

07th November, 2023.

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai — 400001.

Scrip code / Scrip ID: 542770/ALPHALOGIC

Sub: Submission of Postal Ballot Notice under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, further to the outcome of meeting of the Board of Directors of the Company dated November 07th, 2023, we are enclosing herewith Postal Ballot Notice, along with the explanatory statement, as sent to the shareholders on November 07th, 2023 through electronic mode to those shareholders, whose e-mail addresses are registered with the Depositories/Depository Participant(s)/Company as on the Cut-Off date i.e. November 03rd, 2023. The aforesaid notice is also available on the website of the Company at www.alphalogicinc.com.

This is for your information and record.

Thanking You.

Yours faithfully,

For Alphalogic Techsys Limited

Vanshika Sharma
Company Secretary & Compliance Officer

Encl. as above

NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20& 22 of The Companies (Management & Administration) Rules, 2014]

To,
The Members,
Alphalogic Techsys Limited

NOTICE is hereby given pursuant to Section 108 & 110 and other applicable provisions, if any, of the Companies Act, 2013("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular Nos. 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 05, 2022, 11/2022 dated September 28, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), for seeking the approval of the Members of Alphalogic Techsys Limited to transact the Business as set out below and as contained in the Postal Ballot Notice dated 07th November, 2023 ("Postal Ballot Notice"), by passing the said resolutions through Postal Ballot, only by way of remote e-voting process. The Company has engaged the services of NSDL for providing remote e-Voting facilities to the Members, enabling them to cast their vote electronically and in a secure manner.

The Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 pertaining to the said resolutions setting out the material facts concerning each item and the reason thereof is annexed hereto with Postal Ballot Form for your consideration.

The Postal Ballot Notice is being sent by e-mail only to those eligible Members who have already registered their e-mail address with the Depositories / their depository participant / the Company's Registrar and Share Transfer Agents (Cameo Corporate Services Limited) / the Company.

In this regard, your Demat Account / Folio Number has been enrolled by the Company for your participation in remote e-Voting on the (1 & 2 nos. of resolutions) placed by the Company on e-Voting system.

The remote e-Voting facility would be available during the following period:

Commencement of e-Voting	09:00 A.M.; 08 th November, 2023
End of e-Voting	05:00 P.M.; 07 th December, 2023

Members are requested to record their assent (FOR) or dissent (AGAINST) through the remote e-Voting process not later than 5:00 p.m. (IST) on 07th December 2023. Remote e-Voting will be blocked by NSDL immediately thereafter and will not be allowed beyond the said date and time. During this period, Members of the Company holding shares, as on the cut-off date, i.e., 03rd November 2023, shall cast their vote electronically. A person who is not a member as on the cut-off date should treat this notice for information purposes only. The voting rights shall also be reckoned on the paid-up value of shares registered in the name(s) of the Member(s) as on the cut-off date. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

ALPHALOGIC TECHSYS LIMITED

L72501PN2018PLC180757

405, Pride Icon, Near Columbia Asia Hospital
Kharadi Bypass Road, Pune MH 411014 IN

www.alphalogicinc.com

The process and manner for remote e-Voting are detailed in the Notes forming part of the attached Notice.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 /1800 224430.

Pursuant to Rule 22(5) of the Management Rules, the Company, the Board of Directors at their meeting held on Tuesday, the 07th day of November, 2023 has appointed Mr. Anand Acharya [Membership no. ACS61510; CP Number: 23001] proprietor of M/s. Anand Acharya & Associates, Company Secretaries Raipur, who will act as the Scrutinizer for conducting the postal ballot process through remote e-voting in a fair and transparent manner. The Scrutinizer is willing to be appointed and be available for the purpose of ascertaining the requisite majority.

The remote e-voting period commences from 9:00 A.M (IST) on 08th November 2023 and ends at 5:00 P.M. (IST) on 07th December 2023. The Scrutinizer, after completion of scrutiny, will submit his report to the Chairperson of the Company. Thereafter the results of the Postal Ballot would be announced by the Chairperson of the Company by 09th December 2023 at the Company's registered office. Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions mentioned in the Postal Ballot Form and return the same duly completed.

In addition to the results being communicated to BSE Limited (BSE), the results along with Scrutinizer's report will also be placed on Company's website viz. www.alphalogicinc.com

PROPOSED RESOLUTIONS:

ITEM NO. 1: TO INCREASE THE AUTHORISED SHARE CAPITAL AND ALTERATION IN CAPITAL CLAUSE "V" OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.

