



CIN : L74210TG1987PLC007580

Regd. Office: 802, Babukhan Estate, Basheerbagh, Hyderabad – 500001  
Corporate Office: 6-3-250/2, Road No.1, Banjara Hills, Hyderabad – 500034  
Tel: 040-23320502/503, Fax: 040-23302238, Email: info@alphageoindia.com  
Website: www.alphageoindia.com

### NOTICE OF 28<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the TWENTY EIGHTH ANNUAL GENERAL MEETING of the Members of ALPHAGEO (INDIA) LIMITED will be held on Monday, 28<sup>th</sup> September 2015 at 11:00 A.M. at Sundarayya Vignana Kendram, 1-8-1/B/25A, Baghlingampally, Hyderabad-500 044, to transact the following business:

#### ORDINARY BUSINESS

1. To receive, consider and adopt;
  - a) the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2015 together with the Report of the Directors' and Auditors' thereon.
  - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2015 together with Report of Auditors' thereon.
2. To declare dividend on the Equity Shares for the Financial Year ended 31<sup>st</sup> March, 2015.
3. To appoint a Director in place of Mr. Rajesh Alla (DIN: 01657395), who retires by rotation and being eligible, offers himself for reappointment.
4. Ratification of Auditors' Appointment

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 provisions of Section 139 and such other applicable provisions if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder, as amended from time to time and pursuant to the Resolution passed by the Members at the Twenty Seventh Annual General Meeting (AGM) held on 26<sup>th</sup> September, 2014 in respect of appointment of the auditors, M/s. P. V. R. K. Nageswara Rao & Co. Chartered Accountants (Firm Registration No. 0022835) Hyderabad, till the conclusion of the 30<sup>th</sup> Annual General Meeting of the Company, the Company hereby ratifies the appointment of M/s. P. V. R. K. Nageswara Rao & Co., as Auditors' of the Company to hold office from the conclusion of this 28<sup>th</sup> Annual General Meeting till conclusion of the 29<sup>th</sup> Annual General Meeting of the Company at a remuneration as may be decided by the Board of Directors of the Company.

#### SPECIAL BUSINESS

5. To appoint Mrs. Savita Alla (DIN: 00887071), Director of the Company, as Joint Managing Director of the Company. 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 provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Company be and is hereby accorded to the terms and conditions of such appointment and remuneration payable to Mrs. Savita Alla (DIN: 00887071) as Joint Managing Director of the Company for the period of THREE years w.e.f 25<sup>th</sup> May, 2015 to 24<sup>th</sup> May, 2018 upon the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this meeting, including the remuneration to be paid in the event of inadequacy of profits in any Financial Year with liberty to the Directors of the Company 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 Mrs. Savita Alla".

**"RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution".

By Order of the Board

Hyderabad  
10.08.2015

Dinesh Alla  
Managing Director

**NOTES:**

1. The Statement pursuant to Section 102(1) and Schedule V of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
2. A Member entitled to attend and vote is entitled to appoint a Proxy to attend and vote instead of himself and the Proxy need not be a Member of the Company. The instrument appointing Proxy should, however, be deposited at the CORPORATE OFFICE of the Company not less than 48 hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Members/proxies are requested to bring the attendance slips duly filled in for attending the meeting and bring their copies of the Annual Report to the meeting. Members who hold shares in dematerialized form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.
4. All documents referred to in the Notice and Explanatory Statement are open for inspection at the Corporate Office of the Company between 11.00 Am to 1.00 Pm on all working days except on Saturdays till the date of AGM.
5. Pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, and Clause 35 B of the Listing Agreement, the Company is pleased to provide e-voting facility to the members to cast their votes electronically on all resolutions set forth in this Notice. The detailed instructions for e-voting are given as a separate attachment to this Notice.
6. In case of Joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Closure of Register of Members and Dividend
  1. The Company has notified that Register of Member shall remain closed from **22<sup>nd</sup> September, 2015 to 26<sup>th</sup> September, 2015 both days inclusive** for determining the names of the Members eligible for dividend, if approved, on equity shares.
  2. The dividend on equity shares, as recommended by the Board of Directors, if declared at the Annual General Meeting, will be paid to those shareholders whose name appears in Register of Members as on **21<sup>st</sup> September, 2015**. In respect of shares held in Electronic Form, the dividend will be paid on the basis of particulars of beneficial ownership furnished by the Depositories for this purpose.
8. M/s. Karvy Computershare Private Limited, Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad- 500032 acts as the Company's Registrar and Share Transfer Agent for both manual and electronic form of shareholding. All correspondence relating to shares, including Change in Address and Bank Particulars should be addressed directly to them. In respect of shares held in Electronic form, shareholders may send requests or correspond through their respective Depository Participants.
9. Remittance of Dividend :

In terms of instructions issued by the Securities Exchange Board of India, listed companies are required to use the Reserve Bank of India's approved electronic mode of payment such as Electronic Clearance Service (ECS)/ NEFT/ RTGS Etc., for making payment of dividend to the members.

