

Date: August 05, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Kala Ghoda, Fort,
Mumbai - 400 001

Security Code: 526544
Security ID: SCANPGEOM
ISIN:- INE967B01028

Dear Sir/ Madam,

SUB: Postal Ballot Notice

We refer to the outcome of Board Meeting dated July 15, 2024 and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose a copy of the postal ballot notice seeking approval of the Shareholders of the Company for:

<u>Item No.</u>	<u>Description of Resolution</u>
1	Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company
2	Appointment of Mrs. Seema Chandresh Vithlani (DIN:- 06921003) as an Independent Woman Director of the Company
3	Amendment in object clause of the memorandum of association of the company
4	Approval of Change of name of company from Scanpoint Geomatics Limited to SGL Resources Limited.

In compliance with the applicable circulars, this postal ballot notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members / Register of Beneficial Owners as on the Cut-off date i.e. Friday, August 02, 2024.

The Company has engaged the services of National Securities Depository Limited to provide remote e-voting facility to enable the members to cast their votes electronically. The remote e-voting period shall commence from 9:00 a.m. (IST) on Tuesday, August 06, 2024 and shall end at 5:00 p.m. (IST) on Wednesday, September 04, 2024. The voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Cut-off date, i.e., August 02, 2024. The shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The Postal Ballot notice is also available on the Company's website at www.sgligis.com. You are requested to take the same on record.

For, Scanpoint Geomatics Limited

Kantilal Vrajlal Ladani
Whole Time Director
DIN:-00016171

POSTAL BALLOT NOTICE

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

Notice is hereby given that the resolutions set out below are proposed to be passed by the members of Scanpoint Geomatics Limited (“the Company”) by means of Postal Ballot, only by way of remote e-voting process (“e-voting”), pursuant to Section 110 of the Companies Act, 2013 (“the Act”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and other applicable provisions of the Act and the Rules, Circulars and Notifications thereunder issued by the Ministry of Corporate Affairs (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).

The Company is sending the Postal Ballot Notice to those Members whose names appear on the Register of Members / List of Beneficial Owners as on **Friday, August 02, 2024** being the cut-off date for the purpose, in electronic form to those Members whose email address is registered with the RTA, i.e., Link Intime India Private Limited or Depository Participants.

Pursuant to Sections 102, 110, and other applicable provisions of the Act read with rules, the Statement setting out the material facts and the reasons / rationale pertaining to the said Resolutions are annexed to this Postal Ballot Notice for your consideration and forms a part of this Postal Ballot Notice (“the Notice” or “the Postal Ballot Notice”).

The Board of Directors has appointed Mr. Ankit Thakrar (Membership No. F11762 , COP No.16611), Company Secretaries to act as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner and Mr. Ankit Thakrar has communicated his willingness to be appointed and be available for the purpose. The Scrutinizer's decision on the validity of the Postal Ballot shall be Final.

In accordance with the MCA General Circular No. 09/2023 dated September 25, 2023, (MCA Circular), Postal Ballot Notice is being sent only through electronic mode to the shareholders whose names appear in the Register of Members / Register of Beneficial Owners, as on Friday, **August 02, 2024** and whose email address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and members can vote only through the remote e-voting process. Accordingly, the Company is pleased to provide remote e-voting facility to all its shareholders to cast their votes electronically. Shareholders are requested to read the instructions in the Notes section of this Postal Ballot Notice to cast their vote electronically which commence from **9:00 a.m. (IST) on Tuesday, August 06, 2024 and shall end at 5:00 p.m. (IST) on Wednesday, September 04, 2024 (the last day to cast vote electronically) to be eligible for being considered.**

The Scrutinizer will submit his report, after the completion of scrutiny, to the company secretary of the company. The results of e-voting will be announced on or before Friday, September 06, 2024 and will be displayed on the Company's website at www.sglgis.com and will also be communicated to the Stock Exchange i.e., BSE Limited at www.bseindia.com The Company will also display the results of the Postal Ballot at its Registered Office. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e. Wednesday, September 04, 2024.

SPECIAL BUSINESS:

Item No. 1: Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder by the Members of the Company, consent of the Members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Authorized Share Capital of Rs. 35,00,00,000/- (Rupees Thirty Five Crores only) divided into 17,50,00,000 (Seventeen Crores fifty lakh) shares of face value of Rs. 2 /-(Rupees two only) each to Rs. 125,00,00,000/- (One Hundred and Twenty Five Crores only) divided into 62,50,00,000/-(Sixty Two Crores and fifty lakh) shares of face value of Rs. 2 /-(Rupees two only) each ranking pari passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company”.

“RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder, consent of the Members of the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place, the following:- “V. The Authorised Share Capital of the Company is Rs. 125,00,00,000/- (One Hundred and Twenty Five Crores only) divided into 62,50,00,000/-(Sixty Two Crores and fifty lakh) shares of face value of Rs. 2 /-(Rupees two only) each.”

“RESOLVED FURTHER THAT Mr. Kantilal Ladani (DIN:-00016171), Whole Time Director or the Company Secretary or any other Key Managerial Personnel(s) of the Company be and are hereby jointly or severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution and to complete all compliance formalities in this regard for and on behalf of the Company.”

Item No. 2:- Appointment of Mrs. Seema Chandresh Vithlani (DIN:- 06921003) as an Independent Woman Director of the Company

To consider, and, if thought fit, approve the appointment of Mrs. Seema Chandresh Vithlani (DIN:- 06921003) as an Independent Woman Director (Non-Executive) of the Company to hold office for a first term of consecutive five years up to May 23, 2029 and to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161(1) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules framed thereunder, read with Schedule IV of the Act and Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification or re-enactment thereof for the time being in force), Mrs. Seema Chandresh Vithlani (DIN:- 06921003) who was appointed as an Additional Director by the Board of Directors of the Company (“the Board”) based on the recommendation of the Nomination and Remuneration Committee with effect from May 24, 2024 pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company and who meets the criteria for

independence as provided in Section 149(6) of the Companies Act, 2013 and the Rules framed thereunder and as provided under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Woman Director (Non-Executive) of the Company, not liable to retire by rotation, to hold office for a first term of consecutive Five years up to May 23, 2029.”

“RESOLVED FURTHER THAT Mr. Kantilal Ladani (DIN:-00016171), Whole Time Director or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

Item No. 3:- AMENDMENT IN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and if thought fit, to pass, with or without modification the following resolution as a Special Resolution

“RESOLVED THAT pursuant to the provisions of Section 13, Section 4 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force) and the rules framed there under and subject to necessary approval of the concerned Registrar of Companies, Ministry of Corporate Affairs and from any other competent Authorities, consent of the shareholders by way of Special Resolution be and is hereby accorded to alter clause 3A of the Memorandum of Association of Company i.e. to append the following sub clause (6)-(13) after sub clause (5) of clause 3 (A) of the Memorandum of Association of Company:

1. To promote, establish, run or otherwise carry on the business of developing, reproducing, marketing, consulting, exporting, importing, buying, selling, distributing, processing, Information technology, servicing or dealing in providing software solutions in the field of Geomatics including Core Application Development for Geographical Information System (GIS), Image Processing (IP), Global Positioning System (GPS), Remote Sensing (RS), Ground Penetrating Radar (GPR) and Photogrammetry (PG) and advance module Network Analysis, 3-D Modeling, Neural Network, Terrain Analysis. Customization of GIS/IP/GPS/RS/GPR/PG Applications for Natural Resources Management, Resource Exploration and Extraction, Disaster Management, Urban Planning & Economic Development, Environment, Agriculture & Forestry, Land Usage, Real Estate, Registry and

Tax Assessment, Infrastructure, Banking & Insurance, Telecommunication, Ground and Marine Transportation, Defense & Security, Census and Elections, Healthcare, Emergency Response, Electric and Gas Utilities, Education. To provide GIS/IP/GPS/RS Services for Map Conversion, Survey and Mapping, Drainage, Hydro- morphology, Desertification, Snow and Glacial Topography, Natural Resource Census, Advanced Digital Image Processing and Analysis, GPS Survey and mapping, Vehicle Tracking, Web GIS, Satellite Data Procurement, Satellite Data Processing, Data Preprocessing, Visual Image Interpretation, Digital Terrain Model Generation, Geomatics Educational activities, and to bring out newspapers, periodicals, magazines, journals, leaflets, pamphlets, catalogues, bulletins, souvenirs, markets and other report books, booklets and other literary works and undertaking in respect of above object in any languages either at regular intervals or otherwise and whether for sale or free distribution.