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

***"RESOLVED THAT** pursuant to the provisions of Section 13, 61 & 64 or all other applicable provisions, read with applicable Rules made there under (including amendments or re-enactment thereof), consent of shareholders of the Company be and is hereby accorded to alter the Authorized Share Capital of the Company from existing Rs. 21,00,00,000/- (Rupees Twenty-One Crores Only) divided into 4,20,00,000 (Four Crores Twenty Lakhs) Equity Shares of Rs. 5/- (Rupees Five Only) each to Rs. 26,00,00,000/- (Rupees Twenty-Six Crores Only) divided into 5,20,00,000 (Five Crores Twenty Lakhs) Equity Shares of Rs. 5/- (Rupees Five Only) each by creating additional 1,00,00,000 (One Crore) Equity Shares of Rs. 5/- each ranking pari-pasu in all respect with the existing Equity Shares of the Company."*

***"RESOLVED FURTHER THAT** the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted by following new Clause:*

V. The Authorized Share Capital of the Company is Rs. 26,00,00,000/- (Rupees Twenty-Six Crores Only) divided into 5,20,00,000 (Five Crore Twenty Lakhs) Equity Shares of Rs. 5/- (Rupees Five Only) each."

“RESOLVED FURTHER THAT Any of the Directors of the Company be and are hereby authorized to sign, execute and file necessary application, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalize all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution and to delegate all or any of the powers conferred herein as they may deem fit.”

ITEM NO. 2: ISSUE OF BONUS EQUITY SHARES.

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

“RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, Foreign Exchange and Management Act, 1999, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable provisions of regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) from time to time, and in accordance with the provisions contained in the Articles of Association of the Company and pursuant to the recommendation of the Board of Directors of the Company (‘the Board’, which term shall include any Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution), and subject to such other approvals, consents, permissions as may be necessary, consent of the members be and is hereby granted to capitalize the sum of up to Rs. 6,05,99,612/- (Rupees Six Crores Five Lakhs Ninety-Nine Thousand Six Hundred and Twelve Only), including capitalization amount for warrant holders holding 12,17,000 convertible warrants pending for conversion and convertible into 12,17,000 number of equity shares of Rs. 5/- each or such other number of warrants as may be outstanding as on record date of bonus issue, out of the Capital Redemption Reserve, General Reserve, Retained Earnings, Securities Premium Account and/or any other permitted reserves/ surplus of the Company for the purpose of issue of bonus equity shares of Rs. 5/- each, credited as fully paid to the eligible members of the Company holding equity shares of Rs. 5/- each of the Company, whose names appear in the Register of Members maintained by the Company/ List of Beneficial Owners of the Depositories as on the record date, to be determined by the Board, in proportion of 1:3 i.e. 1 (One) equity share of nominal value ₹ 5/- (Rupees Five Only) each for every 3 (Three) equity shares of nominal value of ₹ 5/- (Rupees Five Only) each held.”

“RESOLVED FURTHER THAT the Board of Directors confirm with reference to the issue of bonus shares that:

- The existing equity shares of the company are fully paid up.
- The Bonus shares have not been issued in lieu dividend or out of reserves created of revaluation of assets.
- The Company is authorized by the Articles of Association to issue bonus shares, as being proposed in the resolution.
- There is no default in repayment of deposit, interest payment thereon to any financial institution or banks.
- The Company has not defaulted in payment of any statutory dues.”

“RESOLVED FURTHER THAT the Bonus Shares so allotted shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects with and carry the same rights as the existing Equity Shares on Record Date and shall be entitled to participate in full in any dividends and any other corporate action declared after the allotment of New Equity Shares.”

“RESOLVED FURTHER THAT pursuant to the Companies (Prospectus and Allotment of Securities) Third Amendment Rules, 2018 and the rules and regulations as may be applicable, the bonus shares shall be issued and allotted only to such eligible equity shareholders whose entire holding in the Company are in demat form and shall be credited in electronic form to the allottees.”

“RESOLVED FURTHER THAT the allotment of the New Equity Shares as Bonus Shares to the extent they relate to Non-Resident Indians (NRIs), Foreign Portfolio Investors (FPIs), Persons of Indian Origin (PIO) and other foreign investors of the Company shall be subject to the approval of the RBI, under the Foreign Exchange Management Act, 1999, or any other regulatory authority.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the New Equity Shares on the Stock Exchanges where the securities of the Company are presently listed, as per the provisions of the SEBI Listing Regulations and other applicable guidelines, rules and regulations.”