Accordingly members holding securities in DMAT mode are requested to update their bank account details with their depository participants. Members holding securities in physical form may send their request for updating bank account details to the Company's Registrar & Share Transfer Agent, Karvy Computershare Private Limited.
10. Non-Resident Indian Shareholders are requested to inform the Registrars M/s. Karvy Computershare Private Limited immediately:
  - a. The change in the Residential Status on return to India for permanent settlement.
  - b. The particulars of the Bank Account maintained in India with complete name, branch, account number and address of the Bank, if not furnished earlier.
11. Corporate Members intending to depute their authorized representatives are requested to send to the Company a duly certified copy of the Board resolution authorizing their representatives to attend and vote at the Annual General Meeting.
12. Members holding shares in single names and physical form are advised to make nomination in respect of their shareholding in the company. Shareholders desirous of making nominations are requested to send their request (which will be made available on request) to the Registrar & Share Transfer Agent M/s. Karvy Computershare Private Limited.

13. Members desiring to seek any information on the financial statements are requested to write to the Company at an early date to enable compilation of information.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their DMAT accounts. Members holding shares in physical form can submit their PAN to the Registrar & Share Transfer Agent.
15. Pursuant to the provisions of Section 205A(5) and 205C of the Companies Act, 1956, the Company has transferred the unclaimed dividend for the Financial Years up to 2006-07, on the due date, to the Investor Education and Protection Fund (the IEPF) established by the Government of India. Unclaimed dividend for the Years 2007-08, 2008-09, 2009-10, 2010-11 and 2013-14 are held in separate Bank accounts and shareholders who have not received / en-cashed the dividend warrants are advised to write to the Company with complete details. The Company has not declared any dividend for the financial years 2011-12 and 2012-13.
16. Members who would like to receive all communication including Annual Report, Notices, circulars, etc. from the Company in electronic mode in lieu of physical copy and who have not registered their email addresses so far or who would like to update their email addresses already registered, are requested to register/update their email addresses, in respect of electronic shareholding - through their respective Depository participant and in respect of physical shareholding - by sending a request to the company's Registrar & Share Transfer Agent, mentioning therein their folio number and email address.
17. **Pursuant to Clause 49 of the Listing Agreement, the information pertaining to Directors seeking reappointment at the Annual General Meeting is furnished below:**

Mr. Rajesh Alla is a post graduate Engineer from Carnegie Mellon University, Pittsburgh, USA – a premier institute for Artificial Intelligence Research. After his graduation, he worked in The Robotics Institute, Carnegie Mellon University. He specialised in Image Processing, Computer Vision and Robotics.

Mr. Rajesh Alla is promoter director of the Company since 30<sup>th</sup> September, 1992. He is member of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee of Board of Directors of the Company.

Mr. Rajesh Alla is the Founder and Managing Director of IIC Technologies Limited and Director of IIC Geo Surveys Private Ltd, IIC Academy Private Ltd, Transducers and Controls Private Ltd and Palnadu Infrastructure Private Ltd. He is holding 1,26,567 Equity Shares of the company in his individual capacity. He is related to Mr. Dinesh Alla, Managing Director and Mrs. Savita Alla, Joint Managing Director of the Company.

#### **EXPLANATORY STATEMENT Pursuant to Section 102 (1) of the Companies Act, 2013**

**The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 ("the Act") given here under set outs all material facts relating to Special Business mentioned in Item No. 5 of the accompanying Notice dated 10<sup>th</sup> August, 2015.**

#### **Item No. 5**

Mrs. Savita Alla was appointed as additional Director of the Company at the Board Meeting held on 29<sup>th</sup> May, 2014 and as Director by the Members at the 27<sup>th</sup> Annual General Meeting held on 26<sup>th</sup> September, 2014. The Board at their meeting held on 25<sup>th</sup> May, 2015, appointed Mrs. Savita Alla as Joint Managing Director of the Company for the period of THREE years from 25<sup>th</sup> May, 2015 to 24<sup>th</sup> May, 2018, subject to the approval of the Members at the 28<sup>th</sup> Annual General Meeting of the Company.

