

# Housing Development Corporation Limited

AHDCL/2024-25/SE/02/017 02-09-2024

To,
The Manager Listing
Department of Corporate Services
BSE Limited, Floor 25 PJ Towers
Dalal Street, Fort, Mumbai – 400 001

Scrip Code: 526519

Dear Sir / Madam,

Subject : Notice of the 31<sup>st</sup> Annual general Meeting of the Company to be held on Friday 27<sup>th</sup> September 2024 at 11.00 a.m.

Pursuant to Regulation 34(1) & 53 (2) of SEBI (LODR) Regulations 2015 , Notice of the  $31^{\rm st}$  Annual General Meeting of the Company to be held on Friday 27 September 2024 at 11.00 a.m. through VC/OAVM mode, is attached

The Company has fixed the cut off date for determining the voting entitlement at Saturday 21 September 2024.

The Notice of the Annual general Meeting is available on the website of the company at www.alpinehousing.com.

Please take this intimation on record.

Thanking You,
Yours Faithfully,
For Alpine Housing Development Corporation Limited

Kurian Zacharias

Company Secretary and Compliance Officer







# **Alpine Housing Development Corporation Limited.**

CIN:L85110KA1992PLC013174 [Reg off: No 302, Alpine Arch, No.10, Langford Road, Bengaluru-560027] Web:

www.alpinehousing.com, email ld: contact@alpinehousing.com Fax No: 91 08022128357,Ph No: 91 080 40473500

#### NOTICE

Notice is hereby given that 31<sup>st</sup> Annual General Meeting of the members of M/S. Alpine Housing Development Corporation Limited will be held on Friday 27<sup>th</sup> September 2024 at 11.00 A.M.IST through Video conferencing (VC) / Other Audio VisualMeans (OAVM) facility to transact the ordinary and special business as set out in the Notice of the 31st AGM:-

#### **ORDINARY BUSINESS**

#### 1. To receive consider and adopt the Financial statements for the year ended 31 March 2024

To receive, consider and adopt the Audited Balance Sheet as at 31st March 2024, the Statement of Profit and Loss account for the financial year ended as on that date and cash flow statement together with the Reports of Board of Directors and the Statutory Auditors thereon.

# 2. To declare Dividend on the equity shares for the fianacial year ended 31 March 2024

"RESOLVED THAT dividend at the rate of ₹ 0.50 (5%) per equity share of ₹ 10/- (Ten rupees) each fully paid equity share of the company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31 March 2024 and the same be paid out of the profits of the company."

3. Appointment of Mr. Syed Mohamed Mohsin (DIN: 01646906) as a 'Director' liable to retire by rotation and being eligible offers himself for Re- appointment

To appoint a Director in place of Mr. Syed Mohamed Mohsin (DIN 01646906), Non –Executive Non Independent Director, who retires by rotation and being eligible offers himself for Re- appointment as Director of the company.

#### **SPECIAL BUSINESS**

#### 4. To Approve Related Party Transaction:

To consider and if thought fit, to pass the following resolution as a Special Resolution

"RESOLVED THAT pursuant to the provisions of section 188 of the Companies Act 2013, and Regulation 23 of SEBI (LODR) regulations 2015, read with the related party transactions policy of the company, confirmation and approval of the company be and is hereby accorded to the material contracts and arrangements entered into by the company with related parties, as per the details given in the accounts schedule

**RESOLVED FURTHER THAT** approval of the members of the company be and is hereby accorded to the Board of Directors to enter into contracts/ arrangements / transactions with related parties, which may exceed the materiality threshold by an aggregate amount not exceeding 100 crore individually and / or collectively for each of the Financial years for a period of 5 years , and to be ratified by the members every year at the ensuing Annual General Meeting.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do such acts, matters, deeds and things and give all such directions as it may in its absolute discretion deem necessary, expedient or desirable, in order to give effect to the above.

#### 5. Change of Name

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

"RESOLVED THAT pursuant to the provision of Section 4 read with section 13 of The Companies Act 2013, and other applicable provisions of the Companies Act 2013 if any, SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015 (Listing Regulations) along with other SEBI regulations, if any and subject to the approval of the central government (power delegated to the Registrar of Companies, Central Registration Centre) and reservation of name by the Registrar of the Companies, Central Registration Centre, Ministry of Corporate Affairs and the approval of shareholders of the company at the ensuing Annual General meeting, the name of the company be and hereby changed from the existing name "Alpine Housing Development Corporation Limited" to "Alpine Housing Limited" where ever it appears including in the Memorandum of Association, Article of Association, other Documents and any other papers of the company."

