

**Regd./Corp. Office :**  
57/2, Site-IV, Industrial Area,  
Sahibabad, Ghaziabad-201 010,  
Uttar Pradesh India  
Tel. : +91-120-4161700  
Tele Fax : +91-120-2895299, 2896041  
E-mail : alps@alpsindustries.com  
CIN : L51109UP1972PLC003544  
[www.alpsindustries.com](http://www.alpsindustries.com)

**Alps Industries Ltd.**

**Dated 15.09.2016**

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  
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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  
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**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 44<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 14<sup>TH</sup>  
SEPTEMBER, 2016.**

Dear Sir/s,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 44<sup>TH</sup> Annual General Meeting (AGM) of the Company was convened on 14<sup>th</sup> September, 2016 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, 2016.

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 Requirement) 2015, the Company had provided facility to the members to vote electronically 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.

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 2016, 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>	100	0.00
2.	To appoint a director in place of Mr. Sandeep Agarwal (DIN. No.00139439) Non-Independent and Executive promoter Director designated as Managing Director, by Rotation and being eligible, offers himself, for reappointment.. <b>(Ordinary Resolution)</b>	99.969	0.031
3.	To confirm the appointment M/s R.K. Govil & Co., Chartered Accountants (Firm Regn. 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 three years and to fix their remuneration. <b>(Ordinary Resolution)</b>	99.969	0.031
4.	To appoint M/s. Pramod Agrawal & Company Cost Accountants, Ghaziabad (Firm Regn. No.104022) as Cost Auditors of the company for the year ended on March 31 2017.. <b>(Special Resolution)</b>	99.969	0.031





Accordingly, Mr. Sandeep Agrawal, the Managing Director & Chairman of the meeting has on, 14th September, 2016, declared that all 4 (Four) resolutions as set out in the Notice of the 44<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 and have been published in the newspaper as per the requirement under the Regulation 27 of the SEBI(Listing Obligations and Disclosure Requirement)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**



# RAJIV KHOSLA & ASSOCIATES

M.Com FCS

PRACTISING COMPANY SECRETARY

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 & Physical 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.**

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 57/2, Site IV, Industrial Area, Sahibabad, Ghaziabad - 201010 U.P. (CIN No. L51109UP1972PLC003544) vide resolution dated May 30, 2016, 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 Fourth Annual General Meeting of the Company held on September 14, 2016.

The Notice dated May 30, 2016 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 14, 2016.

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 shareholders of the company holding shares as on the "Cut-off" date of September 8, 2016 were entitled to vote on the proposed resolutions as set out at Item nos. 1 to 4 in the Notice of the 44th Annual General Meeting of Alps Industries Limited.





The voting period for e-voting commenced on Sunday, September 11, 2016 at 10:00 A.M, and ended on Tuesday, September 13, 2016 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 8, 2016 were considered for the purpose of voting rights for e voting as well as in person at the AGM.

