



SCANPOINT GEOMATICS LIMITED

CIN: L22219GJ1992PLC017073

Reg. Off. : 9, Mahakant Complex, Opp. V. S. Hospital, Ashram Road,
Ahmedabad -380006, Gujarat, India

Corporate Office: 12, Abhishree Complex Park, Ambli-Bopal Road,
Ahmedabad-380058, Gujarat, India

Ph: +91-2717-297096/297098, **Email:** cs@sglgis.com, **Website:** www.sglgis.com

NOTICE

NOTICE is hereby given to the Shareholders (the “Shareholders” or the “Members”) of **SCANPOINT GEOMATICS LIMITED** (“Company”) that the Extra-Ordinary General Meeting of the Company will be held on Tuesday, June 28, 2022 at 12.30 PM through Video Conferencing/ Other Audio Visual Means to transact the following special business:

SPECIAL BUSINESS

1. Appointment of Mr. Jay Harshadkumar Chotalia (DIN - 02084946) as a Non-Executive & Non Independent Director of the Company:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), Mr. Jay Harshadkumar Chotalia (DIN: 02084946), who was appointed as an Additional Director of the Company with effect from March 30, 2022 and whose appointment has been recommended by the Nomination and Remuneration Committee and by the Board of Directors at their Meetings held on March 30, 2022 for consideration by the Members under Section 161(1) of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or amendments or reenactments thereof) and the provisions of the Articles of Association of the Company and who holds office up to the date of three months from the date of his appointment by the Board or the date of the ensuing General Meeting, whichever is earlier, consent of the members be and is hereby accorded for appointment of Mr. Jay Harshadkumar Chotalia (DIN: 02084946) as a Director (Non - Executive, Non - Independent) of the Company and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT any director of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution.”

2. Appointment of Mrs. Aarti Panigrahi (DIN- 09612211) as an Independent Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Section 149,150,152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder, read with Schedule IV of the Act and Regulation 16, 17 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Aarti Panigrahi (DIN- 09612211), who was appointed as an Additional Director of the Company with effect from May 24, 2022 who holds office up to the date of three months from the date of her appointment by the Board or the date of the ensuing General Meeting, whichever is earlier, the consent of members be and is hereby accorded for appointment of Mrs. Aarti Panigrahi (DIN- 09612211) for a period of two year from May 24, 2022 to May 23, 2024 as Non- Executive Independent Director of the Company and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any director of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution.”

3. Appointment of Mr. Kishan Mohan Patel (DIN- 06786705) as an Independent Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Section 149,150,152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder, read with Schedule IV of the Act and Regulation 16, 17 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Kishan Mohan Patel (DIN- 06786705), who was appointed as an Additional Director of the Company with effect from May 24, 2022 who holds office up to the date of three months from the date of his appointment by the Board or the date of the ensuing General Meeting, whichever is earlier, the consent of members be and is hereby accorded for appointment of Mr. Kishan Mohan Patel (DIN- 06786705) for a period of two year from May 24, 2022 to May 23, 2024 as Non- Executive Independent Director of the Company and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any director of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution.”

**By the order of the Board of Directors,
FOR SCANPOINT GEOMATICS LIMITED**

**SD/-
KANTILAL LADANI
DIRECTOR
DIN: 00016171**

**Date: 24/05/2022
Place: Ahmedabad**

Reg. Office:
9, Mahakant Complex, Opp. V. S. Hospital,
Ashram Road,
Ahmedabad -380006, Gujarat, India

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
2. On account of the ongoing COVID-19 pandemic and in terms of the requirements specified in the MCA Circulars, the Company is sending this Notice only in electronic form, to those Members whose e-mail address is registered with the Company/Depositories. Accordingly, physical copy of the Notice is not being sent to the Members.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the



business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by NSDL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.sgligis.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
8. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 25th June, 2022 at 09:00 A.M. and ends on 27th June, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 21st June, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 21st June, 2022.

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 and joining virtual meeting 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. https://eservices.nsd.com 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 or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal 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 or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App

	<p>“NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.



<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<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>
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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
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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.: 1800 1020 990 and 1800 22 44 30</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43</p>

B) Login Method for e-Voting and joining virtual meeting 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 user 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
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 thakrarankit23@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 (Kautilya Joshi) 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@sgligis.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 (cs@sgligis.com). If you are an Individual shareholders 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote



e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (cs@sgligis.com). The same will be replied by the company suitably.
6. The Scrutinizer shall, after the conclusion of voting at the EGM, unblock the votes cast through remote e-Voting and count the same, and count the votes cast during the EGM, and shall make, not later than 48 hours from the conclusion of the EGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the



same and declare the result of the voting forthwith. The Scrutinizer's decision on the validity of the votes shall be final.

7. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.sglgis.com and on the website of NSDL www.evoting@nsdl.com, immediately after declaration of the result and shall also be communicated to the Stock Exchanges where the shares of the Company are listed i.e. BSE and be made available on their websites viz. www.bseindia.com.

**ANNEXURE TO NOTICE
EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)**

ITEM No. 1

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“the Act”), and the Articles of Association of the Company and Based on the recommendations of the Nomination and Remuneration Committee, the Board at its Meeting held on March 30, 2022 has appointed Mr. Jay Harshadkumar Chotalia as an Additional Director (categorized as Non-Executive, Non- Independent Director) of the Company with effect from the same day and who holds office up to the date of three months from the date of his appointment by the Board or the date of the ensuing General Meeting, whichever is earlier and whose office shall be liable to retire by rotation.

The Company has also received a notice under Section 160 of the Act from a Member proposing the candidature of Mr. Jay Harshadkumar Chotalia for the office of a Director of the Company.

Accordingly, an Ordinary Resolution seeking appointment of Mr. Jay Harshadkumar Chotalia as a Director of the Company is proposed to be passed by the Members through EGM.

Information Pertaining to Directors seeking appointment as mentioned under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards:

Sr. No.	Details of Event	Information of such Event
1.	Name of the Director	JAY HARSHADKUMAR CHOTALIA
2.	Director Identification No. (DIN)	02084946
3.	Date of Birth and Age	20/01/1977
4.	Date of First Appointment on the Board	30/03/2022
5.	Qualification	Chartered Accountant & ISA qualified
6.	Expertise in Specific Functional Area	Mr. Jay Chotalia is a Finance Professional. He brings in more than 20 years of experience in Finance, Business Structuring and International Taxation.

		He has been amongst founder partners of one of the top 15 multi locational Chartered Accountancy firms of Gujarat. During his long stint as a senior partner in the said consultancy firm, he has offered business & management consulting to various business houses more particularly into Expansion & Diversification planning, Venturing into New Businesses, Regions, Debt Syndication, International Taxation and Business Structuring.
7.	No. of Board Meetings Attended	1
8.	No. of Shares held in Equity Capital of the Company	559 Shares
9.	Shareholding in the company as a beneficial owner	200 Shares
10.	Directorship held in other Public Limited Company	Nil
11.	Resignation from the directorship of the listed companies in the past three years	Nil
12.	Membership/ Chairmanship of Committees of Boards in companies.	Nil
13.	Remuneration Last Drawn	NA
14.	Remuneration sought to be paid	NA
15.	Disclosure of relationships between Directors/ KMP inter se	He is not related to any of the Directors/KMP of the Company

Except, Mr. Jay Harshadkumar Cholatia, none of the Directors and Key Managerial Personnel of the Company and their relative(s), are in any way concerned or interested (financially or otherwise), in the proposed Ordinary Resolution set out at Item No. 1 of this Notice.

ITEM No. 2

Based on the recommendations of the Nomination and Remuneration Committee, the Board at its Meeting held on May 24, 2022 has appointed Mrs. Aarti Panigrahi as an Additional Director (categorized as Non-Executive, Independent Director) of the Company with effect from the same day and who holds office up to the date of three months from the date of her appointment by the Board or the date of the ensuing General Meeting, whichever is earlier and whose office shall not be liable to retire by rotation.

Mrs. Aarti Panigrahi is not disqualified from being appointed as Directors in terms of Section 164 of the Act, 2013 and as per the recommendation of the Nomination and Remuneration Committee the Board has considered the regularization of appointment of Mrs. Aarti Panigrahi from Additional Independent Director to Independent Director of the Company for a period of two years.

The Company has also received a declaration from Mrs. Aarti Panigrahi declaring that she meets the criteria of independence as provided under the provisions of Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mrs. Aarti Panigrahi fulfils the conditions for independence specified in the Act, the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and she is independent and a person of integrity possesses required expertise and experience.

The resolution seeks the approval of Members for the appointment of Mrs. Aarti Panigrahi as an Independent Director of the Company pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof).

Accordingly, an Ordinary Resolution seeking appointment of Mrs. Aarti Panigrahi as a Director of the Company is included to be passed by the Members through EGM.