"RESOLVED FURTHER THAT consequent to the change of name as aforesaid, clause 1 of the Memorandum of Association of the company. Name clause be substituted by the following new clause

#### Clause 1 - The name of the company is "ALPINE HOUSING LIMITED"

"RESOLVED FURTHER THAT the name 'Alpine Housing Development Corporation Limited" wherever it occurs in the Memorandum of Association and Articles of Association of the Company and other relevant documents, papers and places of the company, as applicable, be substituted by the new name "ALPINE HOUSING LIMITED"

"RESOLVED FURTHER THAT Mr Syed Abdul Kabeer (DIN-01664782) Managing Director, Mr. Syed Abdul Rasheed (DIN-01646948) Joint Managing Director of the company or Company Secretary of the Company be and are hereby severally authorized to file necessary forms/returns and documents with the Registrar of Companies to avail change in the name of the company, To make necessary applications, sign execute and file such application, forms papers, documents as necessary with the stock exchange, and such other authorities, as may be required from time to time and to do such acts and deeds including any modifications, changes variations alterations or revisions as stipulated by any authority while according its consent, a-approval, including power to subdelegate its authority, appoint counsels / consultants and advisors, file applications petitions, issue notices advertisements to give effect to the foregoing resolution as considered necessary or deemed fit by the Board in the best interests of the company and settle any questions, issues difficulties without further approval of the members of the company and to do all deeds and acts as may be necessary in this connection."

#### 6. Reappointment of Managing Director Mr. S.A.Kabeer (DIN: 01664782)

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

"RESOLVED THAT pursuant to provisions of sections 196, 197 and 203 read with Schedule V of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulation 2015, and (including any statutory modifications or reenactment thereof for the time being in force) subject to the approval of the members in the general meeting and subject to such modifications, variations as may be approved and acceptable to the appointee, the consent of the company be and is hereby accorded for the appointment of Mr. Syed Abdul Kabeer (DIN: 01664782) as Managing Director of the Company for a period of 5 (Five) years from the end of the period of expiry from 01-12-2024 to 30-11-2029 and the remuneration to be paid for the term, based on the recommendations of the Nomination and Remuneration Committee . upon terms and conditions as set out in the explanatory statement annexed to the Notice convening the meeting, including the remuneration to be paid in the event of inadequacy of profits in any financial year with liberty to the Directors of the company to alter and vary the terms and conditions of the said appointment, based on the recommendations of the Nomination and Remuneration Committee. in such manner as may be agreed to between the Board of Directors and Mr Syed Abdul Kabeer "

**RESOLVED FUTHER THAT** the Board of Directors or committee thereof of the Company be and is hereby authorized to pay such remuneration in excess of 5% of the net profit in aggregate to all the Directors

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

#### 7. Re-appointment of Joint Managing Director Mr. S.A.Rasheed (DIN: 01646948)

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

"RESOLVED THAT pursuant to provisions of sections 196, 197 and 203 read with Schedule V of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and pursuant to Regulation 17(6)(e) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulation 2015, and (including any statutory modifications or reenactment thereof for the time being in force) subject to the approval of the members in the general meeting and subject to such modifications, variations as may be approved and acceptable to the appointee, the consent of the company be and is hereby accorded for the appointment of Mr. Syed Abdul Rasheed (DIN: 01646948) as Joint Managing Director of the Company for a period of 5 (Five) years from the end of the period of expiry from 01-03-2025 to 28-02-2030 and the remuneration to be paid for the term, based on the recommendations of the Nomination and Remuneration Committee . upon terms and conditions as set out in the explanatory statement annexed to the Notice convening the meeting, including the remuneration to be paid in the event of inadequacy of profits in any financial year with liberty to the Directors of the company to alter and vary the terms and conditions of the said appointment, based on the recommendations of the Nomination and Remuneration Committee . in such manner as may be agreed to between the Board of Directors and Mr Syed Abdul Rasheed "

**RESOLVED FUTHER THAT** the Board of Directors or committee thereof of the Company be and is hereby authorized to pay such remuneration in excess of 5% of the net profit in aggregate to all the Directors

