

RAJIV KHOSLA & ASSOCIATES

PRACTISING COMPANY SECRETARY

M.Com FCS

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To,
The Chairman of
Annual General Meeting
Alps Industries Limited

Dear Sir,

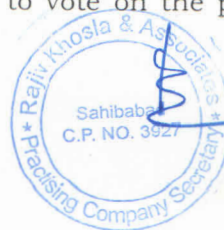
SUB: Scrutinizer's Report on E-Voting Conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Amendment Rules, 2015 and the physical ballot forms received from the shareholders who do not have access to e-voting.

I, Rajiv Khosla Proprietor of Rajiv Khosla & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Alps Industries Limited held on May 30, 2019 having its Registered office at 57/2, Site IV, Industrial Area, Sahibabad, Ghaziabad, U.P. (CIN:L51109UP1972PLC003544), pursuant to Section 108 of the Companies Act 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Amendment Rules, 2015 to conduct the electronic voting process, and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Forty Seventh Annual General Meeting of the Company held on Saturday August 31, 2019.

The Notice dated May 30, 2019 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company held on Saturday, August 31, 2019.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company & physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "Cut-off" date on Saturday, August 24, 2019 were entitled to vote on the proposed resolutions as set



out from Item nos. 1 to 7 in the Notice of the 47th Annual General Meeting of Alps Industries Limited.

The voting period for e-voting commenced on Wednesday, August 28, 2019 at 10:00 A.M and ended on Friday, August 30, 2019 at 5:00 P.M. and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. The members as on the cutoff date i.e. Saturday August 24, 2019 were considered for the purpose of voting rights for e-voting as well as in person at the AGM.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.

I, now, submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions:

Resolution No. 1:- To consider, approve and adopt the Audited Balance Sheet for the financial year ended on 31st March, 2019, the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

I. Voted in Favour of Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	4865	0.04
Physical	69	12115047	99.95
Total	80	12119912	99.99

II. Voted against the Resolution

	Number of members voted through electronic voting	Number of Votes cast (Shares)	% of total number of valid votes cast
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	system and physical mode		
E-voting	1	1	0.00
Physical	1	2	0.01
Total	2	3	0.01

III. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

In view of above results the aforesaid resolution passed by way of **Ordinary Resolution.**

Resolution No. 2:- To appoint a Director in place of Mr. Sandeep Agarwal (DIN: 00139439), Non Independent and Executive Promoter Director designated as Managing Director, retires by rotation and being eligible, offers himself for re-appointment.

I. Voted in Favour of Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	10	1365	0.01
Physical	69	12115047	99.96
Total	79	12116412	99.97

II. Voted against the Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	2	3501	0.03
Physical	1	2	0.00



Total	3	3503	0.03
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III. Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

In view of above results the aforesaid resolution passed by way of **Ordinary Resolution.**

Resolution No 3:- To approve the Re-Appointment of M/s. R.K. Govil & Co., Chartered Accountants, (Firm Regn. No. 000748C) as Statutory Auditors of the Company to hold office from the conclusion of this Forty Seventh Annual General Meeting until the conclusion of the Fifty Second Annual General Meeting for the second and Final term of five years:

I. Voted in Favour of Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	4865	0.04
Physical	69	12115047	99.95
Total	80	12119912	99.99

II. Voted against the Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	1	1	0.00
Physical	1	2	0.01
Total	2	3	0.01



III. Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

In view of above results the aforesaid resolution passed by way of **Ordinary resolution.**

Resolution No 4:- To approve the Re-Appointment of Mr. Sandeep Agarwal (DIN: 00139439) as Managing Director for a further period of three years w.e.f. 01.04.2020 to 31.03.2023.

I. Voted in Favour of Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	10	1365	0.01
Physical	69	12115047	99.96
Total	79	12116412	99.97

II. Voted against the Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	2	3501	0.03
Physical	1	2	0.00
Total	3	3503	0.03

III. Invalid votes:

	Total number of members whose votes were declared	Total number of Votes cast (Shares)
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	invalid	
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

In view of above results the aforesaid resolution passed by way of **Special resolution.**

Resolution No 5:- To confirm the continuance of appointment of Mr. K.K. Agarwal (DIN: 00139252) aged about 78 years, beyond the specified age limit of 75 years, as director of the company designated as Non Executive Chairman in terms of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

I. Voted in Favour of Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	10	1365	0.01
Physical	69	12115047	99.96
Total	79	12116412	99.97

II. Voted against the Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	2	3501	0.03
Physical	1	2	0.00
Total	3	3503	0.03

III. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)



E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

In view of above results the aforesaid resolution passed by way of **Special resolution.**

Resolution No 6:- To approve the re-appointment of M/s. Gaurav Gupta & Associates, Cost Accountant, Ghaziabad (Firm Regn. No. 104132) as Cost Auditors, for the next financial year 2019-20.

I. Voted in Favour of Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	4865	0.04
Physical	69	12115047	99.95
Total	79	12119912	99.99

II. Voted against the Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	1	1	0.00
Physical	1	2	0.01
Total	2	3	0.01

III. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	NIL	NIL
Physical	NIL	NIL



Total	NIL	NIL
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In view of above results the aforesaid resolution passed by way of **Special resolution.**

Resolution No. 7:- To approve the borrowing of the company under section 180 (1)(a) of the Companies Act 2013.

I. Voted in Favour of Resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	11	4865	0.04
Physical	67	12114597	99.95
Total	78	12119462	99.99

II. Voted against the Resolution

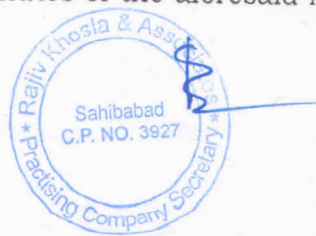
	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	1	1	0.00
Physical	3	452	0.01
Total	4	453	0.01

III. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

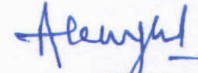
In view of above results the aforesaid resolution passed by way of **Special resolution.**

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.



and the same are handed over to the Company Secretary for safe keeping.


Thanking you,

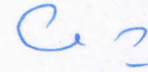

A.K. SINGHAL

(Scrutinizer on behalf of the
Present members of the Company)

Approved, Accepted & Countersigned by

For Rajiv Khosla & Associates


Rajiv Khosla
Prop.
Practising Company Secretary
FCS: 5197, CP: 3927



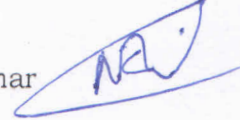
(Sandeep Agarwal)
(Chairman of the meeting)

Place: Ghaziabad

Dated: August 31, 2019

Witnessed by:-

1. Name & Signature : Mr. Narender Kumar



2. Name & Signature : Mr. Ajay Bhardwaj

