

Alps Industries Limited

REGD. / CORP. OFFICE

Plot No 15-B, G. T. Road
Chaudhary Morh, Ghaziabad
Uttar Pradesh - 201001

ALPS/166/SE11/2025-26

October 01, 2025

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

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.

SUB: SUBMISSION OF MINUTES OF ANNUAL GENERAL MEETING HELD THROUGH VIDEO CONFERENCING (VC) FACILITY ON TUESDAY, SEPTEMBER 30, 2025 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 Minutes of Annual General Meeting held through Video Conferencing (VC) facility on Tuesday, September 30, 2025.

This is for your kind information and record please.

Thanking you,

Yours faithfully,

For Alps Industries Limited

(Ajay Gupta)
Company Secretary
& Asstt. Vice President - Legal

AJAY
GUPTA

Digitally signed
by AJAY GUPTA
Date: 2025.10.01
16:34:12 +05'30

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CIN: L51109UP1972PLC003544

ALPS INDUSTRIES LIMITED

MINUTES OF THE 53RD ANNUAL GENERAL MEETING OF THE COMPANY HELD ON TUESDAY, SEPTEMBER 30, 2025, COMMENCED AT 03:00 P.M. AND CONCLUDED AT 04:00 P.M. THROUGH VIDEO CONFERENCING (VC) AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO.15-B, G.T. ROAD, CHAUDHARY MORH, GHAZIABAD, UP 201001

PRESENT:

MR. HEMANT SHARMA	Resolution Professional & Chairman of The Audit, Nomination & Remuneration And Stakeholder Relationship Committees (Through VC)
MR. SANDEEP AGARWAL	Managing Director (Through VC)
MR. PRAMOD KUMAR RAJPUT	Non- Executive Non Independent Director (Through VC)
MR. VIKAS LAMBA	(Independent Director) (Through VC)
MR. ARUN KUMAR PAL	Independent Director (Through VC)
MR. ARUN KUMAR BHATTER	Independent Director (Through VC)
MS. SHIKHA	Independent Woman Director (Through VC)
MS. OM PRAKASH AGRAWAL	Representative of Statutory Auditors- M/S. O. Aggarwal & Co (Through VC)
MR. RAJIV KHOSLA	Scrutinizer M/S. Rajiv Khosla & Associates (Through VC)
MR. JAMIL AHMED KHAN	Chief Financial officer (CFO)
MEMBERS (THROUGH VC AS PER CDSL REPORT)	50 Members
IN ATTENDANCE: MR. AJAY GUPTA	(Company Secretary & Asstt. Vice President Legal)

1. ELECTION OF CHAIRMAN

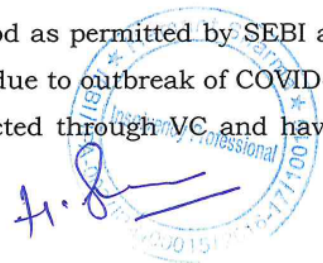
Mr. Hemant Sharma Resolution Professional of the company presided over as the Chairman of the meeting.

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 addresses 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 IRP, Managing Director, Auditors, Directors and Scrutinizer 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. Hemant sharma IRP of the company being chairman of Audit Committee, Nomination and Remuneration committee and Stakeholder Relationship Committees and other committees has attended the meeting through VC.

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, 2025 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, 2025 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 applicable provisions of the Companies Act, 2013 read with the Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 18/2020 dated April 21, 2020, 20/2020 dated May 05, 2020



and 22/2020 dated June 15, 2020 issued by Ministry of Corporate Affairs and Rule 20(4)(v) of the Companies (Management and Administration) Rules 2014, Circular No. 02/2021 dated January 13, 2021 and further SEBI/HO/CFD/CMD2/CIR/P/2021/11 January 15, 2021, SEBI/HO/CFD/CFD-PoD-2/CIR/P/CIR/2023/167 dated October 07 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 October 3, 2024, MCA circular no 2/2022 dated 5th May, 2022 read with MCA Circular No. 10/2022 dated 28.12.2022 and Circular 09/2023 dated 25.09.2023 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 Saturday, September 27, 2025 at 10:00 A.M. and ends on Monday, September 29, 2025 at 5:00 P.M 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 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, 2025.