**RESOLVED FURTHER THAT** pursuant to the provisions of section 2(78), 2(98), 196 and 197 read with schedule V and other applicable provisions of the companies Act 2013 approval of the shareholders in general meeting be and is hereby accorded to Mr. S.A.Rasheed (DIN: 01646948) to continue uninterrupted appointment as Joint Managing director of the company for his term of five years as he will attain the age of 70 years on 30 June 2025

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

S.A.Kabeer Managing Director DIN 01664782

Date: 31-.08.2024 Place: Bangalore

#### **NOTES**

- 1. The explanatory statement pursuant to section 102(1) of the Companies Act 2013 ,setting out the material facts concerning each item of the special business under item Nos 4,5,6 & 7 above is annexed hereto.
  - The relevant details of the Directors seeking re-appointment under item 6 & 7 pursuant to regulation 36(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations 2015 and as required under Secretarial Standards -2, on General Meetings issued by the Institute of Company Secretaries of India, are annexed hereto
- 2. The Ministry of Corporate Affairs ("MCA") vide its General circulars —No. 14/2020 dated 8 April 2020, No. 17/2020 dated April 13 2020, No. 20/2020 dated 5 May 2020 and General circular No. 02/2021 dated 13 January 2020, No. 2/2022 dated 5 May 2022 and December 28, 2022and 9/23 dated September 25, 2023 issued by MCA ( collectively referred to as 'MCA Circulars').has permitted the holding of the Annual General Meeting (AGM) through Video Conferencing (VC) facility or other Audio Visual means(OAVM) ,upto 30 September 2024 without the physical presence of the members at a common venue.
  - In compliance with the provisions of the Companies Act 2013, Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations 2015('Listing Regulations') vide their circulars SEBI circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12 May 2021, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January 2021, No. SEBI/HO/CFD/CMD2/CIR/P/2022/62dated May 13, 2022 and January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 ("SEBI Circulars"), and pursuant to the MCA circulars, the AGM of the Company is being held through VC/OAVM on Friday 27 September 2024 at 11.a.m.(IST)

Central Depository Services (India) Limited ( 'CDSL') will be providing the facility for e-voting through remote e-voting and for participation in the AGM through VC / OAVM facility, e-voting during the AGM , for members who have not cast their vote earlier by remote e-voting. The procedure for participation in the AGM through VC/ OAVM is explained below and is also available on the website of the company at <a href="https://www.alpinehousing.com">www.alpinehousing.com</a>.

- 3. The AGM is being held pursuant to the MCA circulars and SEBI circulars through VC/ OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM.
- 4. Institutional Investors who are members / Corporate members , intending to appoint their authorized representatives to attend the AGM through VC / OAVM or to vote through remote e-voting pursuant to section 113 of the Companies Act 2013 are requested to send a certified copy of the board resolution / Authorization to the scrutinizer by e-mail at <a href="mailto:csashok55@gmail.com">csashok55@gmail.com</a>. with a copy to the company at <a href="mailto:company.secretary@alpinehousing.com">company.secretary@alpinehousing.com</a> and helpdesk.evoting@cdslindia.com.
- 5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.
- 6. In the case of Joint Holders, the member whose name appears as the first holder as per the register of members of the company will be entitled to vote during the AGM
- 7. Pursuant to section 91 of the Companies Act 2013, read with rule 10 of the companies (Management and Administration) Rules 2014 along with Regulation 60 of the SEBI(Listing Obligation and Disclosure Requirements) Regulations 2015 the Register of Members and Share Transfer Books of the Company will be closed from 21<sup>st</sup> September 2024 to 27<sup>th</sup> September 2024 (both days inclusive) for the purpose of the 31<sup>st</sup> Annual General Meeting of the Company, the cut-off date for e-voting will be 21<sup>st</sup> September 2023

#### 8. RECORD DATE AND DIVIDEND

The record date for determining entitlement of members to dividend for the financial year ended 31 March 2024, if declared at

the AGM is Saturday 21 September 2024the dividend of ₹ 0.50 (i.e.5%) per Equity share of ₹ 10 if declared at the AGM will be paid

subject to deduction of Income Tax at source (TDS) as applicable.

Shares held in electronic form – All beneficial owners on Saturday 21 September 2024. As per data made available by NSDL and CDSL

Shares held in physical form – All members whose name appears on the register of members on close of business hours on Saturday 21 September 2024

# **DIVIDEND TAX**:

The company is required to deduct Tax on dividends at rates prescribed by the Income tax Act 1961, , to enable compliance with TDS requirements, members are requested to complete / update Residential status, Permanent account Number PAN, with Depository

Participant, for shares held in physical for update the same by 31 August 2024

A separate communication is being sent to shareholders whose e-mail address is registered with the Company RTA / DP.