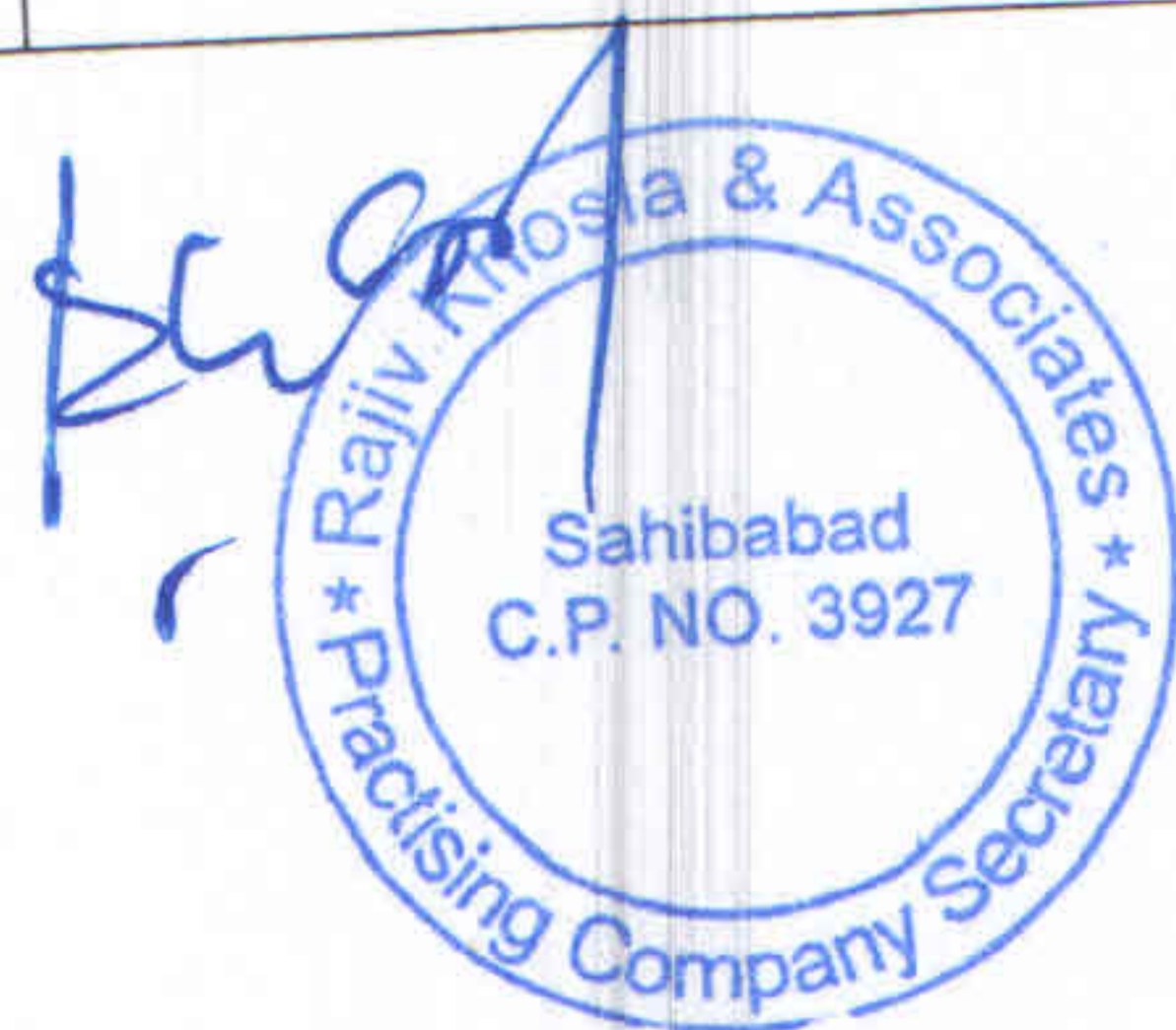
I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.

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.

- 1. Resolution No. 1:-** To consider, approve and adopt the Audited Balance Sheet for the financial year ended on 31st March 2016, 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 system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	8	3999	0.035
Physical	133	11351058	99.965
Total	141	11355057	100





