

Alps Industries Ltd.

REGD./CORP. OFFICE
57/2, Site-IV, Industrial Area
Sahibabad, Ghaziabad - 201010
Uttar Pradesh (India)

ALPS/109/SE11/2021-22

October 01, 2021

<p>The General Manager Market Operations Deptt., National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G-Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051 Ph - 91-22-2659 8101 - 8114 Fax : 022 - 26598237/38/ 2659 8100 Email - cmlist@nse.co.in</p>	<p>The Relationship Manager Corporate Relationship Deptt., Bombay Stock Exchange Limited, 1ST Floor New Trading Ring, Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai-400 001. Ph - 022-22728995 Fax: 022 - 22723121 / 3719/2037/2039/2041/2061 Email - intern.erika@bseindia.com , corp.relations@bseindia.com</p>
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SUB: SUBMISSION OF PROCEEDINGS OF ANNUAL GENERAL MEETING HELD THROUGH VIDEO CONFERENCING (VC) FACILITY IN TERMS OF REGULATION 30 READ WITH SCHEDULE III PART A OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Dear Sir,

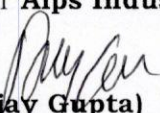
In terms of Regulation 30 read with Schedule III Part A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Proceedings of Annual General Meeting held through Video Conferencing (VC) facility on Thursday, September 30, 2021.

This is for your kind information and record please.

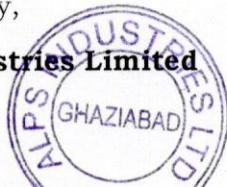
Thanking you,

Yours faithfully,

For **Alps Industries Limited**


(Ajay Gupta)

Company Secretary
& General Manager - Legal



ALPS INDUSTRIES LIMITED

PROCEEDINGS OF THE 49TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, SEPTEMBER 30, 2021, COMMENCED AT 03:00 P.M. THROUGH VIDEO CONFERENCING (VC) AND CONCLUDED AT 4:20 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 57/2, SITE IV, INDL. AREA, SAHIBABAD, GHAZIABAD-201010.

PRESENT:

MR. SANDEEP AGARWAL	(Managing Director)
MR. PRAMOD KUMAR RAJPUT	(Executive Director)
MR. PRABHAT KRISHNA	(Independent Director & Chairman Of The Audit, Nomination & Remuneration And Stakeholder Relationship Committees)
MR. PRADYUMN KUMAR LAMBA	(Independent Director)
MR. TILAK RAJ KHOSLA	(Independent Director)
MS. DEEPIKA SHERGILL	(Independent Woman Director) Through VC
MR. DIPENDER GUPTA	Statutory Auditors- M/S. R.K Govil & Co. Through VC
MR. RAJIV KHOSLA	Scrutinizer M/S. Rajiv Khosla & Associates Through VC
MEMBERS (THROUGH VC AS PER CDSL REPORT)	52 Members Representing 7927353 Equity Shares
IN ATTENDANCE: MR. ASHOK KUMAR SINGHAL MR. AJAY GUPTA	President Corp. (Finance & Accounts (Company Secretary & G.M. Legal)

1. ELECTION OF CHAIRMAN

Mr. Sandeep Agarwal, Managing Director & Promoter of the company presided over as the Chairman of the meeting

2. QUORUM

The Company Secretary informed to the members of the company that the necessary minimum quorum of 30 members was present at the meeting through video conferencing. Hence the meeting was in order.

3. WELCOME NOTE BY COMPANY SECRETARY

Company Secretary welcomes the present panelist and shareholders at the AGM and also address the shareholders for convening the AGM through VC method as permitted by SEBI and MCA under their various circulars and notifications from time to time due to outbreak of COVID-19 pandemic. He also appreciates the efforts of members to get connected through VC and having easy access to approach the management of the company directly and conveniently moderated through M/s Alankit Assignment Limited.

4. INTRODUCTION OF PANELISTS

Company Secretary introduces the entire panelist like Managing Director, Auditors, Directors, Scrutinizer and CFO to the members of the company.



5. PRESENCE OF CHAIRMAN OF AUDIT COMMITTEE AND OTHER COMMITTEES

The Company Secretary informed to the members of the company that Mr. Prabhat Krishna Independent director of the company being chairman of Audit Committee, Nomination and Remuneration committee and Stakeholder Relationship Committees and other committees is present in the meeting.

6. REGISTER OF DIRECTOR'S SHAREHOLDINGS AND OTHER STATUTORY REGISTERS

The Company Secretary informed to the members of the company that the Register of Director's shareholdings, other statutory registers, Auditors Report and Secretarial Audit Report are available for inspection by the members of the company at the registered office of the company on prior information.

