

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
Annual General Meeting
Alps Industries Limited

Dear Sir,

Sub: Scrutinizer's Report on Remote e-Voting and the e-voting at AGM holding through Video Conferencing (VC)/Other Audio Visual Means (OAVM) facility 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 M/s Rajiv Khosla & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Alps Industries Limited held on July 31, 2020 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 Remote e-Voting and the e voting at AGM process and to scrutinize the same in respect of the below mentioned resolutions to be passed at the Forty Eight Annual General Meeting of the Company held on Tuesday September 29, 2020 holding through Video Conferencing (VC)/Other Audio Visual Means (OAVM) facility in terms of circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 18/2020 dated 21.4.2020, 20/2020 dated May 05, 2020 and 22/2020 dated 15.6.2020 issued by Ministry of Corporate Affairs and Rule 20(4)(v) of the Companies (Management and Administration) Rules 2014 due to massive outbreak of the COVID-19 pandemic to maintain the social distancing.

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Pursuant to the Circular No. 14/2020 dated April 08, 2020, 7/2020 dated April 13, 2020 and 20/2020 dated May 05.2020 issued by Ministry of Corporate Affairs, the Company has provided remote e-voting or e-voting at the time of Annual General Meeting held through VC/OAVM to members to cast their votes on the resolutions set in the Notice of convening 48th AGM. The Company has entered into an agreement with Central Depository Services (India) Ltd. to facilitate the Members to exercise their right to vote by electronic means at the AGM conducted through VC/OAVM for which arrangement made with M/s Alankit Assignments Limited.



The Notice dated July 31, 2020 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 to their email ids and also uploaded on the websites in terms of Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020.

The shareholders of the company holding shares as on the "Cut-off" date on Tuesday, September 22, 2020 were entitled to vote on the proposed resolutions as set out from Item nos. 1 to 5 in the Notice of the 48th Annual General Meeting of Alps Industries Limited.

The voting period for remote e-voting commenced on Saturday, September 26, 2020 at 10:00 A.M. and ended on Monday, September 28, 2020 at 5:00 P.M. The Company Secretary announced that the e-voting facility was made available by CDSL during the AGM to enable members present at the AGM through Video Conference (VC)/Other Audio Visual Means (OAVM) and who did not cast their vote through remote e-voting prior to the AGM, to exercise their voting rights as per the directions at the AGM and the CDSL e-voting platform was blocked thereafter and the votes cast under remote and e-voting at the AGM facilities 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. Tuesday, September 22, 2020 were considered for the purpose of voting rights for remote e-voting and e-voting, who attended the AGM held through VC.

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

I, now, submit my Report as under on the result of the voting through electronic means 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, 2020, the Statement of Profit and Loss Account and Cash Flow for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

I. Voted in Favour of Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		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	106	2	12465518	7657909	99.99	100
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	106	2	12465518	7657909	99.99	100

[Handwritten Signature]


II. Voted against the Resolution

Type of voting.	Number of members voted through electronic voting system and physical mode		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	12	0	1320	0	0.01	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	12	0	1320	0	0.01	0

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. P.K. Rajput (DIN: 00597342), Non Independent and Whole Time Director designated as Executive Director, retires by rotation and being eligible, offers himself for re-appointment.

I. Voted in Favour of Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		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	106	2	12465518	7657909	99.99	100
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	106	2	12465518	7657909	99.99	100

II. Voted against the Resolution

Type of voting.	Number of members voted through electronic voting system and physical mode		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	12	0	1320	0	0.01	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	12	0	1320	0	0.01	0

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



Resolution No 3:- To re-appoint of Mr. P.K. Rajput (DIN: 00597342) as whole time director for a further period of three years w.e.f. July 28, 2021 to July 27, 2024.

I. Voted in Favour of Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		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	106	2	12465518	7657909	99.99	100
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	106	2	12465518	7657909	99.99	100

II. Voted against the Resolution

Type of voting.	Number of members voted through electronic voting system and physical mode		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	12	0	1320	0	0.01	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	12	0	1320	0	0.01	0

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

Resolution No 4:- To appoint M/S. V B S K & Co. Cost Accountants (Firm Registration No.000352) As Cost Auditors, from April 1, 2020 to March 31, 2021.

I. Voted in Favour of Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		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	107	2	12465618	7657909	99.99	100
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	107	2	12465618	7657909	99.99	100



II. Voted against the Resolution

Type of voting.	Number of members voted through electronic voting system and physical mode		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	11	0	1220	0	0.01	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	11	0	1220	0	0.01	0

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

Resolution No 5:- To approve the borrowing of the company under section 180 (1)(a) of the Companies Act 2013.

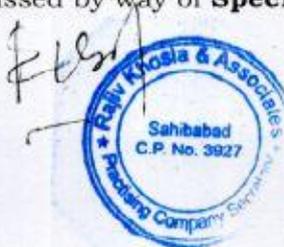
I. Voted in Favour of Resolution

Type of voting	Number of members voted through electronic voting system and physical mode		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	106	2	12465518	7657909	99.99	100
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	106	2	12465518	7657909	99.99	100

II. Voted against the Resolution

Type of voting.	Number of members voted through electronic voting system and physical mode		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	12	0	1320	0	0.01	0
Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	12	0	1320	0	0.01	0

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



In view of e voting only there was no invalid votes in the present meeting. The Register, all other papers and relevant records relating to electronic voting 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,

Approved, Accepted & Countersigned by

For Rajiv Khosla & Associates



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

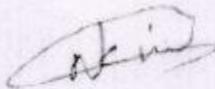


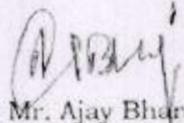
(Sandeep Agarwal)
(Managing Director and
Chairman of the meeting)

Place: Ghaziabad

Dated: September 30, 2020

Witnessed by:-


1. Name & Signature : Mr. Narender Kumar


2. Name & Signature : Mr. Ajay Bhardwaj