**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 :**

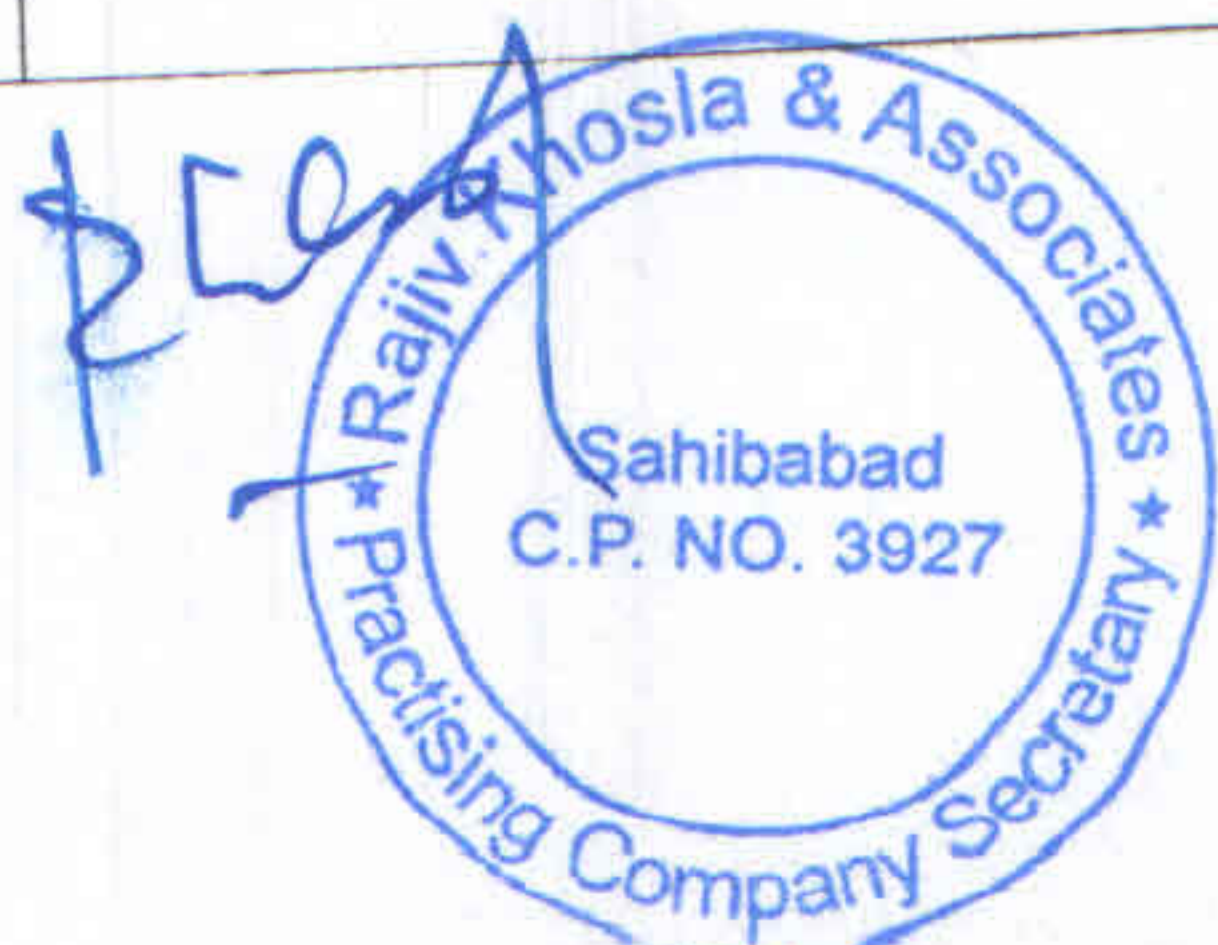
	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

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

**2. Resolution No. 2 :-** To appoint a Director in place of Mr. Sandeep Agarwal (DIN No. 00139439), Non Independent & Executive Promoter Director designated as Managing 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	7	499	0.004
Physical	133	11351058	99.965
Total	140	11351557	99.969





