

November 11, 2022

To
BSE Limited
Phiroze Jeejeebhoy Towers Dalal Street
Mumbai — 400001

Scrip code / Scrip ID: 542770/ALPHALOGIC

Sub: Proceedings of the Extra-ordinary General Meeting of Alphalogic Techsys Limited held on Friday, November 11, 2022 at 04:00 P.M. through video-conference / other audio-visual means ("VC/OVAM").

Dear Sir/Madam,

As per the notice of Extra-ordinary General Meeting (EGM) dated October 19, 2022, the Extra-ordinary General Meeting of the Company was held on Friday, November 11, 2022 at 04:00 p.m. through Video Conferencing, in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), various circulars issued by the Ministry of Corporate Affairs including Circular No. 14/2020 dated April 8, 2020, Circular No.17 /2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020 and Circular No. 10/2021 dated June 23, 2021, and any updates thereto, and by the Securities and Exchange Board of India including circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. CIRCULARSEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and any updates thereto.

Further, the deemed venue was 405, Pride Icon, Near Columbia Asia Hospital, Kharadi Bypass Road, Pune 411014.

As per the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Company had provided the facility of remote e-voting to the shareholders to enable them to cast their vote electronically to the resolutions proposed in the notice of the Extra-ordinary General Meeting. The remote e-voting was open from Sunday, November 06, 2022 at 9.00 a.m. (IST) to Thursday November 10, 2022 at 5.00 p.m. (IST) and e-voting conducted at the EGM.

Pursuant to provisions of Section 107 of the Act, there was no voting on the Resolutions by Show of Hands at the EGM and voting during the EGM was conducted through e-voting.

The Board of Directors had appointed Mr. Anand Acharya [Membership no. ACS 61510; CP Number: 23001] proprietor of Anand Acharya & Associates, Practicing Company Secretaries as a Scrutinizer to scrutinize the voting at the EGM and remote e-voting process in a fair and transparent manner. Mr. Anand has carried out the scrutiny of all the electronic votes and he will submit his Report within 48 hours of the conclusion of EGM.

In this regard, please find enclosed the proceeding of the Extra-ordinary General Meeting of the Company pursuant to Regulation 30 of the SEBI Listing Regulations.

Kindly take the same on record. Thanking You.

Yours faithfully,

For **Alphalogic Techsys Limited**



Veena Kulkarni
Company Secretary & Compliance Officer

Proceeding of the Extra-ordinary General Meeting of the Company pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Extra-ordinary General Meeting (“EGM” or “Meeting”) of the Members of Alphalogic Techsys Limited (“The Company”) was held on Friday, November 11, 2022 at 04.00 p.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) on account of outbreak of Covid-19 (Coronavirus) Pandemic, deemed venue was the registered office of the Company at 405, Pride Icon, Near Columbia Asia Hospital, Kharadi Bypass Road, Pune MH 411014 IN. The meeting was held in compliance with the General Circular(s) numbers 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021 and any updates thereto, issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI Listing Regulations.

The Company Secretary welcomed all the Members present through VC. She informed the members that in view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 14/2020 dated April 8, 2020, Circular No.17 /2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020 and Circular No. 10/2021 dated June 23, 2021, and any updates thereto issued by the Ministry of Corporate Affairs (MCA) and in accordance with and SEBI Circular dated January 15, 2021 providing relaxations to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively “Applicable Circulars”), permitted the holding of the Extraordinary General Meeting (“the Meeting”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), MCA Circulars and SEBI Circular, the Meeting of the Company is held through VC and the Company had taken all requisite steps to enable Members to participate and vote on the items being considered in the EGM.

She further informed the Members that the Company, in accordance with the Companies Act, 2013 & SEBI Listing Regulations, had provided facility to all the Members as on November 04, 2022 (“the Cut-off Date”) to exercise their votes on the items of business given in the Notice through remote electronic voting system provided by the National Securities Depository Limited. The remote e-voting period commenced on Sunday, November 06, 2022 at 9.00 A.M. (IST) and concluded on Thursday, November 10, 2022 at 5.00 P.M. (IST). The Company Secretary apprised the Members about the availability of e-voting system during the EGM for those present in the EGM and who have not cast their votes through remote e-voting.