9. SEBI has directed that it shall be mandatory for all holders of physical securities / Shares in listed companies to furnish PAN and KYC details . ---

PAN , Postal Address with PIN, e-mail address, Mobile Number , Bank account details in Form ISR 1 Specimen signature in Form ISR 2

Nomination for SH 13 / opt out of Nomination ISR 3

The above forms can be downloaded from Company website at <a href="https://cambridge.cameoindia.com"><u>www.alpinehousing.com</u></a> or website of Cameo Corporate services Ltd at <a href="https://cambridge.cameoindia.com"><u>https://cambridge.cameoindia.com</u></a>:1000/module/downloadableformats.aspx.

10. The RTA will not process any service requests / complaints till PAN and KYC details are furnished In terms of SEBI master circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/37DATED May 07 2024, dividend shall be paid only through electronic mode with effect from 01-04-2024, with respect to shares held in physical mode for which PAN and

complete KYC details is furnished. Hence dividend will be remitted only to bank account, complete PAN and KYC details to have been furnished. A separate communication has been sent to all shareholders holding shares in Physical form.

11. Members holding shares in physical form are requested to consider converting their share certificates into dematerialized form to avoid risks associated with holding shares in physical form and for ease in portfolio management. Members are requested to contact the Registrar and Share Transfer Agent of the company for such conversion— M/s. CAMEO Corporate Services Ltd., Subramanian Building 5th floor, No.1, Club House Road, Mount Road Chennai — 600 002.

#### 12. MEMBERS DESIROUS TO EXPRESS VIEWS/ SEND QUERIES.

Members are requested to express their views/ send their queries in advance mentioning their name, DP ID and Client ID number / Folio number, e-mail ID mobile number at company.secretary @alpinehousing.com till 4.00 p.m. on Monday 23<sup>rd</sup> September2024. Members who would like to ask questions during the 31<sup>st</sup> AGM of the Company are required to register themselvesas a speaker by sending their request for the same, preferably along with their question mentioning their name, DP ID and Client ID number / Folio number, e-mail ID mobile number at company.secretary @alpinehousing.com till 4.00 p.m. by Monday 23<sup>RD</sup> September2024.

# 13. Compulsory Transfer to Investor Education and Protection Fund (IEPF): a) Transfer of Unclaimed Dividend

Members are hereby informed that under the Act , the company is required to transfer dividend which remains unpaid or unclaimed for a period of seven consecutive years or more, to the credit of the Investor Education and Protection Fund (The IEPF). Accordingly Dividend pertaining to the year 2016-17 which remains unpaid or unclaimed to be transferred to the IEPF www.alpinehousing.com

Members who have not cashed their dividend warrants for the financial year ended for 2016-17 are requested to **make their claims to the Company or to M/s Cameo Corporate Services Limited**, by20m September 2023, to avoid transfer of their dividend / shares to the Fund / IEPF demat account.

A communication in this regard is being sent to the respective shareholders

#### b) Compulsory transfer of equity shares to the IEPF Suspense account

Pursuant to the provisions of section 124 and 125 of the Companies Act 2013 read with the IEPF (Accounting Audit Transfer and Refund )Rules 2016 as amended, all the shares on which the dividend remains unpaid or unclaimed for a period of seven consecutive years or more:Shall be transferred to the demat account of the IEPF Authority as notified by the Ministry of Corporate Affairs.

Members / Claimants whose shares , unclaimed dividend have been transferred to the IEPF Demat Account or the Fund, may claim the shares or apply for the refund by making an application to the IEPF Authority in e-form IEPF -5 (available on <a href="https://www.iepf.gov.in">www.iepf.gov.in</a>.) along with the requisite fee as decided by the IEPF Authority from time to time. The members /claimants can file only one consolidated claim in a financial year as per the IEPF rules. No. claim shall lie against the company in respect of the dividend / shares so transferred. Shareholders are requested to refer to instructions and procedure to makethe claim , available on the website of the company at <a href="https://www.alpinehousing.com">www.alpinehousing.com</a>.