7. CONFIRMATION OF SCRUTINIZER

The Company Secretary informed to the members of the company that Mr. Rajiv Khosla, the Practicing Company Secretary is present in the meeting through VC to act as the scrutinizer of the company to conduct the e-voting under Section 108 of the Companies Act 2013 and submit his report in terms of Rule 21 of the Companies (Management and Administration) Rules, 2014.

8. READING OF NOTICE, DIRECTORS' REPORT AND AUDITORS' REPORT.

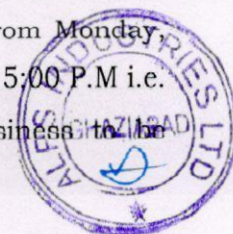
As required under the Law, the Chairman of the meeting instruct the Company Secretary to read out the qualification in Auditors' Report on the Financial Statement for the financial year ended on March 31, 2021 and rest of documents be taken as read which include Notice of the meeting and Directors' Report as permitted by present members. Accordingly the qualification in Auditors' Report on the Financial Statement for the financial year ended on March 31, 2021 was read out by the Company Secretary.

9. CHAIRMAN'S SPEECH

The Company Secretary requested the Chairman to address the members of the Company. The Chairman addressed to the members and briefed them about the performance and various future plans of the Company.

10. E-VOTING FACILITY

The Company Secretary informed to the members about the provision of section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Amendment Rules, 2014 and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, and pursuant to the Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 18/2020 dated 21.4.2020, 20/2020 dated May 05, 2020, 22/2020 dated 15.6.2020 and further circular no. 02/2021 dated January 13, 2021 issued by Ministry of Corporate Affairs and Rule 20(4)(v) of the Companies (Management and Administration) Rules 2014 on remote e voting and e voting at the AGM. The Company has extended Remote e-voting facilities through Central Depository Services (India) Limited, to members of the company from Monday September 27, 2021 at 10:00 A.M and ended on Wednesday, September 29, 2021 at 5:00 P.M i.e. prior to the date of the General Meeting and e voting at the AGM in respect of business to be



transacted at this Annual General Meeting. The Chairman then suggested to the members present through Video Conferencing and who were the members of the company and had not voted electronically through remote e voting, to cast their vote through e-voting after the conclusion of AGM. He further instructed to Mr. Rajiv Khosla, Practicing Company Secretary of M/s. Rajiv Khosla & Associates and Scrutinizer appointed, to monitor the process of E-voting.

11. INTERACTION SESSION

The Company Secretary invited the interaction opportunity to all the present members and few members express their positive concern on the performance of the company.

12. RESULT OF REMOTE E-VOTING AND E-VOTING AT THE AGM

The Scrutinizer directed to count the votes & sign and submit the result to the Chairman within the permitted time as per law. The Chairman further informed that upon completion of voting by e-voting by the Scrutinizer, results would be declared by Company to the Stock Exchange and would also be placed on the website of the Company as specified under the Companies Act 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. He also intimated that the report of scrutinizer on remote e-voting and e-voting at the AGM would be available for inspection at the registered office of the Company.

ORDINARY BUSINESS

13. ADOPTION OF FINANCIAL STATEMENTS, DIRECTORS' REPORT AND AUDITORS REPORT FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2021.

The Company Secretary informed to the members of the Company that Item No.1 of the Notice is related to adoption of the Balance Sheet for the financial year ended on 31.03.2021, Profit & Loss Account for the year ended on that date, Cash flow and the report of the Board of Directors and Auditors thereon.

The Chairman declared the following resolution passed with requisite majority, as **Ordinary Resolution** by e-voting as per details given below:

I. Voted in Favour of Resolution

Type of voting	Number of members voted through electronic system and physical mode		Number of Votes cast (Shares)		% of total number of valid votes cast	
	Equity Shares	Preference shares	Equity Shares	Preference shares	Equity Shares	Preference shares
E-voting	113	04	10626239	8934226	99.91%	100%
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	113	04	10626239	8934226	99.91%	100%



II. Voted against the Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		Number of Votes cast (Shares)		% of total number of valid votes cast	
	Equity Shares	Preference shares	Equity Shares	Preference shares	Equity Shares	Preference shares
E-voting	12	-	9263	-	0.09%	-
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	12	-	9263	-	0.09%	-

"**RESOLVED THAT** the Report of the Board of Directors and the Audited Balance Sheet and the statement of Profit & Loss account, Cash flow for the financial year ended March 31, 2021 along with Auditors' Report thereon be and are hereby approved and adopted."

