

# RAJIV KHOSLA & ASSOCIATES

PRACTISING COMPANY SECRETARY

M.Com FCS

B-56, Shalimar Garden, Chhabra Colony, Shalimar Housing Complex, Sahibabad, U.P.-201005  
Mobile : 9811583699 Telefax : 95120-2610974  
E-mail : khosla.rk1972@yahoo.co.in • khosla.rajivfcs@gmail.com

To,  
The Chairman of the  
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 Postal Ballot Under Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting/Postal Ballot.**

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 having its Registered office at 57/2, Site IV, Industrial Area, Sahibabad, Ghaziabad, U.P. (CIN No. L51109UP1972PLC003544) vide resolution dated May 30, 2018, pursuant to Section 108 of the Companies Act 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Amendment Rules, 2015 and Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process, Postal Ballot (for Resolution No. 5) and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Forty Sixth Annual General Meeting of the Company held on on Friday August 31, 2018.

The Notice dated May 30, 2018 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 Friday, August 31, 2018.



**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	4	1205	0.006
Physical	157	11505589	99.989
Total	161	11506794	99.995

**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	Nil	Nil	Nil
Physical	3	6	0.005
Total	3	6	0.005

**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. K.K. Agarwal (DIN No. 00139252), Non Independent and Promoter Director, 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	4	1205	0.02
Physical	157	11505595	99.98
Total	161	11506800	100.00

**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	Nil	Nil	Nil
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

**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:-** Related to appointment of M/s. Gaurav Gupta & Associates, Cost Accountant, Ghaziabad (Firm Regn. No. 104132) as Cost Auditors, from April 1, 2018 to March 31, 2019.

**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	4	1205	0.006
Physical	157	11505589	99.989
Total	161	11506794	99.995

**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	Nil	Nil	Nil
Physical	3	6	0.005
Total	3	6	0.005

**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 4:-** Related to extension of the period of redemption from 9<sup>th</sup> and 10<sup>th</sup> year to 11<sup>th</sup> to 16<sup>th</sup> year from the original cut off date i.e. January 31 2009 of the 267,929,059 preference shares of Rs. 10 each in terms of the below mentioned provision of the re-work of CDR dated 4 May 2011:

1. *Related to CRPS allotted under category A & B in favour of secured and unsecured Term Loan Lenders.*
2. *Related to CRPS allotted under category C & D in favour of unpaid & MTM Derivative Losses.*

**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	4	1205	0.006
Physical	157	11505589	99.989
Total	161	11506794	99.995

**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	Nil	Nil	Nil
Physical	3	6	0.005
Total	3	6	0.005



### 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. 5:-**Related to the borrowing of the company and sale of Idle Fixed Assets 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	4	1205	0.006
Postal Ballot	157	11505589	99.989
Total	161	11506794	99.995

### 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	Nil	Nil	Nil
Postal Ballot	3	6	0.005
Total	3	6	0.005



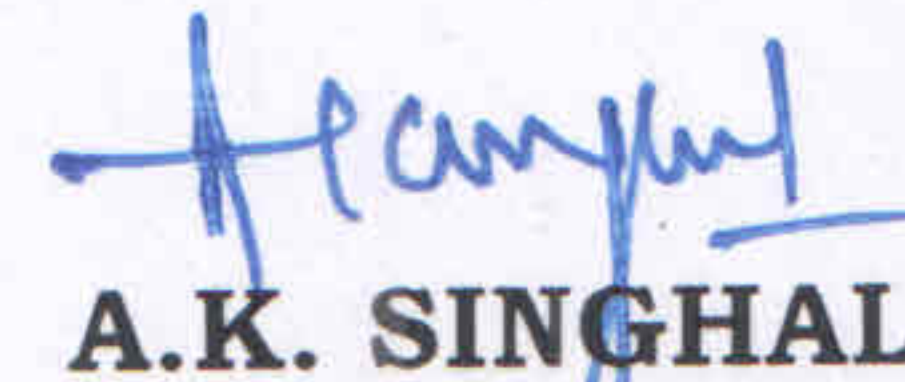
**III. Invalid votes :**

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

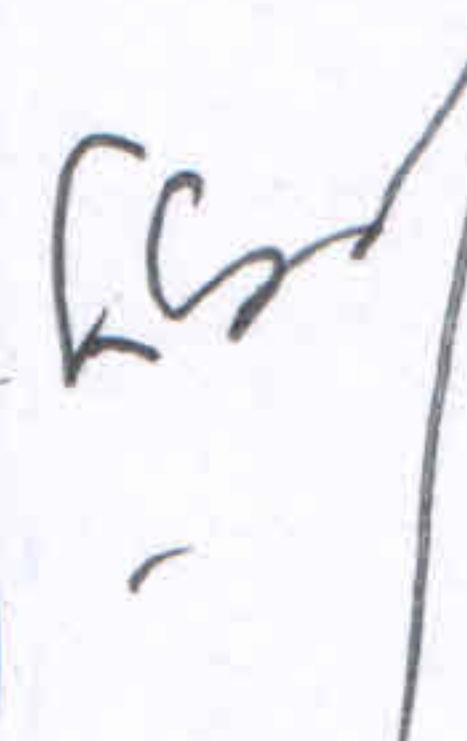
(Scrutinizer on behalf of the  
Present members of the Company)