## 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	3500	0.031
Physical	NIL	NIL	NIL
Total	1	3500	0.031

## III. Invalid votes :

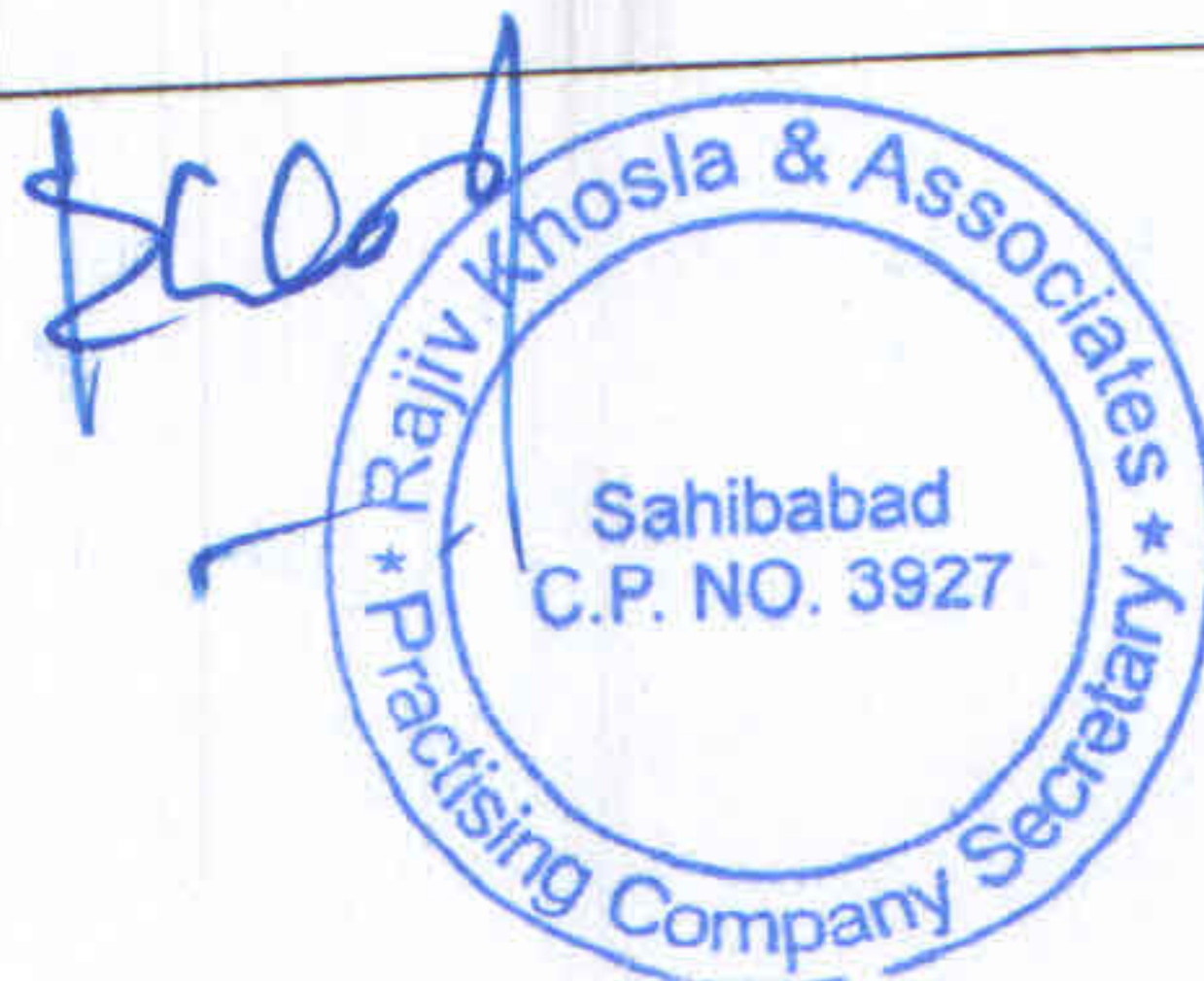
	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

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

**3. Resolution No 3 :-** To ratify the appointment of M/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 Three years and to fix their remuneration and ratification of 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	7	499	0.004
Physical	133	11351058	99.965
Total	140	11351557	99.969





