



Vista®

Alps Industries Limited

(A Government Recognised Trading House)
An ISO 14001 & ISO 9001 Company

Corp. Off. : 57/2, Site-IV Industrial Area, Sahibabad, Ghaziabad-201010 INDIA
Phones : 91-120-4161700 (60 Lines) Fax : 91-120-2895299
Email : alps@alpsindustries.com Web.: www.alpsindustries.com
CIN No. : L51109UP1972PLC003544

September 30th, 2015

Ms. Erika D'Sa, (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

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**
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**SUB: - DECLARATION OF RESULTS OF THE VOTING ON RESOLUTIONS SET OUT
IN THE NOTICE OF 43RD ANNUAL GENERAL MEETING HELD ON 30TH
SEPTEMBER, 2015.**

Dear Sir/s,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 43RD Annual General Meeting (AGM) of the Company was convened on 30th September, 2015 at the Corporate 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 22ND August, 2015.

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 Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, the Company had provided facility to the members to vote electronically, Postal Ballot (for Resolution No. 12) and also by physical ballot on aforesaid resolutions and had appointed Mr. Rajiv Khosla, Practicing Company Secretary, as the Scrutinizer to conduct the voting process in a fair and transparent manner.



Regd. Office: B-2, Loni Road Indl. Area, (Opp. Mohan Nagar) Ghaziabad-201 007
Phone : 0120-2657649

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:-

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 2015, 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. (Ordinary Resolution)	99.99	0.01
2.	To appoint a Director in place of Mr. K.K. Agarwal (DIN No. 00139252), Non Independent & Non-Executive Promoter Director by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)	99.96	0.04



3.	To appoint/s. R.K. Govil & Co., Chartered Accountants,(Firm Registration No. 000748C), Statutory Auditors who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the forty seventh Annual General Meeting i.e. for four years and to fix their remuneration and ratification of Appointment to fill the casual vacancy by the Board of Directors. .(Special Resolution)	99.99	0.01
4.	To appoint Mr. Prabhat Krishna, (Din No. 02569624) an Independent Director of the Company for a period of three years.(Special Resolution)	99.99	0.01
5.	To appoint Mr. Pradyuman Kumar Lamba, (Din No. 02843166) an Independent Director of the Company for a period of three years.(Special Resolution)	99.99	0.01



6.	To appoint Mr. Mr. Tilak Raj Khosla, (Din No. 02724242) an Independent Director of the Company for a period of three years. (Special Resolution)	99.99	0.01
7.	To appoint Ms. Deepika Shergill (DIN NO. 07093795) an Independent Director of the Company for a period of three years. (Special Resolution)	99.99	0.01
8.	To Re-appoint Mr. Sandeep Agarwal (Din No. 00139439) as Managing Director of the Company for a further period of five years. (Special Resolution)	99.96	0.04



9.	To ratify the appointment of Cost Auditors, M/s Neeraj Sharma & Co., who shall hold office for Financial Year 2014-15. (Special Resolution)	99.99	0.01
10.	To approve the change in the Registered office of the company is situated at B-2 Loni Road Industrial Area, Opp. Mohan Negar, Ghaziabad- 201007 U.P. to Corporate office of the company situated at 57/2 Site IV Industrial Area, Sahibabad, Ghaziabad-201010 U.P. (Special Resolution)	99.99	0.01
11.	To approve the borrowing Powers of the company under section 180 (1) (c) of the Companies Act, 2013. (Special Resolution)	99.99	0.01




12.	To approve the borrowing of the company under section 180 (1) (a) of the Companies Act, 2013. (Special Resolution)	99.99	0.01
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Accordingly, Mr. Sandeep Agrawal, the Managing Director & Chairman of the meeting has on, 30th September, 2015, declared that all 12 (Twelve) resolutions as set out in the Notice of the 43rd AGM of the Company have been passed with requisite majority by the Members of the Company. Further, the company has made necessary disclosures on the website of the company and have been published in the newspaper as per the requirement under the law.

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

RAJIV KHOSLA & ASSOCIATES

PRACTISING COMPANY SECRETARY

M.Com FCS

To,
The Chairman of the
Annual General Meeting
Alps Industries Limited

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

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 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, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Alps Industries Limited having its Registered office at B-2 Loni Road Industrial area, Opp. Mohan Nagar Ghaziabad, U.P. (CIN No. L51109UP1972PLC003544) vide resolution dated May 30, 2015, 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. 12) and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Forty Third Annual General Meeting of the Company held on September 30, 2015.

The Notice dated August 22, 2015 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 September 30, 2015.

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. The Company has also provided voting by Postal Ballot (for Resolution No. 12) & physical ballot papers to the members who do not have access to e- voting facility/Postal Ballot.



The shareholders of the company holding shares as on the "Cut-off " date of September 24, 2015 were entitled to vote on the proposed resolutions as set out at Item nos. 1 to 12 in the Notice of the 43rd Annual General Meeting of Alps Industries Limited.

The voting period for e-voting commenced on Sunday, September 27, 2015 at 10:00 A.M, and ended on Tuesday, September 29, 2015 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. September 24, 2015 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/Postal Ballot 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.