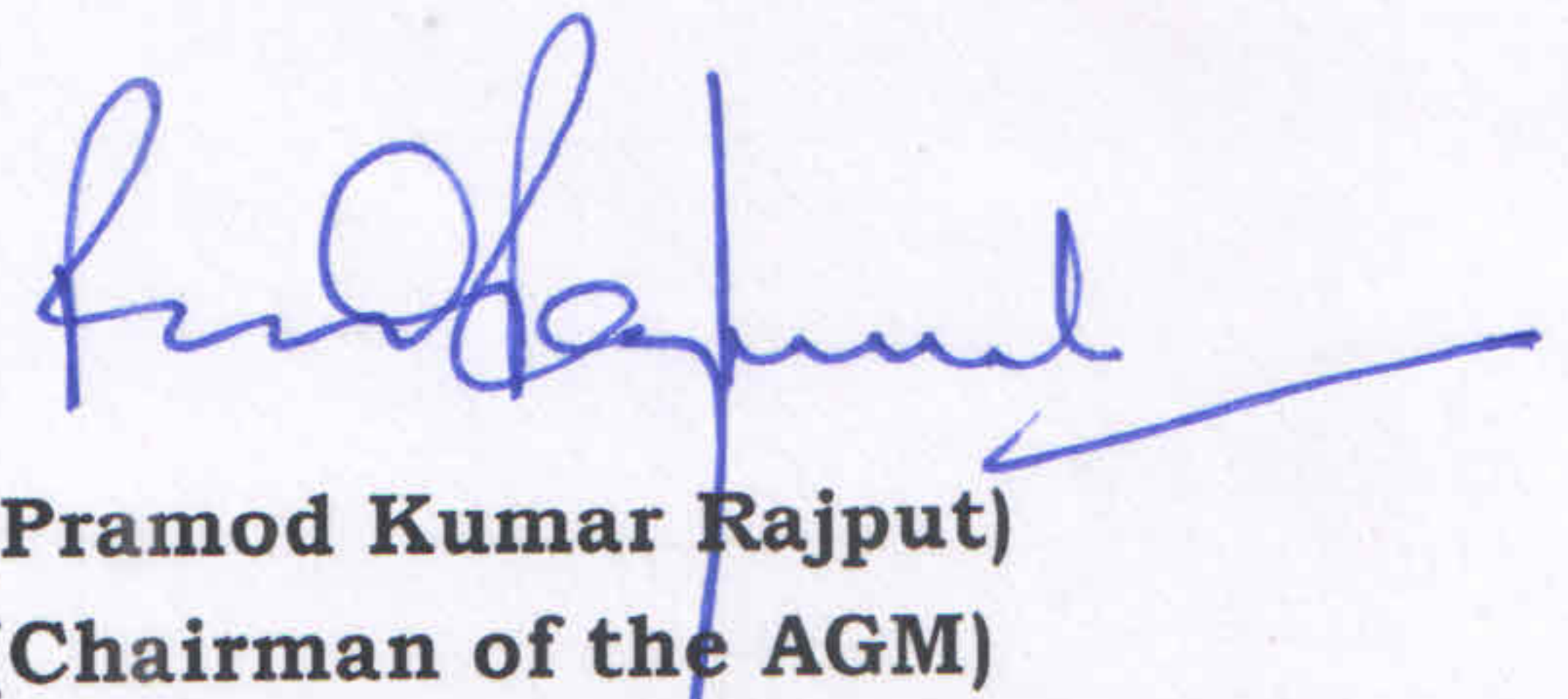
**Approved, Accepted & Countersigned by  
For Rajiv Khosla & Associates**