Mrs. Savita Alla is a Post Graduate in Management Studies from BITS, Pilani. She served in various Managerial Positions in corporate sector and has multifaceted experience in quality management systems, customer relationship management and entrepreneur skills.

Mrs. Savita Alla is also Member of Corporate Social Responsibility Committee, Stakeholders Relationship Committee of the Board of the Directors of the Company.

The Board of Directors with the recommendation of Nomination and Remuneration Committee of the Board at their meeting held on 25<sup>th</sup> May, 2015, subject to the approval of the Members by way of a Ordinary Resolution, accorded its approval for payment of the following remuneration to the Joint Managing Director including the remuneration in case of inadequacy of the profits, absence of profits or no profits in compliance with the provisions of Section 196, 197 read with schedule V and any other applicable provisions of the Companies Act, 2013 for the period of THREE years from 25<sup>th</sup> May, 2015 to 24<sup>th</sup> May, 2018.

#### **Remuneration:**

- a) **Salary:** Salary of Rs. 100,000/- per month.
- b) **Perquisites:** Perquisites referred to in category 'A', 'B' and 'C' below:

**I. Category A:**

Accommodation: House Rent Allowance of Rs. 50,000/-per month. The expenditure incurred by the Company on gas, electricity, water and furnishings to be evaluated as per the Income Tax Rules 1962, subject to a ceiling of 5 % of salary.

Medical Benefits: Reimbursement of medical expenses incurred for self and Family, subject to a ceiling of one month's salary in a year or three month's salary in a block period of three years.

Leave Travel Concession: Once in a year, for self and family as per the rules of the Company.

Club Fees: Reimbursement of club fees, subject to a maximum of two clubs excluding life membership and admission fee.

Personal Accidental Insurance: Restricted to a premium not exceeding Rs. 12000/- p.a.

**II. Category B:**

Contribution to Provident Fund and Superannuation Fund : Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in computation of the ceiling on perquisites to the extent those either singly or put together are not taxable under the Income tax Act, 1961.

Gratuity: Gratuity at the rate of half months' salary for each completed year of service as per rules of the Company.

Leave Encashment: Encashment of Leave at the end of the tenure will not be included in the computation of the ceiling on perquisites as per rules of the Company.

**III. Category C:**

Provision of car for use of Company's business and telephone at residence will not be considered as a perquisite. Personal long distance calls and use of car for personal purpose shall be billed by the Company to the Joint Managing Director.

- c) **Commission:** In addition to Salary and Perquisites, Commission not exceeding 5% of the net profits of the Company in a financial year computed in the manner laid down in Section 197(8) of the Companies Act 2013.

**Minimum Remuneration:**

Notwithstanding anything to the contrary herein contained, where in any financial year, during the currency of the tenure of Joint Managing Director, the Company has no profits or its profits are inadequate, the company will pay remuneration by way of Salary and Perquisites specified above not exceeding the limits as prescribed under Schedule V of the Companies Act, 2013 or any modifications or re-enactment thereof from time to time.

**Aggregate Remuneration:**

The aggregate of Salary, Perquisites and Commission payable to the Joint Managing Director individually or to all Whole Time Directors if any of the Company taken together during any financial year shall not exceed 5%/10% of Profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act 2013 respectively.

In the opinion of the Board, Mrs. Savita Alla fulfilled the conditions for appointment as Joint Managing Director and entitle for proposed remuneration.

In compliance with provisions of Sections 196,197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the terms of appointment and remuneration specified above are now being placed before the Members for their approval. Mrs. Savita Alla (DIN: 00887071) is interested in this resolution, as the same relates to her appointment as Joint Managing Director and remuneration payable to her as such.

Mr. Dinesh Alla (DIN: 01843423) and Mr. Rajesh Alla (DIN: 01657395) being related to Mrs. Savita Alla (DIN: 00887071) are deemed to be interested in the resolution.

The relatives of Mrs. Savita Alla (DIN: 00887071) may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set out in Item No. 5 of the Notice for approval of the Members.