2. To carry on in India or elsewhere in the world, either alone or jointly with one or more person, government, local or other bodies, foreign collaborator, the business to construct, build, later, take on lease purchase or acquire, convert, improve, design, erect, establish, equip, develop, dismantle, pull down, turn to account, furnish, level decorate, fabricate, install, finish, repair, maintain, search, survey, examine, taste, inspect, locate, modify, own, operate, project, promote, provide, participate, reconstruct, grout, dig, excavate, pour, renovate, remodel, rebuild, undertake, contribute, assist, and to act as civil engineer, architectural engineer, interior decorator, consultant, advisor, agent broker supervisor, administrator, contractor, sub- contractor, turnkey contractor and manager of all types of constructions and development of all work in all its branches such as roads, ways, culverts, dams, bridges, canals, walls, railway, tramways, water tanks, reservoirs, warehouses, factories, buildings, structures, drainage and sewage works, water distribution on filtration systems, docks, harbours, piers, irrigation works, foundation works, flyovers, airports, runways, schools, clubs, theatres, gardens, place of amusements, libraries, reading rooms, pavilions, vehicle stands, dairy farms, garages, rock drilling, aqueducts, stadiums, hydraulic units, sanitary work, power supply works, power stations, hotels, hospitals, dharmashala(s), residential and commercial premises, multi stories colonies, shop, complex, housing project, and other works and for the purpose to acquire, handover, purchase, sell, own, cut to size, develop, distribute or otherwise to deal in all sort of lands and building and to carry on all or any to the foregoing activities for materials, goods, plants and machineries, equipment, accessories, parts, tools, fittings, articles, materials.
3. To promote, establish, run or otherwise carry on the business of developing, reproducing, prospecting, marketing, exporting, importing, buying, selling, distributing, displaying, processing, servicing or dealing in graphic designs and printing of all kinds and forms including symbols, logos, seals, flags, sing systems, books, calendars, packaging, screens and print designs, offset designs, industrial designs colour proofing, photo typesetting, text composing, colour scanning, laboratory testing required for preprinting operations, commercial arts, art distribution, craft printing, laser printing, offset printing, gravure printing, tin printing, photographic pointing, binding, cutting, punching, laminating, box packaging, cartons packaging, corrugated packaging, engraving, flexography, plate making,

block making, printing of packaging materials of all types including boxes of industrial purposes, containers box consumer goods, boilers, cover papers, fancy wrapping papers, waxed wrappers, gummed sheets and tapes, sophisticated bags, envelopes and consumer packages, cartons, containers, confectionery boxes, picnic packets, dust covers and jackets, packages wool, confetti and any other kinds of packaging aids and materials in the packaging containers, cartoons, envelopes from any form of paper, paper boards, cloth PVC plastic, nylon, cello phone, poly boards, the business of to carry on packaging all branches and all types of stationery and to trade or deal in and to print and otherwise bring out any kind of news papers periodicals, magazines, journals, leaflets, pamphlets, catalogues, bulletins souvenirs, markets and other report books, booklets and other literary works and undertaking in any otherwise and whether for sale or free distributions.

4. To generate, accumulate, transmit, distribute, purchase, sell and supply electricity power or any other energy from conventional/non-conventional energy sources on a commercial basis and to construct, lay down, establish, operate, and maintain power/energy generating stations including buildings, structures, works, machineries, equipments, cables and to undertake or to carry on the business of managing, owning, controlling, erecting, commixing, operating, running, leasing or transferring to third person/s, power plants and plants based on conventional or non conventional energy sources, including hydro, Thermal solar, Nuclear, Bio- mass, natural gas, wind energy, Diesel, or Fuel or any other method/technology which has been in existence or which is developed over the time, for captive consumption as well as for accumulations solar energy plants, wind energy plants, mechanical, electrical, Hydel, civil engineering works and similar projects and carrying on business as manufacturer, producers, processors, makers, sellers, retailers, wholesalers, suppliers, indenters, pacers, movers, preservers, stockists, agents, sub-agents, merchants distributors, consignors, jobbers, brokers, concessionaries, or otherwise deal in all apparatus and things required for or capable of being used in connection with the generation, distribution supply, accumulation and employment of electric and to light cities, towns, streets, docks, market theaters, buildings and places, with public and private, suppliers and dealers in electrical and other application.
5. To carry on business as manufacturers, producers, processors, makers, converters refiners, importers, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, preservers, stockiest, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires, or otherwise deal in all kind of drugs, chemicals, pharmaceutical, medical and chemical preparations, articles and compounds thereof, dyes, cosmetics, toiletries, contraceptives, synthetic and manmade materials and fabrics of whatever nature, surgical, scientific, chemical, photographic and other apparatus.