#### 14. Details of the unclaimed dividends on the website

In order to help members ascertain the status of unclaimed dividends, the company has uploaded the information in respect of unclaimed dividends commencing from the year 2012-13 onwards for subsequent years and the same is available on the website of the company at <a href="https://www.alpinehousing.com">www.alpinehousing.com</a>

- 15. In line with the MCA circulars, the Notice of the AGM along with the Annual Report 2023-24 is being sent through electronic mode to those members whose e-mail address is registered with the company / Depositories and RTA. Members may note that the Notice of the 31<sup>st</sup> Annual General Meeting and the Annual Report will also be available on the Company's website at <a href="https://www.alpinehousing.com">www.alpinehousing.com</a>.
- 16. To support the "Green Initative" members who have not registered their e-mail addresses are requested to register the same with the Registrar and Share Transfer Agent M/s Cameo Corporate Services Limited at <a href="https://investor.cameoindia.com">https://investor.cameoindia.com</a> / or the Depository Participants, in respect of shares held in physical / electronic mode, respectively.

#### E-VOTING, JOINING THE VIRTUAL MEETING – Procedure and instructions.

- 1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Secretarial Standard on General Meetings("SS 2") issued by The Institute of Company Secretaries of India and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 as amended by notification No. SEBI/LAD-NRO/ GN/2021-22 of 5th May 2021, and the General Circulars issued bythe Ministry of Corporate Affairs General Circular No. 14/2020 dated 8 April 2020, No. 17/2020 dated April 13 2020, No. 20/2020 dated 5 May 2020 and General circular No. 02/2021 dated 13 January 2020, No. 2/2022 dated 5 May 2022 and December 28, 2022 and 9/23 dated September 2023 issued by MCA the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using the e-voting on the date of the AGM will be provided by CDSL.
- 2. The remote e-voting facility shall commence on Tuesday 24th September 2024, 9 A.M. and end on Thursday 26th September 20254 at 5.p.m. During this period the shareholders of the Company may cast their vote electronically on the items mentioned on the Notice. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by a shareholder, the shareholder shall not be allowed to change it subsequently. The Voting Right of the members shall be in proportion to the number of Equity shares held by the members as on cut- off date. The facility of e-voting system shall be available during the meeting and the member attending the meeting, who have not already cast their vote by remote e-voting shall be able to exercise their right of e-vote during the meeting.
  - The Members can join the AGM 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 AGM 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 AGM without restriction on account of first come first serve basis.
  - Members of the company holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Saturday 21 Sept 2024, will be eligible to cast their vote electronically.
- 3. The Board of Directors has appointed Mr. Ashok Kumar Tripathy, Practicing Company Secretary (Membership No.7319, COP No.14003) as the Scrutinizer, to scrutinize the voting during the AGM and the remote e-voting in accordance with law and in a fair and transparent manner. The Scrutinizer shall within a period not exceeding 48 hours from the conclusion of the annual general meeting prepare a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Chairman of the Company.
- 4. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company and on the website of CDSL.

#### THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- 1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Memberscan attend and participate in the ensuing AGM through VC/OAVM
- 2. 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 MCA Circulars 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 AGM For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system date of the AGM will be provided by CDSL.
- 3. The Members can join the AGM 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 AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will notinclude 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 AGM without restriction on account of first come first served basis.
- 4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- 5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate canattend the AGM through VC/OAVM and cast their votes through e-voting.
- 6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGMhas been uploaded on the website of the Company at www.alpinehousing.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Votingfacility and e-voting system during the AGM) i.e.www.evotingindia.com.
- 7. The AGM 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 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
- 8. In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2023 or 2024, to conduct their AGMs on or before 30<sup>th</sup> September 2024, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 10/2022 dated 28-12-2022.

#### THE INSTRUCTIONS TO SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETING ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDLe-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Tuesday 24th September 2024 at 9.00a.m. and ends on Thursday 26<sup>th</sup> September 2024 at 5.00p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday 21 September 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without

having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL**is given below:

Type of shareholders	Login Method		
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 URL for users to login to Easi / Easiest arehttps://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.  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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system ofall e-Voting Service Providersi.e. CDSL/NSDL/KARVY/LINKINTIME, 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 availableathttps://web.cdslindia.com and click on login & new system Myeasi Tab and yhen click on registration option  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 <a href="https://www.cdslindia.com">www.cdslindia.com</a> 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.		
Individual shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e- Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.  2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> . S		
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e- Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.		