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 31.03.2025, 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		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	131	04	7673370	8934226	99.92%	100%
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	131	04	7673370	8934226	99.92%	100%

II. Voted against the Resolution

Type of voting	Number of members voted through electronic system		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	18	0	6496	0	0.08%	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	18	0	6496	0	0.08%	0

"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, 2025 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, Managing Director (Din: 00139439) Non-Independent and 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 system		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	130	04	7667870	8934226	99.84%	100%
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	130	04	7667870	8934226	99.84%	100%



II. Voted against the Resolution

Type of voting	Number of members voted through electronic voting system		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	19	0	11996	0	0.16%	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	19	0	11996	0	0.16%	0

“RESOLVED THAT Mr. Sandeep Agarwal, Managing Director (DIN: 00139439) Non-Independent and Executive Promoter Director Designated as Managing Director, who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as Non-Independent and Executive Promoter 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. RE-APPOINTMENT OF MR. SANDEEP AGARWAL (DIN: 00139439) AS MANAGING DIRECTOR FOR A FURTHER PERIOD OF THREE YEARS W.E.F. 01-04-2026 TO 31-03-2029.

The Company Secretary informed to the members of the Company that Item No. 3 of the Notice is related to the re-appointment of Mr. Sandeep Agarwal (DIN: 00139439) as Managing Director for a further period of Three Years w.e.f. 01-04-2026 to 31-03-2029 of the Company. Chairman declared the following resolution passed with requisite majority, 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		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	131	04	7668615	8934226	99.85%	100%
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	131	04	7668615	8934226	99.85%	100%

II. Voted against the Resolution		

Type of voting	Number of members voted through electronic voting system		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	18	0	11251	0	0.15%	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	18	0	11251	0	0.15%	0

0.15%
per MCA Circulars
0.15%
Insurance Professional
H. J.

“RESOLVED THAT in terms of Sections 196 and 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and subject to the limits as specified in Schedule V of the said Act, further subject to the approval of the Central Government and the concerned authorities as may be applicable, Mr. Sandeep Agarwal (DIN No. 00139439) be and is hereby re-appointed as Managing Director of the Company for a further period of three years w.e.f. 01.04.2026 to 31.03.2029 in terms of the provisions of point No. (iii) of section II of part II schedule V of the Companies Act 2013, due to company having no profit and in default of payment to lenders, on the terms and conditions, including the increment in remuneration, subject to the Notification No. S.O. 4822(E) dated 12th September, 2018 exempting the approval from the Central Government as are set out in the draft Agreement, be entered into between the Company and Mr. Sandeep Agarwal given hereunder:

1) Salary and Commission:

(a) **Salary** : Rs. 1,00,000/- per month with increment of 10% per annum due on April each year.

Commission: At a rate to be determined by the Board of Directors each Year.

Provided further that the aggregate amount of remuneration payable to the appointee in a particular financial year will be subject to the overall ceiling limit laid down in Sections 196 to 200 of the Companies Act, 2013.

2) Perquisites :

(a) Furnished residential accommodation inclusive of facilities such as electricity, water and gas.

(b) Full reimbursement of all medical expenses for self and family.

(c) Leave travel facility for self and family once a year.

(d) Fees of Clubs subject to a maximum of two Clubs.

(e) Personal accident and medical insurance.

(f) Contributions to Provident Fund, Superannuation or Annuity Fund

(g) Gratuity as per law

(h) Encashment of leave at the end of tenure of office.

(i) Free passage for self and family together with cost of transportation of household items at the end of tenure of office.

(j) Provision for car for use on Company's business and telephone at residence will not be considered as perquisites. Long distance telephone calls and use of car for personal purposes will be billed by the Company.

(k) Reimbursement of entertainment, traveling and other expenses actually incurred for business of the Company.

3) Minimum Remuneration :

If in any financial year during the currency of tenure of the Managing Director, the Company has no profits or its profits are inadequate, the appointee shall be entitled to minimum



remuneration by way of salary, perquisites, allowances not exceeding the ceiling limit specified under Section II of Part II of Schedule V of the Companies Act, 2013. Provided further that following perquisites which are also allowed to him shall not be included in the computation of this ceiling:

- Contribution to Provident Fund, Superannuation or Annuity Fund to the extent these either singly or put together are not taxable under Income Tax Act, 1961.
- Gratuity as per law.
- Encashment of leave at the end of the tenure.