(Note: 1 to 5 main objects mentioned above are existing objects)

6. To carry on in India or elsewhere the business to act as consultant, advisor, representative, signatories, liasioner, agent, serviceman, middleman, arbitrator, conciliator, auctioneer, liquidator in all its branches such as finance, legal, commercial, corporate management,

business management, taxation, investment, portfolio management, loan syndication, underwriting, secretarial services, financial management and on other similar subjects and to make evaluations, feasibility studies, techno economic feasibility studies, project reports, forecasts, surveys and rehabilitation packages and for the purpose to run establish, maintain, provide, operate, manage, supervise, arrange and take on hire all necessary services, facilities, conveniences, equipment and to supply turnkey projects in all industries such as mines or mineral, saline or chemical substances, Kieselguhr, french chalk, china clay, bentonite and other clays, calcuite and such other filler materials, earths or other ingredients including coal, lights, rock phosphate, brimstone, brine, bauxite, rare earths, utilities, commercial and welfare fields.

7. To generate, accumulate, transmit, distribute, purchase, sell and supply electric power or any other energy from conventional/non conventional energy by Bio-Mass, Hydro, Thermal, Gas, Air, Diesel oil, or through renewable energy sources, Wind mill or another means/ source on a commercial basis and to construct, lay down, establish, operate and maintain power/energy generating stations, including buildings, structures, works, machineries, equipments, cables, wires, lines, accumulators, lamps, and works and to undertake or to carry on the business of managing, owning, controlling, erecting, commissioning,. operating, running, leasing or transferring Power plants and Plants based on conventional or non conventional energy source, thermal power plants, atomic power plants, solar energy plants, wind energy plants, mechanical, electrical, hydel, civil engineering works, Boiler houses, steam Turbines, Switch Yards, Transformer Yards, Sub stations, Transmission Lines, Accumulators, Workshops.
8. To carry on business as manufacturers, producers, processors, makers, convertors, assemblers, fabricators, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, packers, movers, stockists, agents, sub agents, merchants, distributors, consignors, jobbers, brokers, or otherwise deal in all apparatuses and things required for or capable of being used in connection with the generation, distribution, supply, accumulation and employment of electricity and to light cities, towns, streets, docks, markets, theatres, buildings and places, both public and private, and to act as suppliers and dealers in electrical and other appliances.
9. To carry out the business of Producing, prospecting, exploration, excavation, mining, quarrying, processing, crushing, washing, marketing, buying, selling, import, export, reselling, distribution or otherwise dealing in coal, coal based products, marble, granites, manganese, limestone, dolomite, stones, metal, refractory and other mineral based products and also to carry on the business of mining developer & operator for exploration & development of mines, mining and marketing of coal, coal products & other types of minerals.
10. To carry out business of manufacturing, trading, import, export, installation, and operation of Solar systems for energy generation including Solar Photovoltaic, Solar Thermal, Solar

Chimney and any other Solar based devices used in households, industry and commercial establishments.

11. To carry on business as Engineering and Procurement contractors, general engineers, mechanical engineers, process engineers, civil engineers, general mechanical and civil contractors and enter into contracts and joint ventures in relation to and to erect, construct, supervise, maintain, alter, repair, pull down and restore, either alone or jointly with other companies or persons, works of all descriptions, including plants of all descriptions, factories, mills, refineries, pipelines, gas works, electrical works, power plants, water works, water treatment plants, mines and ports including airports and to undertake turnkey projects of every description and to undertake the supervision of any plant or factory and to invest in Companies carrying on the above business.
12. To carry on the business of manufacturing, assembling, installing, repairing, covering, buying, selling, exchanging, altering, importing, exporting, hiring, letting on hire, disturbing or dealing in all types of power plants, sinter plants, coke oven plants, wet and dry cooling systems, monitoring equipment, steam trap and strainers, heat exchangers and other tools, implements, appliances, bolts, nuts, hooks and engineering goods, ferrous and non-ferrous metals and metal products, foundry and factory supplies, mill supplies, industrial articles of all kinds and description for all types of cooling systems applications and industrial vehicles of all kinds and all components parts, accessories, equipment and apparatus for use in connection therewith.
13. To act as engineering, technical, financial and management consultants and to advice and assist on all aspects of industrial management or activity and to make evaluations, feasibility studies, project reports, forecasts and surveys and to give expert advice and suggest ways and means for improving efficiency in power plants, chemical, petrochemical plants, steel and iron manufacturing trend processing industries, plants of all other kinds, factories and industries of all kinds and supply to an to provide, maintain and operate service facilities, convenience, bureaus and the like for the benefit of any person, company, corporate body, firm trust, association society, organization whatsoever and generally to act as service organization or for providing generally engineering, administrative, advisory, commercial, management, consultancy, technical, quality control, and other services to persons, companies, corporate bodies, firms, trusts, association or organizations, whatsoever and to undertake the supervision of any business or organization and to undertake turnkey projects and to invest in or acquire interest in companies carrying on above business.