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. CDSL and NSDL

Login type	Helpdesk details			
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 <a href="helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911			
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at . 022 - 4886 7000 and 022 - 2499 7000			

**Step 2**: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to <a href="www.evotingindia.com">www.evotingindia.com</a> and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

Login type	For Physical shareholders andother than individual shareholders holding shares in Demat		
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)		
	* Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.		
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.  * If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.		

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

# (xvii) Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- · After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz: <a href="mailto:company.secretary@alpinehousing.com">company.secretary@alpinehousing.com</a>. (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

# INSTRUCTIONS FOR SHAREHOLDERSATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING AS UNDER:

- 1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
- 2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- 3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- 4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6. 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.
- 7. Shareholders who would like to express their views/ask guestions during the meeting may register themselves as a speaker by sending their request alpong with their question, in advance till 4.00 p.m. on Monday 23rd September 2024, their name, account number/folio number, mentioning demat email id, mobile number company.secretary@alpinehousoing.com. The shareholders who do not wish to speak duringthe AGM but have queries may send their queries in advance till 4.00 p.m. on Monday 23rd September 2024 mentioning their name, demat account number/folio number, email id, mobile number at company.secretay@alpinehousing.com. These queries will be replied to by the company suitably by email.
- 8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- 9. Only those shareholders, who are present in the AGM 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 available during the AGM.
- 10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

# PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY DEPOSITORIES.

- 1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
- 2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- 3. For Individual Demat shareholders Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact attoll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or call toll free no. 1800 21 09911.

By Order of Board

For Alpine Housing Development Corporation Limited

Sd/-S.A.Kabeer

Managing Director

DIN 01664782

Date :31.08. 2024 Place: Bangalore

#### EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

#### Item No 4.

Your Company is primarily engaged in the business of development and sale of residential properties The funding obligations of such entities are partially met out of the Company's cash flows. In addition thereto, the Company also provides security(ies) and corporate guarantee(s) to secure the borrowings and other facilities being availed by associate(s) companies. The Company also has existing and continuing contracts/arrangements in the ordinary course of business relating to transfer of rights, development agreements, building maintenance services, utilities and construction costs, etc., with the related party entities, which have continued to exist beyond 31st March, 2021.

As these are ongoing transactions, it is difficult to specifically assess the total value of such transactions at this stage, however, it is expected that the aggregate value of all such transactions would not exceed 100 crores. These would include both sums payable from the Company to these related party entities and vice-versa.

Going forward and in the ordinary course of business, the Company may enter into new transactions of similar nature i.e. lending, providing and receiving corporate guarantee(s) and security(ies) for existing/new credit facility(ies), , building maintenance service(s), sale/purchase of material, transfer of right(s), construction cost(s), etc., with the related party entities as mentioned in annual accounts , which may exceed the materiality threshold limit annually individually and/or collectively.

Since some of the above transactions are not fixed for any particular term, it is not possible for the Company to ascribe an explicit monetary value to such transactions. However, approval of the Audit Committee and/or Board, wherever required, shall be obtained in terms of the provisions of the Section 188 Companies Act, 2013 and in terms of regulation23 of SEBI (LODR) Regulations 2015.

The approval of the shareholders is being sought by way of a special resolution in respect of the existing contracts/ arrangements. Further, approval is also being sought for the proposed transactions of Material nature

#### Item No. 5

The Main Objects pursued by the company is as per the Objects clause of the Memorandum of Association , there is no change in the Objects clause .

The change in the Name is from existing name "Alpine Housing Development Corporation Limited" to the new name "Alpine Housing Limited" The Directors are of the opinion that the old name is more lengthy and a shorter name more appropriate.

Pursuant to Regulation 45 sub regulation 3 of the SEBI (Listing Obligations and Disclosure requirements ) Regulations 2015, the text of the certificate addressed to the Board by M/s RVKS And Associates, Chartered Accountants, , Bangalore, Statutory Auditors of the company is reproduced below.

To,
The Board of Directors
Alpine Housing Development Corporation Limited
No. 302, Alpine Arch, 10 Langford Road,
Bengaluru, Bengaluru Urban,
Karnataka, 560027

# CERTIFICATE UNDER REGULATION 45 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS. 2015

With reference to the application for approval regarding change of name of company from **Alpine Housing Development Corporation Limited** (CIN- L85110KA1992PLC013174) to **Alpine Housing Limited**, we have examined the relevant records of the company and information provided by the management of the company in relation to issue a certificate for compliance with the conditions mentioned under sub Regulation (1) Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for change of company's name from **Alpine Housing Development Corporation Limited** to **Alpine Housing Limited**.