“RESOLVED FURTHER THAT in the event of any relaxation by the Central Government in Guidelines/Ceilings on managerial remuneration and/or perquisites, the Board of Directors be and are hereby authorized to alter and vary the terms and conditions (including salary, commission, perquisites and other allowances) of the said Agreement, so as not to exceed the limits as specified in Schedule V to the Companies Act, 2013 as may be agreed between the Board of Directors and Mr. Sandeep Agarwal, by suitably amending it to give effect to such modification, relaxation or variation without any further reference to the Company in general meeting.”

“RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized to comply with all other legal and procedural requirements under the Companies Act, 2013 and rules framed there under”.

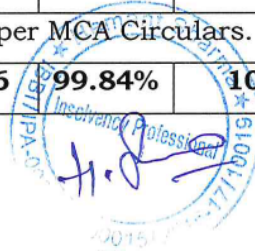
16. APPOINTMENT OF M/S. RESHI & ASSOCIATES FOR A PERIOD OF FIVE YEARS W.E.F. 01-04-2025 TO 31-03-2030

The Company Secretary informed to the members of the Company that Item No. 4 of the Notice is related to the appointment of M/S. Reshi & Associates as the Secretarial Auditors for a period of Five Years w.e.f. 01-04-2025 to 31-03-2030 and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution

The Chairman declared the following resolution passed with requisite majority, 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		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	130	04	7667870	8934226	99.84%	100%
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	130	04	7667870	8934226	99.84%	100%



III. Voted against the Resolution

Type of voting	Number of members voted through electronic voting system		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	19	0	11996	0	0.16%	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	19	0	11996	0	0.16%	0

"**RESOLVED THAT** in terms of provisions of Section 204 of Companies Act, 2013, and Companies (Appointment & Remuneration of Managerial personal) Rules 2014, and as per SEBI Notification no. SEBI/LAD-NRO/GN/2024/218 dated December 12 2024, the members of the company, be and hereby approved, the appointment of M/S. Reshi & Associates, FRN. JK536600 Company Secretaries, as the Peer reviewed Secretarial Auditors of the company at a remuneration of Rs. 20,000 P.A. plus Out of Pocket expensed and GST, and as may be reviewed by the Resolution Professional under IBC or the board of directors, as the case may be, from time to time and on such terms and conditions as they deem fit for the financial year 2025-26 to 2029-30, w.e.f 01-04-2025 to 31-03-2030 and which will be reviewed from time to time."

"**RESOLVED FURTHER THAT** that the Board of Directors of the company be and is hereby authorized to complete all legal and procedural requirements in this regard."

17. APPOINTMENT OF M/S O. AGGARWAL & CO CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY

The Company Secretary informed to the members of the Company that Item No. 5 of the Notice is related to the appointment of M/S O. Aggarwal & CO Chartered Accountants as the Statutory Auditors of the company.

The Chairman declared the following resolution passed with requisite majority, 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		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	130	04	7668611	8934226	99.85%	100%
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	130	04	7668611	8934226	99.85%	100%



II. Voted against the Resolution

Type of voting	Number of members voted through electronic voting system		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	19	0	11255	0	0.15%	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	19	0	11255	0	0.15%	0

“RESOLVED THAT M/S O. Aggarwal & CO. Chartered Accountants FRN 05755N, as recommended and appointed by the board of directors at their meeting held on August 14, 2025 under the Chairmanship of Mr. Hemant Sharma, the IRP under IBC, 2016, as statutory Auditors of the company, be and are hereby confirmed to be reappointed under Section 139 and other applicable provisions of Companies Act, 2013 and Rules made there under i.e. Companies (Audit and Auditors) Rules, 2014, and SEBI LODR and under the various circulars/notifications issued by the SEBI and MCA from time to time, as Statutory Auditors of the company, to hold office for a further period of four years from the conclusion of 53th AGM till the conclusion of 57th AGM, at a remuneration of Rs.1,00,000, plus service tax as applicable and reimbursement of out of pocket expenses, including the Limited Review of the four quarters as may be applicable, to be reviewed from time to time by the Resolution professional appointed under IBC or Board of directors, as the case may be, every year, related with the audit, as recommended by the appropriate authorities from time to time in this behalf.

18. VOTE OF THANKS.

The meeting concluded at 04:00 P.M. which was commenced at 03:00 P.M with a vote of thanks to the Chair.

PLACE: GHAZIABAD

DATE: OCTOBER 01, 2025


(HEMANT SHARMA)
RESOLUTION PROFESSIONAL
(CHAIRMAN OF THE MEETING)