14. RE APPOINTMENT OF MR. SANDEEP AGARWAL, MANAGING DIRECTOR (DIN: 00139439), NON INDEPENDENT AND EXECUTIVE PROMOTER DIRECTOR DESIGNATED AS MANAGING DIRECTOR, RETIRES BY ROTATION

The Company Secretary informed to the members of the Company that Item No. 2 of the Notice is related to re-appointment of Mr. Sandeep Agarwal (DIN: 00139439), Non-Independent & Executive Promoter Director designated as Managing Director, liable to retire by rotation and who offers himself for the re-appointment.

The Chairman declared the following resolution passed with requisite majority, as **Ordinary Resolution** by E voting as per details given below:-

I. Voted in Favour of Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		Number of Votes cast (Shares)		% of total number of valid votes cast	
	Equity Shares	Preference shares	Equity Shares	Preference shares	Equity Shares	Preference shares
E-voting	109	04	10612264	8934226	99.78%	100%
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	109	04	10612264	8934226	99.78%	100%

II. Voted against the Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		Number of Votes cast (Shares)		% of total number of valid votes cast	
	Equity Shares	Preference shares	Equity Shares	Preference shares	Equity Shares	Preference shares
E-voting	16	-	23238	-	0.22%	-
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	16	-	23238	-	0.22%	-



“RESOLVED THAT Mr. Sandeep Agarwal, Managing Director (DIN:00139439) as Non Independent and Executive Promoter Director, who retires by rotation and being eligible offers himself for re-appointment, be and is hereby reappointed as Non Independent and Executive Promoter Director designated as Managing Director of the Company liable to retire by rotation as per Section 152 and Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions as may be applicable under Companies Act 2013”.

SPECIAL BUSINESS

15. APPOINTMENT OF M/S. PRAMOD AGRAWAL & CO., COST ACCOUNTANTS (FIRM REGISTRATION NO.104022) AS COST AUDITORS, FROM APRIL 1, 2021 TO MARCH 31, 2022.

The Company Secretary informed the members of the Company that Item No. 3 is related to appointment of M/s. Pramod Agrawal & Co., Cost Accountants (Firm Registration No.104022) as Cost Auditors for the financial year 2021-22 to hold office from the from April 1, 2021 to March 31, 2022 at a remuneration of Rs. 35,000 per annum plus GST as applicable and reimbursement of out of pocket expenses related with the Audit.

The Chairman declared the following resolution passed with as Special Resolution by E voting as per details given below:-

I. Voted in Favour of Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		Number of Votes cast (Shares)		% of total number of valid votes cast	
	Equity Shares	Preference shares	Equity Shares	Preference shares	Equity Shares	Preference shares
E-voting	113	04	10626764	8934226	99.92%	100%
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	113	04	10626764	8934226	99.92%	100%

II. Voted against the Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		Number of Votes cast (Shares)		% of total number of valid votes cast	
	Equity Shares	Preference shares	Equity Shares	Preference shares	Equity Shares	Preference shares
E-voting	12	-	8738	-	0.08%	-
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	12	-	8738	-	0.08%	

“RESOLVED THAT in compliance with the Companies (Cost Records & Audit) Rules, 2014 published vide GSR No. 01(E) on December 31, 2014 issued by the Central Government in



terms of the powers conferred by section 148 of the Companies Act 2013, subject to the confirmation if required, from the Central Government as recommended by the Audit committee and Board of Directors at their meeting held on June 30, 2021, M/s Pramod Agrawal & Co. Cost Accountants Firm Regn. No. 104022, and being eligible under 139, 141 and 148 of the Companies Act , 2013 be and is hereby appointed as Cost Auditors of the company for the financial year 2021-22 i.e. from April 1, 2021 to March 31, 2022 at a remuneration of Rs. 35,000 plus Goods & Service Tax (GST) as applicable and reimbursement of out of pocket expenses related to conduct of audit and further ratification of remuneration in terms of rule 14 (a)(ii) of the Companies (Audit and Auditors) Rules, 2014 under the Companies Act 2013 subject to the mandatory requirement only as may be specified in the Cost Audit Report and Cost Audit Rules as notified by MCA or any regulatory authority from time to time.”

“RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized to comply with all other legal and procedural requirements to implement of the aforesaid decision.”

16. VOTE OF THANKS.

The meeting concluded at 4:20 P.M. which was commenced at 03:00 P.M with a vote of thanks to the Chair.

PLACE: GHAZIABAD
DATE: OCTOBER 1, 2021



Ce 2
SANDEEP AGARWAL
(CHAIRMAN OF THE MEETING)