Based on our examination of records and according to the information and explanation given to us, pursuant to requirements of provision of Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, We do hereby confirm that

a) Time period of at least one year has elapsed from the last name change that occurred in the year

The company has not changed its name since at least one year, (So this clause is not Applicable)

b) At least fifty Percent of total revenue in the preceding one-year period has been accounted for new activity suggested by the new name

Since there is no change in the activity/project of the company in the preceding one-year period (So this clause

#### is not Applicable)

c) The amount invested in the new activity / project is at least fifty percent, of the assets of the listed entity

#### Since there is no change in the activity / project of the company (So this clause is not Applicable)

Based on above information, we hereby Certify that, Company is compiled as per aforesaid regulation to change its name from "Alpine Housing Development Corporation Limited" to "Alpine Housing Limited" (i.e., only to shorten the name by removing certain words without change of object)

For RVKS and Associates Chartered Accountants

FRN: 008572S

Subbanarasimha H. L.

**Partner** 

M. No.: 238159 Place: Bengaluru UDIN: 24238159BKAMXF9647 Date: 13-08-2024

The Board of Directors of the Company at its meeting on 13 August 2024 approved the above name and the consequent change in the name clause, subject to approval of members at the ensuing Annual General Meeting and approval of appropriate regulatory and statutory authorities

In view of the same, the Board has recommended to alter Clause 1 Name clause of the Memorandum of Association of the Company

None of the Directors, Key Managerial Personnel of the company or their relatives are any way concerned or interested financially or otherwise in the resolution

The Directors recommend the resolution as a special resolution for the members approval.

### Item No. 6

.

Mr. S.A.Kabeer (DIN: 01664782), appointed as Chairman and Managing Director for a term of 5 years on Thursday 26 September 2019. His term expires on 01-12-2024 The Board considers Mr. S.A.Kabeer a competent person for appointment as Chairman and Managing Director, for the 5 year term. In compliance with the requirements of Schedule V of the Companies act 2013, approval of the members by Special resolution is sought for his appointment for a term of 5 years

The principal terms and conditions of remuneration payable to Mr. S.A.Kabeer , Chairman and Managing Director , as approved by the Nomination and remuneration committee will be as follows .

- 1. Salary
  - I Rs. 306075/- per month including Dearness allowance, an annual Bonus equivalent to 1 month salary and annual increment upto 20% basic salary,
  - II Re-imbursement of telephone expenses with STD and ISD facility at residence
  - III Re-imbursement of medical expenses for self and family
- 2. Perquisites
  - I Provision of motor car with driver for official and personal use
  - II Leave travel allowance for self and family to a place anywhere in India as per the rules of the Company
  - III Personal accident Insurance premium
  - IV Medical Insurance premium

The value of perquisites along with the salary mentioned above shall be subject to the ceiling and conditions stipulated in Part II Section II Schedule V Companies act 2013, as amended .

- 3. Others
  - I Contribution to Provident fund , Superannuation fund and Annuity Fund to the extent the same is not taxable under the Income Tax Act 1961.
  - Il Gratuity payable at the rate not exceeding half a months salary for every completed year of service , subject to the limits specified by the payment of Gratuity act 1972.
  - III Encashment of leave at the end of tenure
- 4. Commission

Performance linked commission on profits not exceeding 1 %of the net profits of the company in any financial year of the company as the Board may determine form time to time subject to the ceiling prescribed in part II Schedule II of schedule V of the Companies Act 2013

In the event of any enactment or amendment thereto this resolution shall continue to remain in force and reference to the various provisions of the Companies Act 2013, or the Income Tax Act 1961, shall be deemed to be substituted by the corresponding provisions of the new act or the amendments thereto or the rules and notifications issued thereunder.

