	Mr. Sashank Alla belongs to promoter group of the company. He is son of Mr. Dinesh Alla, Chairman and Managing Director and Mrs. Savita Alla, Joint Managing director of the Company and relative 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 The other relatives of Mr. Sashank Alla may be deemed to be interested in the said resolution, to the extent of their shareholding, if any, in the Company.
No. of shares held in the Company either by self or as a beneficial owner	2,24,000 Equity Shares
Terms and Conditions of appointment / re-appointment	As per the special resolution set forth at item no 5 of this Notice.
Name of listed entities from which the person has resigned in the past three years	NIL