“RESOLVED FURTHER THAT Mr. Kantilal Ladani (DIN: 00016171), Whole-Time Director of the Company, be and is hereby authorized to take necessary steps to obtain confirmation of concerned Registrar of Companies, Ministry of Corporate Affairs under Section 13(9) of the Companies Act, 2013 in respect of the aforesaid alteration of Clause III of the Memorandum of Association and to agree to such modifications, terms & conditions in the new proposed sub clause as may be directed by the Registrar of Companies and to modify the same accordingly. “

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Kantilal Ladani (DIN: 00016171), Whole-time Director of the Company be and is hereby authorised, on behalf

of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-forms.”

ITEM NO. 4:-CHANGE OF NAME OF THE COMPANY FROM SCANPOINT GEOMATICS LIMITED TO SGL RESOURCES LIMITED :-

To consider and if thought fit, to pass, with or without modification the following resolution as a Special Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read along with applicable rules, (including any statutory modification or re-enactment thereof for the time being in force) and subject to the approval of Central Government or such other authority(ies) as may be necessary, the approval of the Shareholders be and is hereby accorded to the board of director of the company to change the name of the Company from **Scanpoint Geomatics Limited to SGL Resources Limited**.

FURTHER RESOLVED THAT the Name Clause being Clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause: 1. The Name of the Company is **“SGL Resources Limited”**

FURTHER RESOLVED THAT in terms of Section 14 of the Companies Act, 2013 the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.

FURTHER RESOLVED THAT any of the Director of the Company be and is hereby authorized to do all such acts , things and deeds as may be required in order to the effective execution of the said resolution including but not limited to file necessary e-forms under his digital signature with Registrar of Companies or such other Regulatory Authorities.”

By Order of the Board

For Scanpoint Geomatics Limited

Kantilal Vrajlal Ladani
Whole Time Director
DIN:-00016171

Date: July 15, 2024

Place: Ahmedabad

Notes:-

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the “Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, setting out material facts relating to the resolution proposed to be passed is annexed hereto.
2. The Ministry of Corporate Affairs (‘MCA’), vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 10/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (‘MCA Circulars’), has allowed the Companies to transact items through Postal Ballot (electronic mode only) till September 30, 2024.
3. The Board of Directors has appointed Mr. Ankit Thakrar (Membership No. F11762, COP No.16611), Company Secretaries to act as the Scrutiniser. The Scrutinizer will submit his report, after the completion of scrutiny, to the company secretary of the company. The results of e-voting will be announced on or before, Friday, September 06, 2024 and will be displayed on the Company's website at www.sgligis.com and also on the will also be communicated to the Stock Exchange i.e., BSE Limited at www.bseindia.com and on the website of the NSDL , ie., <https://nsdl.co.in/>. The Company will also display the results of the Postal Ballot at its Registered Office. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Wednesday, September 04, 2024.
4. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent by electronic mode only to those members whose names appear in the Register of Members / List of Beneficial Owners as on August 02, 2024 (“Cut-Off Date”) received from the Depositories and whose e-mail address is registered with the Company / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes will not be sent to the members for this Postal Ballot.
5. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the Cut-Off Date, i.e., August 02, 2024 will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
6. This Postal Ballot Notice will also be available on the Company's website at www.sgligis.com, website of the Stock Exchanges, that is, BSE Limited at www.bseindia.com
7. Pursuant to the applicable provisions of the Act and Rules framed there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company can serve notices and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail addresses so far, are requested to register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to update their email addresses with the Company’s RTA.

8. Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
9. As per Regulation 40 of Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
10. Non-resident Indian members are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant(s), as the case may be:
 - the change in the residential status on return to India for permanent settlement; and
 - the particulars of the NRE account with a Bank in India, if not furnished earlier.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in and to Link Intime India Private Limited in case the shares are held by them in physical form.
12. In terms of SEBI circular dated March 16, 2023 and related circulars, Members holding shares in physical form are requested to register / update their PAN, e-mail address, Postal Address with PIN, bank details, nomination and other KYC details

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING

The remote e-voting period begins from 9:00 a.m. (IST) on Tuesday, August 06, 2024 and shall end at 5:00 p.m. (IST) on Wednesday, September 04, 2024. The remote e-voting module shall be disabled by NSDL for voting thereafter.

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"> 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. 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 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

	<p>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> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </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 user 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 evoting is in progress as per the information provided by company. On clicking the evoting 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

	<p>and click on login & New System Myeasi Tab and then click on registration option.</p> <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 evoting 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	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.

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.com or call at 022 - 4886 7000
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.com 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 thakrarankit23@gmail.com with a copy marked to evoting@nsdl.com. 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 : 022 - 4886 7000 or send a request to (Sachin Kareliya) at evoting@nsdl.com

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 for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com 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.

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

Item No. 1: Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

In order to broad base the Capital Structure and to meet funding requirements of the Company and to enable the Company to issue further shares, it is proposed to increase the Authorised Share Capital of the Company from Rs. 35,00,00,000/- (Rupees Thirty Five Crores only) divided into 17,50,00,000 (Seventeen Crores fifty lakh) shares of face value of Rs. 2 /-(Rupees two only) each to Rs. 125,00,00,000/- (One Hundred and Twenty Five Crores only) divided into 62,50,00,000/-(Sixty Two Crores and fifty lakh) shares of face value of Rs. 2 /-(Rupees two only) each ranking pari passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

As a consequence of increase of Authorised Share Capital of the Company, the existing Authorised Share Capital Clause i.e. Clause 5 in Memorandum of Association of the Company be altered accordingly. The proposed increase of Authorised Share Capital requires the approval of members through postal ballot.

The new set of Memorandum of Association is available for inspection at the Registered Office of the Company on any working day during business hours.

The Board of Directors recommends the Ordinary resolution at Item No. 1 for seeking approval of the Members of the Company.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in the above resolution.

Item No. 2: Appointment of Mrs. Seema Chandresh Vithlani (DIN:- 06921003) as an Independent Woman Director of the Company

On the recommendation of Nomination and Remuneration Committee and with the approval of the Board , Mrs. Seema Chandresh Vithlani (DIN:- 06921003) had been appointed as an Additional Director (Category Independent) with effect from May 24, 2024.

The Company has received consent from Mrs. Seema Vithlani (DIN:- 06921003) to act as an Independent director on the Board of the Company for a term of five years and the Company has also received declaration from her to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In terms of Regulation 25(8) of SEBI Listing Regulations, she has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge her duties. Further, The Company has received a

notice in writing under Section 160 of the Act from a Member of the Company proposing Mrs. Seema Chandresh Vithlani (DIN:- 06921003), as a candidate for the office of a Director.

Further, In terms of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and the Companies (Amendment) Act, 2017 and the rules made there under (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof and regulation 17 and 25 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time), Mrs. Seema Chandresh Vithlani (DIN:- 06921003) being eligible proposed to be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years commencing with effect from May 24 ,2024 till May 23, 2029. The terms and conditions of her appointment shall be open for inspection by the Members at the Registered Office of the Company during the normal business hours on any working day.

In the opinion of the Board, Mrs. Seema Chandresh Vithlani (DIN:- 06921003) fulfils the conditions specified in the Act and the Rules made there under for appointment as Independent Director and she is independent of management.