Information Pertaining to Directors seeking appointment as mentioned under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards:

Sr. No.	Details of Event	Information of such Event
1.	Name of the Director	Aarti Panigrahi
2.	Director Identification No. (DIN)	09612211
3.	Date of Birth and Age	07/11/1978
4.	Date of First Appointment on the Board	24/05/2022
5.	Qualification	Qualified Company Secretary and also holds the Bachelor

		Degree and Master Degree in commerce from Nagpur University and she also holds the degree in PGD (IRPM) in Industrial Relations and Personnel Management
6.	Expertise in Specific Functional Area	She holds 15 years of experience in the field of expertise in corporate restructuring. She is also a speaker at various business forum and Educational Institutions.
7.	No. of Board Meetings Attended	Nil
8.	No. of Shares held in Equity Capital of the Company	Nil
9.	Shareholding in the company as a beneficial owner	Nil
10.	Directorship held in other Public Limited Company	Nil
11.	Resignation from the directorship of the listed companies in the past three years	Nil
12.	Membership/ Chairmanship of Committees of Boards in companies.	Nil
13.	Remuneration Last Drawn	NA
14.	Remuneration sought to be paid	NA
15.	Disclosure of relationships between Directors/ KMP inter se	She is not related to any of the Directors/KMP of the Company

Except, Mrs. Aarti Panigrahi, none of the Directors and Key Managerial Personnel of the Company and their relative(s), are in any way concerned or interested (financially or otherwise), in the proposed Ordinary Resolution set out at Item No.2 of this Notice

ITEM No. 3

Based on the recommendations of the Nomination and Remuneration Committee, the Board at its Meeting held on May 24, 2022 has appointed of Mr. Kishan Mohan Patel as an Additional Director (categorized as Non-Executive, Independent Director) of the Company with effect from the same day and who holds office up to the date of three months from the date of his appointment by the Board or the date of the ensuing General Meeting, whichever is earlier and whose office shall be liable to retire by rotation.

Mr. Kishan Mohan Patel is not disqualified from being appointed as Directors in terms of Section 164 of the Act. As per the recommendation of the Nomination and Remuneration Committee the Board has considered the regularization of appointment of Mr. Kishan

Mohan Patel from Additional Independent Director to Independent Director of the Company for a period of two years.

The Company has also received a declaration from Mr. Kishan Mohan Patel declaring that he meets the criteria of independence as provided under the provisions of Section 149(6) of the Companies Act, 2013. In the opinion of the Board, Mr. Kishan Mohan Patel fulfils the conditions for independence specified in the Act, the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and he is independent and a person of integrity, possesses required expertise and experience.

The resolution seeks the approval of Members for the appointment of Mr. Kishan Mohan Patel as an Independent Director of the Company pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof).

Accordingly, an Ordinary Resolution seeking appointment of Mr. Kishan Mohan Patel as a Director of the Company is included to be passed by the Members through EGM.

Information Pertaining to Directors seeking re-appointment as mentioned under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards:

Sr. No.	Details of Event	Information of such Event
1.	Name of the Director	Kishan Mohan Patel
2.	Director Identification No. (DIN)	06786705
3.	Date of Birth and Age	01/09/1975
4.	Date of First Appointment on the Board	24/05/2022
5.	Qualification	Mr. Kishan Mohan Patel holds Degree of bachelor of commerce and Law Graduate
6.	Expertise in Specific Functional Area	Mr. Kishan Mohan Patel is a renowned lawyer at Gujarat High Court and having 22 years of experience in field of civil, criminal and revenues laws
7.	No. of Board Meetings Attended	Nil
8.	No. of Shares held in Equity Capital of the Company	Nil
9.	Shareholding in the company as a beneficial owner	Nil
10.	Directorship held in other Public Limited Company	Nil
11.	Resignation from the directorship of the listed	Nil

	companies in the past three years	
12.	Membership/ Chairmanship of Committees of Boards in companies.	Nil
13.	Remuneration Last Drawn	NA
14.	Remuneration sought to be paid	NA
15.	Disclosure of relationships between Directors/ KMP inter se	He is not related to any of the Directors/KMP of the Company

Except, Mr. Kishan Mohan Patel, none of the Directors and Key Managerial Personnel of the Company and their relative(s), are in any way concerned or interested (financially or otherwise), in the proposed Ordinary Resolution set out at Item No.3 of this Notice.

**By the order of the Board of Directors,
FOR SCANPOINT GEOMATICS LIMITED**

**SD/-
KANTILAL LADANI
DIRECTOR
DIN: 00016171**

**Date: 24/05/2022
Place: Ahmedabad**

Reg. Office:
9, Mahakant Complex, Opp. V. S. Hospital,
Ashram Road,
Ahmedabad -380006, Gujarat, India