## 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	3500	0.031
Physical	NIL	NIL	NIL
Total	1	3500	0.031

## III. Invalid votes :

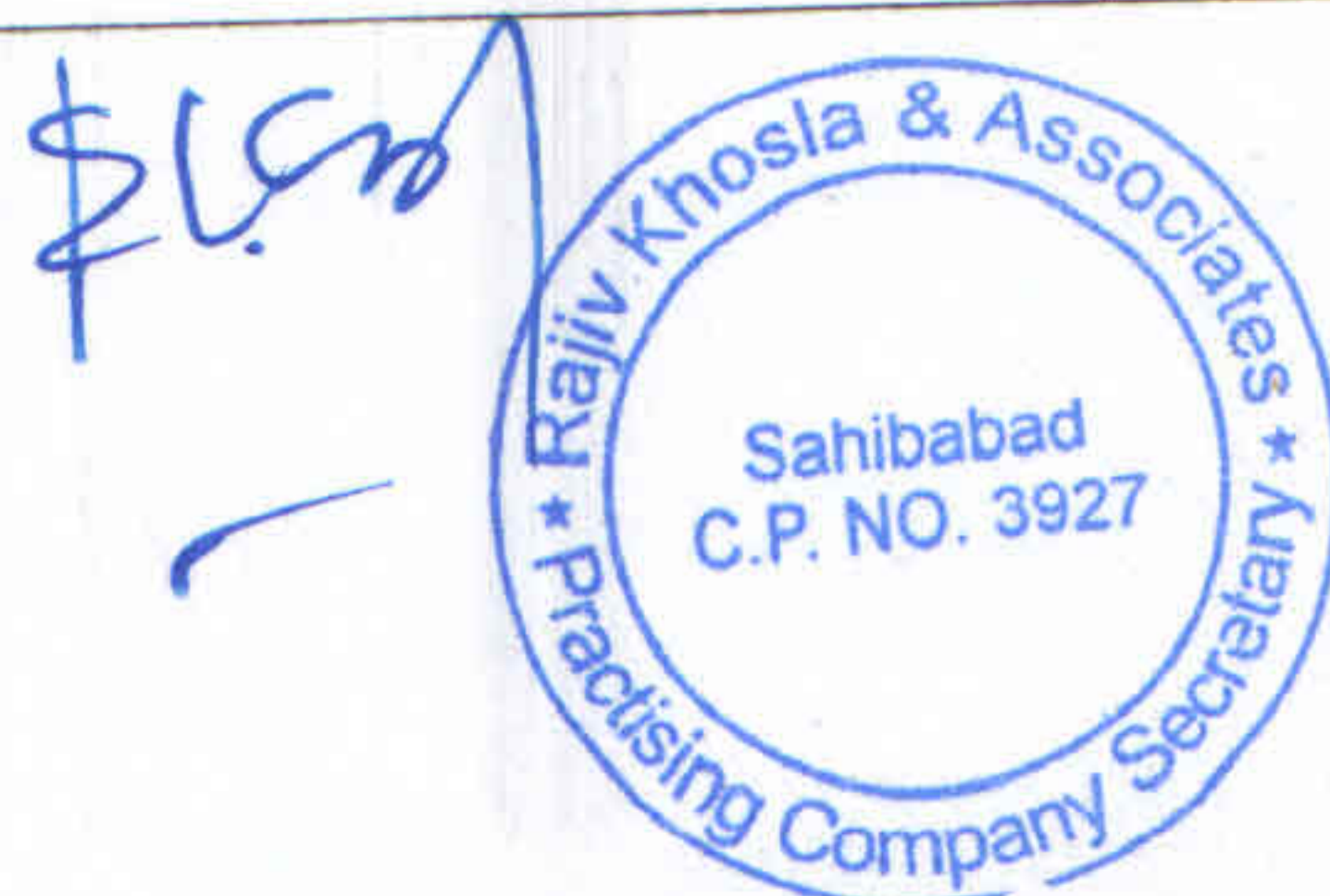
	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
E-voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

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

**4. Resolution No 4 :-** To ratify the appointment of Cost Auditors, M/s Pramod Agrawal & Co., who shall hold office for Financial Year 2016-17.

## 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	7	499	0.004
Physical	133	11351058	99.965
Total	140	11351557	99.969





## 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	3500	0.031
Physical	NIL	NIL	NIL
Total	1	3500	0.031

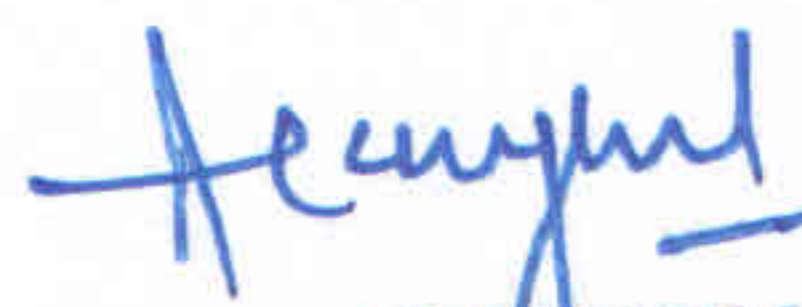
## III. Invalid votes :

	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)

(Managing Director & Chairman of the AGM)

Place: Sahibabad

Dated: September 15, 2016

Witnessed by:-

1. Name & Signature : Mr. Narender Kumar

2. Name & Signature : Mr. Sanjay Sharma