- 1. Resolution No. 1:-** To consider, approve and adopt the Audited Balance Sheet for the financial year ended on 31st March 2015, 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	10	6504	0.06
Physical	52	11396460	99.93
Total	62	11402964	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	1425	0.01
Physical	NIL	NIL	NIL
Total	1	1425	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.**

2. Resolution No. 2 :- To appoint a Director in place of Mr. K.K. Agarwal (DIN No. 00139252), Non Independent & Non-Executive 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	9	3004	0.03
Physical	52	11396460	99.93
Total	61	11399464	99.96



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	4925	0.04
Physical	NIL	NIL	NIL
Total	2	4925	0.04

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.**

3. Resolution No 3 :- To appoint/s. R.K. Govil & Co., Chartered Accountants,(Firm Registration No. 000748C), Statutory Auditors who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the forty seventh Annual General Meeting i.e. for four years and to fix their remuneration and ratification of Appointment to fill the casual vacancy by the Board of Directors.



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	6504	0.06
Physical	52	11396460	99.93
Total	62	11402964	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	1425	0.01
Physical	NIL	NIL	NIL
Total	1	1425	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.**



4. Resolution No 4:- To appoint Mr. Prabhat Krishna, (Din No. 02569624) an Independent Director of the Company for a period of three 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	10	6504	0.06
Physical	52	11396460	99.93
Total	62	11402964	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	1425	0.01
Physical	NIL	NIL	NIL
Total	1	1425	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.**



- 5. Resolution No 5:-** To appoint Mr. Pradyuman Kumar Lamba, (DIN: 02843166) an Independent Director of the Company for a period of three 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	10	6504	0.06
Physical	52	11396460	99.93
Total	62	11402964	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	1425	0.01
Physical	NIL	NIL	NIL
Total	1	1425	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.**



6. Resolution No 6:- To appoint Mr. Mr. Tilak Raj Khosla, (DIN: 02724242) an Independent Director of the Company for a period of three 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	10	6504	0.06
Physical	52	11396460	99.93
Total	62	11402964	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	1425	0.01
Physical	NIL	NIL	NIL
Total	1	1425	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**.



7. Resolution No 7:- To appoint Ms. Deepika Shergill (DIN NO. 07093795) an Independent Director of the Company for a period of three 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	10	6504	0.06
Physical	52	11396460	99.93
Total	62	11402964	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	1425	0.01
Physical	NIL	NIL	NIL
Total	1	1425	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.**



8. Resolution No 8:- To Re-appointment of Mr. Sandeep Agarwal (DIN No.00139439) Managing Director of the Company for a period 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	9	3004	0.03
Physical	52	11396460	99.93
Total	61	11399464	99.96

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	4925	0.04
Physical	NIL	NIL	NIL
Total	2	4925	0.04

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.**



9. Resolution No 9 :- To ratify the appointment of Cost Auditors, M/s Neeraj Sharma & Co., who shall hold office for Financial Year 2015-16.

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	6504	0.06
Physical	52	11396460	99.93
Total	62	11402964	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	1425	0.01
Physical	NIL	NIL	NIL
Total	1	1425	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.**



- 10. Resolution No 10 :-** To approve the change in the Registered office of the company situated at B-2, Loni Road Industrial Area, Opp. Mohan Nagar, Ghaziabad- 201007 U.P. to Corporate office of the company situated at 57/2 Site IV Industrial Area, Sahibabad, Ghaziabad-201010, U.P.

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	6504	0.06
Physical	52	11396460	99.93
Total	62	11402964	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	1425	0.01
Physical	NIL	NIL	NIL
Total	1	1425	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.**



11. Resolution No 11 :- To approve the borrowing Powers of the company under section 180 (1) (c) 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	10	6504	0.06
Physical	52	11396460	99.93
Total	62	11402964	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	1425	0.01
Physical	NIL	NIL	NIL
Total	1	1425	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.**



12.Resolution No 12 :- 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	10	6504	0.06
Postal Ballot	52	11396460	99.93
Physical	NA	NA	NA
Total	62	11402964	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	1425	0.01
Postal Ballot	NIL	NIL	NIL
Physical	NA	NA	NA
Total	1	1425	0.01

III. Invalid votes :

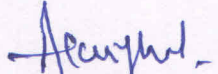
	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	NIL	NIL
Postal Ballot	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

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, postal ballot (for Resolution No. 12) 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 Alps Industries Ltd.

For Rajiv Khosla & Associates


Rajiv Khosla

Prop.

Practising Company Secretary

FCS: 5197, CP: 3927




Managing Director

(Sandeep Agarwal)

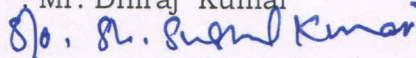
(Managing Director & Chairman of the AGM)

Place: Sahibabad

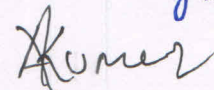
Dated: September 30, 2015

Witnessed by :-

1. Name & Signature : Mr. Dhiraj Kumar


80, S. S. Kumar

2. Name & Signature : Mr. Ankit Kumar


Ankit Kumar

8 M. Rajendra Singh
101, West Tyoti Nagar,
Shahdara Delhi-94