**Rajiv Khosla  
Prop.**

**Practising Company Secretary  
FCS: 5197, CP: 3927**



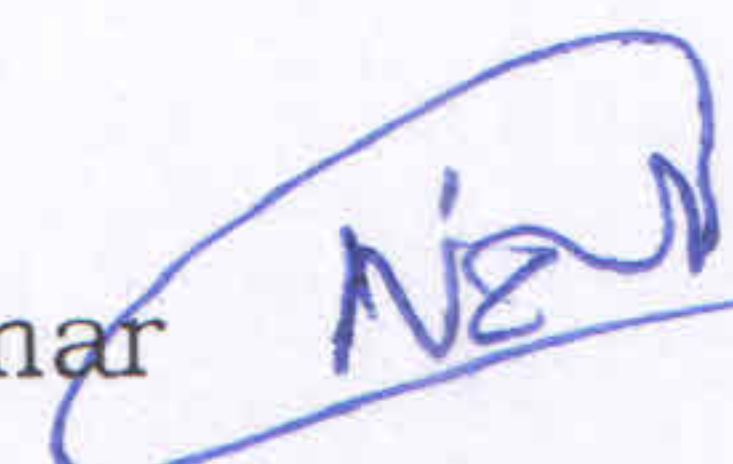


  
(Pramod Kumar Rajput)  
(Chairman of the AGM)


**Place: Ghaziabad  
Dated: August 31, 2018**

**Witnessed by:-**

1. Name & Signature : Mr. Narender Kumar

  
15-3/290, 1st floor, Sonis Khan  
Delhi-94

2. Name & Signature : Mr. Ajay Bhardwaj

  
220A, Gal NO-6 Prem Nagar  
Delhi-94

# Alps Industries Ltd.

REGD./CORP. OFFICE

57/2, Site-IV, Industries Area  
Sahibabad, Ghaziabad - 201010  
Uttar Pradesh (India)

August 31, 2018

Ms. Erika D'Sa, (Relationship Manager)  
Corporate Relationship Deptt.,  
**Bombay Stock Exchange Limited,**  
1<sup>ST</sup> 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](mailto:intern.erika@bseindia.com) ,  
[corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

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](mailto:cmlist@nse.co.in)**

**SUB: - DECLARATION OF RESULTS OF THE VOTING ON RESOLUTIONS SET OUT IN THE NOTICE OF 46<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON AUGUST 31, 2018.**

Dear Sir's

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 46<sup>th</sup> Annual General Meeting (AGM) of the Company was convened on August 31, 2018 at the Registered office of the company situated at 57/2, Site-IV, Industrial Area, Sahibabad, Ghaziabad-201010 (U.P.) at 10:00 A.M. to seek the approval of members of the company on the resolutions set out in the Notice dated 30<sup>th</sup> May, 2018.

Further, 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 Regulation 44 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to the members to vote through electronically, Postal Ballot (Resolution No. 5) and also by physical ballot on the aforesaid resolutions and had appointed Mr. Rajiv Khosla, Practising Company Secretary, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the e-voting, Postal Ballot and the physical ballot, a copy of which is attached hereto. The summary of the voting results is as under:-



Tel.:+91-120-4161700 (60 Lines)  
E-mal : [info@alpsindustries.com](mailto:info@alpsindustries.com)

Telefax.: +91-120-2896041  
Website : [www.alpsindustries.com](http://www.alpsindustries.com)

CIN : L51109UP1972PLC003544



S.No	Particulars	% of shares voted in favour of the resolution	% of shares voted against the resolution
1.	To consider, approve and adopt the Audited Balance Sheet for the financial year ended on 31st March 2018, 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. <b>(Ordinary Resolution)</b>	99.995	0.005
2.	To appoint a Director in place of Mr. K.K. Agarwal (DIN No. 00139252), Non Independent and Promoter Director, by rotation and being eligible, offers himself for re-appointment. <b>(Ordinary Resolution)</b>	100.00	0.00
3.	To consider and approve the appointment of M/s. Gaurav Gupta & Associates, Cost Accountant, Ghaziabad (Firm Regn. No. 104132) as Cost Auditors, from April 1, 2018 to March 31, 2019. <b>(Special Resolution)</b>	99.995	0.005
4.	To approve the extension of CRPS from 9 <sup>th</sup> and 10 <sup>th</sup> year to 11 <sup>th</sup> to 16 <sup>th</sup> year from the original cut off date i.e. January 31 2009. <b>(Special Resolution)</b>	99.995	0.005
5.	To approve the borrowing of the company and sale of Idle Fixed Assets under section 180 (1)(a) of the Companies Act 2013. <b>(Special Resolution)</b>	99.995	0.005

Accordingly, Mr. Pramod Kumar Rajput, the Chairman of the meeting has, on August 31, 2018, declared that all 5 (Five) resolutions as set out in the Notice of the 46<sup>th</sup> AGM of the Company have been passed with requisite majority by the present Members of the Company. Further, the company has made necessary disclosures on the website of the company as per the requirement under the Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 for corporate governance.

Kindly take the above on record and oblige.

Thanking You,

**For Alps Industries Limited**

  
(Ajay Gupta)

**Company Secretary &  
General Manager - Legal**

cc :- Central Depository Services (India) Limited  
17th floor, P J Towers, Dalal Street  
Mumbai - 400001