“RESOLVED FURTHER THAT in case of fractional shares, if any, arising out of the issue and allotment of the bonus equity shares, the Board be and is hereby authorized to round off those fractional shares to the lower integer and no certificate or coupon or cash shall be issued for fraction of equity shares. The board be and is hereby authorized to make suitable arrangements to deal with such fractions for the benefit of the eligible Shareholders.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, Any of the Directors be and is hereby authorized to take necessary step to make listing and/or trading application to the Stock Exchanges and to deal with Depositories and any other authorities as may be required for the aforesaid shares and to sign and execute all necessary forms, paper, writings, agreements and documents as may be deemed necessary and expedient in the aforesaid matters and to do such other acts and deeds required to give effect to the aforesaid resolutions.”

By Order of the Board
For Alphalogic Techsys Limited



Vanshika Sharma
Company Secretary & Compliance Officer



Date: 07.11.2023

Place: Pune

NOTES:

- 1) The Explanatory Statement pursuant to Section 102 of the Companies Act and other applicable provision in respect of proposed resolutions to be passed through postal ballot (by remote E-voting) is annexed hereto, for your consideration.
- 2) Postal Ballot Notice is being sent to all the members/Beneficiaries, whose names appear as on 03rd November, 2023, in the Register of members maintained by the Depositories i.e. National Securities Depository Limited (NSDL). Voting Rights shall be reckoned on the paid-up value of the shares registered in the name of the members as on the cutoff date. The Postal Ballot Notice is sent electronically to all the shareholders who have registered their email address with the Company/ Depositories. Any person who is not a member as on the said cut-off date should treat this Notice for information purposes only.
- 3) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants/the Company's Registrar and Share Transfer Agent, Cameo Corporate Services Limited to enable servicing of notices / documents / annual Reports electronically to their email address.
- 4) The Notice is available on the Company's website www.alphalogicinc.com and the websites of the Stock Exchange viz., BSE Limited at www.bseindia.com and on the website of the NDSL i.e., www.evoting.nsdl.com.
- 5) The Company has appointed Mr. Anand Acharya [Membership no. ACS 61510; CP Number: 23001] Proprietor of M/s. Anand Acharya & Associates, Company Secretaries as Scrutinizer. The Scrutinizer will submit the report to the Chairman of the Company, or any other person authorized by him in writing, after completion of scrutiny of postal ballot process. The results of the postal ballot will be announced on or before 09th December, 2023 and will be displayed on the website of the Company at www.alphalogicinc.com and intimated to Stock Exchanges and shall also be intimated to NDSL and Cameo Corporate Services Limited (RTA).
- 6) The voting rights of shareholders shall be in proportion to their Equity Share of the paid-up equity share capital of the Company as on 03rd November, 2023. A person, whose name is recorded in the register of members/list of beneficial owners maintained by the Depositories as on the cut-off date (i.e., 03rd November, 2023) only shall be entitled to avail the facility of E-voting.
- 7) Voting rights in e-voting cannot be exercised by a proxy. However, corporate, and institutional members shall be entitled to vote through their authorized representatives with proof of their authorization.
- 8) The last date for the E-voting i.e., 07th December, 2023 shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority. All the material documents referred to in the accompanying Notice and the Explanatory Statement will be available for inspection on the website of the Company at www.alphalogicinc.com until the last date for the E-voting.

VOTING THROUGH ELECTRONIC MEANS:

In compliance with regulations of the Listing Agreement and Sections 108, 110 and other applicable provisions of the Companies Act, 2013, if any, the Company is pleased to offer the option of remote e-voting facility to all the Shareholders of the Company (“Remote e-voting”) to enable them to cast their vote electronically instead of dispatching the physical Postal Ballot form by post. The Company has engaged the services of NSDL for the purpose of providing remote e-voting facility to all its members.

The E-voting period begins at 09:00 a.m. IST on 08th November 2023 and ends at 5.00 p.m. (IST) on 07th December 2023. During this period shareholder of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e., 03rd November 2023 may cast their votes through E-voting facility. The E-voting module shall be disabled by NDSL for voting thereafter.

The instructions for electronic voting are annexed to this Notice are as under: -

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:




Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e- Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDEAS user can visit the e-Services website of NSDL Viz. NSDL e-SERVICES either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e- Voting services under Value added services. Click on “Access to e-Voting” under e- Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e- Voting website of NSDL for casting your vote during the remote e- Voting period. 2. If you are not registered for IDEAS e-Services, option to register is available at NSDL e-SERVICES. Select “Register Online for IDEAS Portal” click at 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdlcom/ either on a Personal

	<p>Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL 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> <div data-bbox="812 703 1388 997" style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/ Easiest are requested to visit CDSL_ website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

	<p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e- voting option where the e-voting is in progress and also able to directly access the system of all e- Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e- Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 18001020990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001 ***

5. Password details for shareholders other than Individual shareholders are given below:

- a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your "initial password".
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your "User ID" and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "Forgot User Details/Password" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e- Voting system.