None of the Directors, except Mr. S.A.Kabeer, Mr. S.A.Rasheed, Mr. S.M. Mohsin and Mr. S.M. Muneer are in any way interested or concerned in the proposed resolution

#### Item No. 7

Pursuant to Regulation 17(6) (e) of SEBI(Listing Obligations and Disclosure Requirements ) Regulation 2015and further to the resolution passed by the members of the company at the Annual General Meeting held on Thursday 26 September 2019 approving the re-appointment of

Mr. S.A.Rasheed (DIN: 01646948) appointed as the Joint Managing Director for a period of five years on Thursday 26 September 2019, his term expires on 01-03-2025, The Board considers Mr. S.A.Rasheed a competent person for appointment as Joint Managing Director, for the 5 year term, approval of the shareholders in general meeting is sought to Mr. S.A.Rasheed (DIN: 01646948) to continue uninterrupted appointment as Joint Managing director of the company for his term of five years as he will attain the age of 70 years on 30 June 2025 The Board considers Mr. S.A.Rasheed a fit and proper person and his association will be of benefit to the company.

In compliance with the requirements of Schedule V of the Companies act 2013, approval of the members by Special resolution is sought for his appointment for a term of 5 years

The principal terms and conditions of remuneration payable to Mr. S.A.Rasheed , Joint Managing Director , as approved by the Nomination and remuneration committee will be as follows .

#### 1.Salary

I Rs. 244861/- per month including Dearness allowance, an annual bonus equivalent to 1 month salary and annual increment up to 20% basic salary

II Re-imbursement of telephone expenses with STD and ISD facility at residence

III Re-imbursement of medical expenses for self and family

#### 2. Perquisites

I Provision of motor car with driver for official and personal use

Il Leave travel allowance for self and family to a place anywhere in India as per the rules of the Company

III Personal accident Insurance premium

IV Medical Insurance premium

The value of perquisites along with the salary mentioned above shall be subject to the ceiling and conditions stipulated in Part II Section II Schedule V Companies act 2013, as amended .

#### 3. Others

I Contribution to Provident fund , Superannuation fund and Annuity Fund to the extent the same is not taxable under the Income Tax Act 1961.

Il Gratuity payable at the rate not exceeding half a months salary for every completed year of service , subject to the limits specified by the payment of Gratuity act 1972.

III Encashment of leave at the end of tenure

# 4. Commission

Performance linked commission on profits not exceeding 1 %of the net profits of the company in any financial year of the company as the Board may determine form time to time subject to the ceiling prescribed in part II Schedule II of schedule V of the Companies Act 2013

In the event of any enactment or amendment thereto this resolution shall continue to remain in force and reference to the various provisions of the Companies Act 2013, or the Income Tax Act 1961, shall be deemed to be substituted by the corresponding provisions of the new act or the amendments thereto or the rules and notifications issued there under.

None of the Directors, except Mr. S.A.Kabeer, Mr. S.A.Rasheed, Mr. S.M. Mohsin and Mr. S.M. Muneer are in any way interested or concerned in the proposed resolution

The Board recommends the resolution at item no 4,5, 6 & 7 for approval of the members as Special Resolution

# For Alpine Housing Development Corporation Limited

S.A.Kabeer

Managing

Director

Date: 31.08.2024

01664782

DIN Place: Bangalore

# DETAILS OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT AT THE ANNUAL GENERAL MEETING AS PER Regulation 36(3) of SEBI (LODR) 2015 Regulations 2015 and amendments thereto.

Additional Information in respect of Director seeking re-appointment, referred in item No. 3, 6 & 7 of Notice, in terms of regulation 36(3) of SEBI (LODR) Listing regulations, 2015 for the information of the shareholders is stated below.

Name	Mr. S.M. Mohsin	Mr. S. A Kabeer	Mr. S. A. Rasheed
Date of birth	16-07-1962	22-03-1953	30-06-1955
Date of Appointment	15-12-1996	01-12-2019	01-03-2020
Experience	17 years experience in companies in India and abroad. Managerial skill in corporate sector	A Chartered Accountant with over 38 years both international and in India, in Finance Administration and Management with companies of high repute, presently working as Chairman and Managing Director of Alpine Housing Development Corporation Limited	35 years management experience of which 15 years abroad and 19 years as Director, presently working as Joint Managing Director of Alpine Housing Development Corporation Limited
Qualification	B,Com	B,Com, LLB, FCA, CPA(USA)	ВА
Expertise in specific functional area	Managerial function	Industrialist	Managerial Function
Directorship in other public companies(excluding foreign companies as at 31 March 2023	NIL	NIL	NIL
Number of shares held in the company as at 31 March 2023	1209333	3077829	1700243

By Order of Board For Alpine Housing Development Corporation Limited Sd/-

S.A.Kabeer Managing Director DIN 01664782

Date 31-08-2024 Place: Bangalore