By Order of the Board

Hyderabad  
10.08.2015

Dinesh Alla  
Managing Director

## NOTICE OF 28<sup>TH</sup> ANNUAL GENERAL MEETING

### INSTRUCTIONS FOR REMOTE E-VOTING FORMING PART OF NOTICE CONVENING 28<sup>TH</sup> ANNUAL GENERAL MEETING:

**E-voting**

Pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement **ALPHAGEO (INDIA) LIMITED** (the Company) is pleased to provide its shareholders remote e-voting facility to cast their votes electronically on all resolutions set forth in the Notice convening the 28<sup>th</sup> Annual General Meeting to be held on 28<sup>th</sup> September, 2015 at 11.00 A.M. The remote e-voting facility is being provided by Karvy Computershare Private Limited (KCPL).

**E-voting Event Number and Timelines for voting:**

The E-voting Event Number and the timelines of E-voting are detailed below:

E—voting Event Number (EVEN)	Commencement of Remote E-Voting	End of Remote E-Voting
2005	23rd September, 2015 at 11.00 A.M.	27 <sup>th</sup> September 2015 at 5.00 PM

**General Information:**

1. Shareholders of the Company holding shares either in physical form or in dematerialised form, as on the cutoff date, may cast their vote electronically. The voting rights of the shareholders shall be ONE VOTE PER EQUITY SHARE registered in the name of the shareholder / beneficial owner **as on the cut-off date i.e, 21<sup>st</sup> September, 2015.**
2. Every shareholder requires User ID and Password for casting their votes electronically. In case of physical folio, User ID will be EVEN number (2005) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID.
3. For Shareholders receiving Notice of AGM in physical form, the initial password will be intimated along with the Notice of Annual General Meeting and for Shareholders receiving Notice of AGM electronically, password will be provided in the email forwarding the electronic notice.
4. Any person who becomes a member of the Company after the dispatch of the Notice of the AGM and holds shares as on the cutoff date may obtain User ID and Password by contacting Karvy Computershare Private Ltd.
5. The Remote E- voting period commences on 23rd September 2015 (11.00 AM) and end on 27<sup>th</sup> September 2015 (5.00 PM). During this period, Shareholder of the Company holding their shares either in physical form or in dematerialised form, as on the cutoff date 21<sup>st</sup> September, 2015, may cast their votes electronically. The E-voting module shall be disabled by Karvy for voting thereafter. Once the vote on a resolution is casted by the shareholders, the shareholders shall not be allowed to change it subsequently.
6. Shareholders who have not casted their votes electronically, may only cast their vote at the Annual General Meeting.
7. M/s. D. Hanumanta Raju & Co., Practicing Company Secretaries, Hyderabad will act as Scrutinizer for scrutinizing the E-voting process in a fair manner.
8. The scrutinizer shall, immediately after the conclusion of voting at the AGM, first counts the votes cast at the meeting, thereafter unlock the votes cast through remote e-voting in the presence of at least two witnesses, not in employment of the company and make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any of each of the resolutions set forth in the Notice of the Annual General Meeting, not later than 48 hours of conclusion of the meeting, to the Chairman of the Meeting or a person authorised by him in writing who shall countersign the same .
9. Resolutions shall be deemed to be passed on the date of AGM subject to receipt of requisite number of votes in favour of Resolutions.
10. The results of voting along with the scrutinizers' report shall be placed on the website of the Company [www.alphageoindia.com](http://www.alphageoindia.com) and on Karvy's website <https://evoting.karvy.com> and shall be intimated to the stock exchanges immediately after declaration of results by the Chairman or by a person authorised by him.

**Instructions and Steps for E-Voting:**

Shareholders are requested to read the instructions / steps detailed below before exercising/casting their vote:

- i. Launch internet browser by typing the URL: <https://evoting.karvy.com>.
- ii. Enter the login credentials (i.e. User ID and password). However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your 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 E- Voting "EVENT" i.e., Alphageo (India) Limited.
- 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 not exceeding your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the shareholder 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. Shareholders 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, 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 all the Resolution(s).
- xi. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI etc.,) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email ID: [dhr300@gmail.com](mailto:dhr300@gmail.com) with a copy marked to [evoting@karvy.com](mailto:evoting@karvy.com). The scanned image of the above mentioned documents should be in the naming format "Alphageo (India) Limited 28<sup>th</sup> Annual General Meeting".
- xii. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not be allowed to vote again at the Meeting.
- xiii. In case of any queries, you may refer Help & Frequently Asked Question (FAQs) section of <https://evoting.karvy.com> (Karvy Website) or call KCPL on 040-67161606 & Toll Free No.1800 3454 001.