How to cast your vote electronically on NSDL e- Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e- Voting period.
3. Now you are ready for e- Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders.

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csanandacharya@gmail.com with a copy marked to evoting@nsdl.co.in, Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also 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.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@alphalogiclimited.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self- attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e., Login method for e- Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No.1: Increase in Authorised share capital of the Company and Alteration in Capital Clause “V” of Memorandum of Association of the Company.

Presently, the Authorized Share Capital of the Company is Rs. 21,00,00,000/- (Rupees Twenty-One Crores Only) divided into 4,20,00,000 (Four Crores Twenty Lakhs) Equity Shares of Rs. 5/- (Rupees Five Only) each. In order to facilitate issue of bonus shares and for future requirements, if any, it is proposed to increase the existing Authorised Share Capital of the Company from existing Rs. 21,00,00,000/- (Rupees Twenty-One Crores Only) to Rs. 26,00,00,000/- (Rupees Twenty-Six Crores Only) divided into 5,20,00,000 (Five Crore Twenty Lakhs) Equity Shares of Rs. 5/- (Rupees Five Only) each subject to compliance of Statutory provisions of the Companies Act, 2013 and also to amend Clause V of the Memorandum of Association in this regard. As per the provisions of the Companies Act, 2013 Member’s approval is required to give effect to the proposed resolution. The Board considers the said Resolution in the interest of the Company and recommend the said resolution for approval of the members as Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in the resolution except to the extent of their shareholding in the Company.

Item No. 2: Issue of Bonus Equity Shares.

The Board of Directors in its meeting held on November 07th, 2023 considered, approved and recommended an issue of bonus shares in the proportion of 1:3 i.e. One (01) new Equity Shares of the Company of Rs. 5/- (Rupees Five only) each for every Three (03) existing Equity Shares of the Company of Rs. 5/- (Rupees Five only) each held by the Members on the “Record Date” to be determined by the Board from amount standing to the credit of free reserves and/or the securities premium account as at March 31st, 2023.

The bonus shares upon their issue and allotment shall rank pari-passu in all respects with the existing shares including dividend, if any. As on March 31st, 2023 the Audited Cumulative reserves and surplus including Security Premium of the Company is Rs. 805.44 Lakhs. The reserves and surplus including security premium required for implementing the bonus issue required is Rs. 606.00 Lakhs. The issue of bonus shares needs to be considered in the interest of the shareholders and to enhance liquidity of the shares of the Company. The issue of bonus equity shares by way of capitalization of the sums standing to the credit of Free Reserve, as may be considered appropriate for the purpose of issue of bonus equity shares requires members’ approval in terms of Sections 63 of the Companies Act, 2013 and other applicable statutory and regulatory approvals. The Record Date for the aforesaid issue of bonus shares shall be fixed by the Board at a later date. Pursuant to proviso to Regulation 295 of SEBI ICDR (Issue of Capital and Disclosure Requirements) Regulations, 2018 the bonus issue shall be implemented within two months from the date of the meeting of Board of Directors wherein the decision to announce the bonus issue was taken subject to shareholders’ approval.

The company, as per the approval of members in its Extra Ordinary General Meeting held on 11th November 2022, has issued 25,00,000 convertible share warrants. The company converted 12,83,000 warrants and subsequently issued 12,83,000 equity shares on 19th November 2022. The number of warrants outstanding as on date is 12,17,000. The Company has proposed to create a reserve of up to Rs. 6,05,99,612/- (Rupees Six Crores Five Lakhs Ninety-Nine Thousand Six Hundred and Twelve Only) or such other sum including required for adjustment/treatment of fraction as may be considered necessary by the Board of Directors out of the Capital Redemption Reserve, General Reserve, Retained Earnings, Securities Premium Account and/or any other permitted reserves/ surplus of the Company for the purpose of issue of bonus equity shares of Rs. 5/- each, credited as fully paid to the eligible members including warrant holders, out of which, up to Rs. 20,28,333.00 (Rupees Twenty Lakhs Twenty-Eight Thousand Three Hundred and Thirty Three) shall be created towards issuance of bonus shares to the warrant holders post conversion of their warrants into

equity shares or such other sum calculated as per number of warrants as may be outstanding as on record dated fixed for the purpose of bonus issue, if as on that date, outstanding number of warrants are different from present. The Authorised Share Capital of the Company is also sought to be increased for the purpose.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in the resolution except to the extent of their shareholding in the Company.

By Order of the Board
For **Alphalogic Techsys Limited**



Vanshika Sharma
Company Secretary & Compliance Officer



Date: 07.11.2023
Place: Pune