The Company Secretary informed that the Board of Directors had appointed Mr. Anand Acharya [Membership no. ACS 61510; CP Number: 23001] proprietor of Anand Acharya & Associates, Practicing Company Secretaries as a Scrutinizer to scrutinize the voting at the EGM and remote e-voting process in a fair and transparent manner.

Further, Company Secretary has informed the Members about some basic instructions with respect to the participation at the EGM through VC. She further informed the Members about the presence of Directors, Scrutinizer and representative of Statutory Auditors and Secretarial Auditor.

She further informed that pursuant to MCA and SEBI Circulars the facility to appoint proxy to attend and cast vote on behalf of the Members is not available.

The Company Secretary then introduced the Chairman of the Board and requested him to take the Chair.

Mr. Anshu Goel, Managing Director of the Company, Chaired the meeting. He welcomed the members present at the meeting. The requisite quorum being present, Chairman called the meeting in order.

Mr. Anshu Goel, Managing Director of the Company introduced the directors present including Ms. Neha Anshu Goel, Executive Director, Mr. Vedant Goel, Non-Executive Director, Mr. Pawan Bansal, Non-Executive Independent director and Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Mr. Rohan Kishor Wekhande, Non-Executive Independent director and Mr. Amar Raykantiwar, Non-Executive Independent director of the Company, were present through Video Conferencing from their respective locations.

As per the attendance record, 20 Members were present including three Directors who are also Shareholders.

Mr. Anshu Goel, Managing Director and Chairman of the Extraordinary General Meeting started by sharing the major events and highlights of the financial year till the date of EGM and initiatives taken by the company to strengthen the market position of the Company.

The certificate from the Practicing Company Secretary in compliance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other documents relevant to businesses specified in the EGM Notice including registered Valuer's report on agenda item No.1 were made available electronically for inspection during the EGM on the website of the Company. The Registered valuer's report and the PCS Certificate was also displayed on the screen for review and reference of the Shareholders/Members.

The Chairman then briefed the Members about the proposed preferential allotment of Convertible Warrants by the Company.

The Chairman informed that EGM Notice, already emailed to all the Members, and further altered by the corrigendum to the notice dated November 03, 2022 was taken as read with the permission of the Members.

Thereafter, the Chairman briefed all those present about the resolutions stated in the EGM Notice.

The following items of business as laid down in the Notice of the Extra-ordinary General Meeting dated October 19, 2022, were transacted at the meeting: -

- 1. Issuance of upto 25,12,000 Convertible Warrants on preferential basis at a price of Rs. 42/- per Warrant, each convertible into, or exchangeable for, One (01) fully paid-up equity share of the Company having face value of ₹ 05/- each of the company and matters related therewith.**
- 2. Borrowing of monies in excess of the prescribed limit in terms of the provisions of Section 180(1)(c) of the Companies Act, 2013.**

Since the EGM was being held through VC and the resolutions mentioned in the EGM Notice were put to vote through remote e-voting and e-voting during EGM, the practice of proposing and seconding of resolutions, which is not mandatory as per applicable law, was not required to be followed and there was no voting by show of hands.

Accordingly, the Company Secretary announced that the members who had not voted through remote e-voting system could cast their votes through e-voting facility provided to the members during the EGM.

The Company Secretary invited Members who had registered themselves as speakers to ask questions or express their views. The Company Secretary informed that no such request received by the Company.

The Company Secretary un-muted the Members present at the meeting so that they can ask questions, if any. However, no questions were asked by the Members.

The Company Secretary instructed that the e-voting window shall remain open for another 15 minutes and requested the Members who have not already voted to vote through e-voting system before the said time.

It was announced that the voting results for the resolutions would be declared within 48 hours of the conclusion of EGM on receipt of the Scrutinizer's report and the Results/ Scrutinizer's report will be placed on the website of the Company, and the same shall also be submitted to the Stock Exchanges in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman thereafter thanked the Members for attending and participating in the Meeting.

The meeting commenced at 04:00 PM (IST) and concluded at 04:30 PM (IST) (including time allowed for e-voting at EGM).

Kindly take the same on record.

Thanking You.
Yours faithfully,

For **Alphalogic Techsys Limited**



Veena Kulkarni
Company Secretary & Compliance Officer