The Board has formed an opinion that Mrs. Seema Chandresh Vithlani (DIN:- 06921003) possesses requisite skills and knowledge and it would be in the interests of the Company to appoint Mrs. Seema Chandresh Vithlani (DIN:- 06921003) as an Independent Director of the Company.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, appointment of Mrs. Seema Chandresh Vithlani (DIN:- 06921003) as an Independent Director is now being sent before the Members through postal ballot for their approval. Further, in terms of Regulation 25(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2014 (“Listing Regulations”), appointment of Mrs. Seema Chandresh Vithlani (DIN:- 06921003) as an independent director requires approval of Members of the Company by passing a special resolution and thereby board recommends Special Resolution set out as Item No. 2 for seeking Member’s approval.

Except Mrs. Seema Chandresh Vithlani (DIN:- 06921003),being an appointee, none of the Directors and/or Key Managerial Personnel (KMP) of the Company and their relatives are concerned or interested, financially or otherwise, in the special resolution set out at item no.2.

Key details of Mrs. Seema Chandresh Vithlani (DIN:- 06921003) is provided with this notice and marked as Annexure A.

Item No. 3:- AMENDMENT IN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

In order to expand the Company’s present scope of operations and to avail the opportunity present in market, the Company is planning to pursue the current business along with coal and other minerals , solar and EPC Contracting and to set up and operate a pan India Entity

This will enable Company to expand the scope from its current business and set, manage and operate new platforms.

To commence the proposed new business activities, the Object Clause [Clause 3 (A)] of the Memorandum of Association of the Company needs to be altered.

It is proposed to amend the Main Objects under the Objects Clause of the Memorandum of Association of the Company to enable the Company to expand and diversify its present scope of operations by inserting 8 new objects in addition to current objects as stated in special resolution set out at Item No. 3.

The above amendment would be subject to the approval of the Registrar of Companies, Ministry of Corporate Affairs and/or any other Statutory or Regulatory Authority, as may be necessary. A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at its Registered Office during normal business hours on all working days (Except Saturday and Sunday).

As per Section 13 of the Companies Act, 2013, any alteration to the Object Clause of the Memorandum of Association of the Company requires approval of the Members by passing Special Resolution and thereby board recommends Special Resolution set out as Item No. 3 for seeking Member's approval.

None of the Directors or the Key Managerial Persons of the Company or their respective relatives are concerned or interested, financially or otherwise in the resolution as set out at Item No. 3 of the accompanying Notice except to the extent of their shareholding.

Item No:- 4:- CHANGE OF NAME OF THE COMPANY FROM SCANPOINT GEOMATICS LIMITED TO SGL RESOURCES LIMITED :-

It is hereby informed to the Members that, the Board had at its meeting held on July 15, 2024 approved to change the name of the Company from Scanpoint Geomatics Limited To SGL Resources Limited. The Directors believe that the change in the name of the Company will aid in achieving enhanced branding of services offered and to reach out to the clients effectually. Additionally, it shall aid to represent the changed objects of the company.

However, the said approval was subject to various statutory approvals and consents including approval from ROC and Central Government. Now, it is hereby informed that ROC has approved to change the Company's name from Scanpoint Geomatics Limited To SGL Resources Limited.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

As per the provisions of Sections 13 of the Companies Act, 2013, approval of the shareholders is required to be accorded for changing the name of the Company & consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution and thereafter approval of central Government is required.

Pursuant to Regulation 45(3) of SEBI (LODR) Regulations, 2015 it is hereby stated that a certificate from a practicing chartered accountant is not required in our case.

Accordingly, the Directors recommend the matter and the special resolution set out under Item 4, for the approval of the Members.

None of the Directors and the Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the special resolution set out under Item 4.

Annexure A
Details/Profile of Director seeking appointment

Sr. No.	Particulars	Details of Mrs. Seema Chandresh Vithlani
1	Director Identification Number (DIN)	06921003
2	Full Name	Mrs. Seema Chandresh Vithlani
3	Father's Name	Kantilal Nathubhai Anandkat
4	Address	Shree-2/9, Surekh Society, Near Gulmohar Path, Near SNTD College, back date, Frandwana, VTC. Pune City, PO: Deccan Gymkhana, District Pune, State , Maharashtra, 411004
5	Nationality	Indian
6	Date of Birth	07/03/1974
7	Age	50 years
8	Occupation	Professional- i.e. Associate member of ICAI-A121742
9	Education Qualification	DCS, B.Com and Chartered Accountant
10	Nature of expertise in specific functional areas & experience	She is practicing chartered accountant who has expertise in finance accounting, internal and statutory audit, direct and indirect tax and specialization in bank audits.
11	Terms and conditions of appointment	Appointed for a term of five(5) years as a non-executive Independent director from May 24, 2024 to May 23, 2029.
12	Detail of remuneration sought to be paid & remuneration last drawn	Nil
13	Disclosure of relationships between directors inter-se, Managers and other KMP(s)	None
14	Directorship Held in other companies	ILife IT Solutions Private Limited
15	Chairman/Member of the committees of other Companies	NIL
16	Chairman/Member of the committees of the Company i.e. of AC, SRC and NRC	NIL
17	Shareholding in the Company	Nil - No Shareholding
18	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements / summary of performance evaluation	Seema Chandresh Vithlani is a practicing chartered accountant who completed her bachelor degree of B.Com in 1995, DCS in 1996. She is practicing chartered accountant who has expertise in finance accounting, internal and statutory audit, direct and indirect tax and specialization in bank audits.