By Order of the Board

Hyderabad  
10.08.2015

Dinesh Alla  
Managing Director



CIN : L74210TG1987PLC007580

Regd. Office: 802, Babukhan Estate, Basheerbagh, Hyderabad – 500001  
Corporate Office: 6-3-250/2, Road No.1, Banjara Hills, Hyderabad – 500034  
Tel: 040-23320502/503, Fax: 040-23302238, Email: info@alphageoindia.com  
Website: www.alphageoindia.com

**Share Transfer Agent: Karvy Computershare Private Limited,  
Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District,  
Nanakramguda, Serilingampally, Hyderabad-500032**

**ATTENDANCE SLIP**

Regd. Folio. No.		*DP ID:	
No. of Equity Shares held		*Client ID:	
Name of Shareholder			
Name of Proxy			

I/We hereby record my/our presence at the 28<sup>th</sup> Annual General Meeting of the Alphageo (India) Limited, held on Monday, 28<sup>th</sup> September 2015 at 11.00 AM at "Sundarayya Vignana Kendram, 1-8-1/B/25 A, Baghlingampally, Hyderabad – 500 044.

**SIGNATURE OF THE MEMBER OR THE PROXY ATTENDING THE MEETING**

\_\_\_\_\_

If Member, Please sign here

\_\_\_\_\_

If Proxy, Please sign here

Notes: This form should be signed and handed over at the Meeting Venue.

\*Applicable for investors holding shares in electronic form.







CIN : L74210TG1987PLC007580

Regd. Office: 802, Babukhan Estate, Basheerbagh, Hyderabad – 500001  
 Corporate Office: 6-3-250/2, Road No.1, Banjara Hills, Hyderabad – 500034  
 Tel: 040-23320502/503, Fax: 040-23302238, Email: info@alphageoindia.com  
 Website: www.alphageoindia.com

**28<sup>TH</sup> ANNUAL GENERAL MEETING- 28<sup>TH</sup> SEPTEMBER, 2015**

**PROXY FORM**

Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014

Name of the Member(s): .....

Registered address: .....

E-mail id:.....

Folio No/Client ID: .....DP ID: .....

I/We, being the member (s) of ..... shares of the above named company, hereby appoint:

1. Name: .....  
 Address: .....  
 E-mail Id: .....Signature..... or failing him
2. Name: .....  
 Address:.....  
 E-mail Id: .....Signature ..... or failing him
3. Name: .....  
 Address: .....  
 E-mail Id: ..... Signature..... or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28<sup>th</sup> Annual General Meeting of the Company, to be held on **Monday of 28<sup>th</sup> September 2015 at 11.00 A.M. at "Sundarayya Vignana Kendram, 1-8-1/B/25 A, Baghlingampally, Hyderabad-500 044** and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I/We wish my above proxy (ies) to vote in the manner as indicated in the box below:

S. No.	Resolutions	For	Against	Abstain
1. a.	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2015 together with the Reports of the Directors' and Auditors' thereon.			
1.b.	Adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended on 31 <sup>st</sup> March 2015 together with Report of Auditors thereon.			
2.	Declaration of Dividend on Equity Shares for the year ended 31 <sup>st</sup> March 2015.			

3.	Re-appointment of Mr. Rajesh Alla (DIN: 01657395) as Director of the Company, who retires by rotation, and being eligible offers himself for re-appointment.			
4.	Ratification of Appointment of Auditors' till the conclusion of 29 <sup>th</sup> Annual General meeting and fix their remuneration.			
5.	Appointment of Mrs. Savita Alla (DIN: 00887071) as a Joint Managing Director of the Company and approve her remuneration.			

Affix Revenue Stamp
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Signed this.....day of ..... 2015 .....  
Signature of shareholder

.....  
Signature of first proxy holder

.....  
Signature of Second proxy holder

.....  
Signature of Third proxy holder

\*\* This is only optional. Please put a '✓' in the appropriate column against the resolutions indicated in the Box. Alternatively, the number of shares may be mentioned in the appropriate column in respect of which the shareholder(s) would like his /their proxy to vote. If all the columns are left blank against any one or all the resolutions, the Proxy will be entitled to vote in the manner as he/she thinks appropriate.

**Notes:**

- This form of proxy in order to be effective should be duly completed and deposited at the Corporate Office of the Company, not less than 48 hours before the commencement of the meeting.**
- The proxy need not be a member of the Company. Appointing a proxy does not prevent a member from attending the meeting in person if the member so wishes.
- In the case the appointer is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorised by it and an authenticated copy of such authorisation should be attached to the proxy form.
- A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a member holding more than ten percent, of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
- In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.