Annexure B to the explanatory statement of Postal Ballot Notice
Certificate from Chartered Accountant pursuant to Regulation 45(3) of SEBI (LODR),
Regulations, 2015

To,
Board of Directors
Scanpoint Geomatics Limited
D-1016-1021, 10th Floor, Swati Clover,
Shilaj Circle, S.P. Ring Road, Shilaj,
Ahmedabad, Daskroi, Gujarat, India, 380059

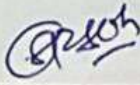
Dear Sir/ Madam,

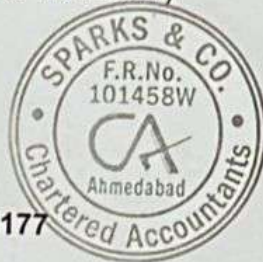
On the basis of review of necessary documents, records and available information as on the date of Certificate and explanation provided to us by Scanpoint Geomatics Limited (CIN: L22219GJ1992PLC017073) (the "Company"), having its registered office at, D-1016-1021, 10th Floor, Swati Clover, Shilaj Circle, S.P. Ring Road, Shilaj, Ahmedabad, Daskroi, Gujarat, India, 380059, the company intends to change the name of the company to "SGL RESOURCES LIMITED" vide board resolution passed dated June 15, 2024, we hereby certify the following in terms of Regulation 45(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- The Company was originally incorporated on February 7, 1992 as Scanpoint Graphics Limited and pursuant to special resolution passed dated September 10, 2007 in the 15th AGM of the company, the name of the company was changed to Scanpoint Geomatics Limited and there has been no change since in the name of the Company. In view of the same, complying with the condition of a time period of at least one year being elapsed from the last name change does not arise.
- The condition of at least fifty percent of the total revenue in the preceding one year period to be accounted for by the new activity suggested by the new name is not applicable as there is no change in the activity suggested by new name till date.
- Since the new activity / project has not been commenced, the condition of investment of amount of at least fifty percent of the assets in the new activity/project is not applicable.

This certificate is issued as per requirements of Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 bearing no liability on our part.

For, Sparks & Co.
Chartered Accountants (FRN:- 101458W)


CA Snehal R Shah
Partner (M. No. 113347)
UDIN:- 24113347BKGFHS5177



Date:-02.08.2024
Place:-Ahmedabad



Form No. MGT-12
Polling Paper

Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Scanpoint Geomatics Limited
CIN:- L22219GJ1992PLC017073

Registered Office :- D-1016-1021, 10th Floor, Swati Clover, Shilaj Circle, S.P. Ring Road, Shilaj, Ahmedabad, Daskroi, Gujarat, India, 380059

Ballot Paper

S.No.	Particulars	Details
1	Name of the first named shareholder (In Block letters)	
2	Postal Address	
3	Registered folio No. / Client ID (applicable to shareholders holding shares in dematerialized form)	
4	Class of shares	

I hereby exercise my vote in respect of ordinary / special resolution enumerated below by recording assent or dissent to the said resolution in the following manner:-

S.No.	Item	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1	Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company			
2	Appointment of Mrs. Seema Chandresh Vithlani (DIN:- 06921003) as an Independent Woman Director of the Company			
3	Amendment in object clause of the memorandum of association of the company			
4	Approval of Change of name of company from Scanpoint Geomatics Limited to SGL Resources Limited.			

For, Scanpoint Geomatics Limited

Kantilal Vrajlal Ladani
Whole Time Director
DIN:-00016171

Date: July 15, 2024
Place: Ahmedabad