



**Vista®**

# Alps Industries Limited

(A Government Recognised Trading House) 100% E.O.U.

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](mailto:alps@alpsindustries.com) Web.: [www.alpsindustries.com](http://www.alpsindustries.com)  
CIN No. : L51109UP1972PLC003544

Mr. Jayesh Ashtekar, (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 - 022-22721234 / 33  
Fax: 022 - 22723121 /  
3719/2037/2039/2041/2061  
Email - [info@bseindia.com](mailto:info@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 - [cm1ist@nse.co.in](mailto:cm1ist@nse.co.in)**

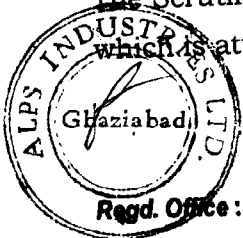
**SUB: - DECLARATION OF RESULTS OF THE VOTING ON RESOLUTIONS SET OUT  
IN THE NOTICE OF 42ND ANNUAL GENERAL MEETING HELD ON 30<sup>TH</sup>  
SEPTEMBER, 2014.**

Dear Sir/s,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 42<sup>nd</sup> Annual General Meeting (AGM) of the Company was convened on 30<sup>th</sup> September, 2014 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 30<sup>th</sup> May, 2014.

Further, Pursuant to the provisions of section 108 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014, and clause 35B of the Listing Agreement, 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 and the physical ballot, a copy of which is attached hereto. The summary of the voting results is as under:-



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

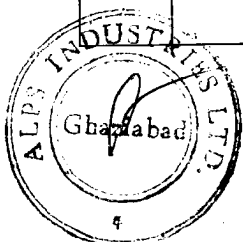


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| S.No | Particulars                                                                                                                                                                                                                                                                     | % of shares<br>voted in<br>favour of the<br>resolution | % of shares<br>voted against<br>the resolution |
|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------|
| 1.   | To consider, approve and adopt the Audited Balance Sheet for the financial year ended on 31st March 2014, 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> | 99.12                                                  | 0.82                                           |
| 2.   | To appoint a Director in place of Mr. P.K. Lamba (DIN No. 02843166), Independent & Non-Executive Director by rotation and being eligible, offers himself for re-appointment. <b>(Ordinary Resolution)</b>                                                                       | 99.12                                                  | 0.82                                           |
| 3.   | To appoint Statutory Auditors who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the forty sixth Annual General Meeting i.e. for four years and to fix their remuneration. <b>(Special Resolution)</b>                            | 99.12                                                  | 0.82                                           |
| 4.   | To Re-appoint Mr. P.K Rajput as Executive Director of the Company for a period of three years. <b>(Special Resolution)</b>                                                                                                                                                      | 99.12                                                  | 0.82                                           |
| 5.   | To ratify the appointment of Cost Auditors, M/s Neeraj Sharma & Co., who shall hold office for Financial Year 2014-15. <b>(Special Resolution)</b>                                                                                                                              | 99.12                                                  | 0.82                                           |



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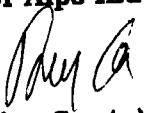
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Accordingly, the Managing Director and Chairman of the meeting has on, 30th September, 2014, declared that all 5 (Five) resolutions as set out in the Notice of the 42nd AGM of the Company have been passed with requisite majority by the Members of the Company. Further, the company has made necessary disclosures on the website of the company.

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

FCS M. Com

PRACTISING COMPANY SECRETARY

B-56, Shalimar Garden, Chhabra Colony, Shalimar Housing Complex, Sahibabad, U.P.-201005

Mobile : 9811583699 Telefax : 95120-2610974

E-mail : khosla.rajivfcs@gmail.com, khosla\_rk1972@yahoo.co.in

To,  
The Chairman  
Alps Industries Limited

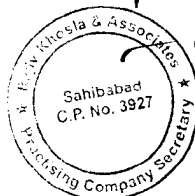
Dear Sir,

**SUB : Scrutinizer's Report On E-Voting Conducted Pursuant to The Provisions Of Section 108 Of The Companies Act, 2013 ("The Act") Read With Rule 20 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.**

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, 2014, pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, 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 Second Annual General Meeting of the Company to be held on September 30, 2014.

The Notice dated May 30, 2014 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 to be held on September 30, 2014.

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 physical ballot papers to the members who do not have access to e-voting facility.



The shareholders of the company holding shares as on the "Cut-off " date of August 6, 2014 were entitled to vote on the proposed resolutions as set out at Item nos. 1 to 5 in the Notice of the 42nd Annual General Meeting of Alps Industries Limited.

The voting period for e-voting commenced on Thursday, September 25, 2014 at 10:00 a.m , and ended on Friday, September 26, 2014 at 10:00 a.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. August 6 2014 were considered for the purpose of voting rights for e voting as well as in person at the AGM.

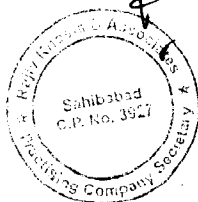
I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.

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 2014, 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 | Nil                                                                        | Nil                           | Nil                                   |
| Physical | 43                                                                         | 11,154,868                    | 99.18%                                |
| Total    | 43                                                                         | 11,154,868                    | 99.18%                                |



## II. Voted against the Resolution

|          | Number of members<br>voted through<br>electronic voting<br>system and physical<br>mode | Number of Votes cast<br>(Shares) | % of total number of<br>valid votes cast |
|----------|----------------------------------------------------------------------------------------|----------------------------------|------------------------------------------|
| E-voting | Nil                                                                                    | Nil                              | Nil                                      |
| Physical | 1                                                                                      | 92575                            | 0.82%                                    |
| Total    | Nil                                                                                    | Nil                              | Nil                                      |

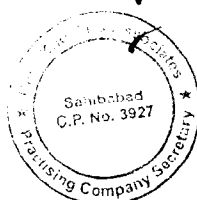
## III. Invalid votes :

|          | Total number of members<br>whose votes were declared<br>invalid | Total number of Votes cast<br>(Shares) |
|----------|-----------------------------------------------------------------|----------------------------------------|
| E-voting | Nil                                                             | Nil                                    |
| Physical | Nil                                                             | Nil                                    |
| Total    | Nil                                                             | Nil                                    |

**2. Resolution No. 2 :-** To appoint a Director in place of Mr. P.K. Lamba (DIN No. 02843166), Independent & Non-Executive Director by rotation and being eligible, offers himself for re-appointment

## I. Voted in Favour of Resolution

|          | Number of members<br>voted through<br>electronic voting<br>system and physical<br>mode | Number of Votes cast<br>(Shares) | % of total number of<br>valid votes cast |
|----------|----------------------------------------------------------------------------------------|----------------------------------|------------------------------------------|
| E-voting | Nil                                                                                    | Nil                              | Nil                                      |
| Physical | 43                                                                                     | 11,154,868                       | 99.18%                                   |
| Total    | 43                                                                                     | 11,154,868                       | 99.18%                                   |



## II. Voted against the Resolution

|          | Number of members<br>voted through<br>electronic voting<br>system and physical<br>mode | Number of Votes cast<br>(Shares) | % of total number of<br>valid votes cast |
|----------|----------------------------------------------------------------------------------------|----------------------------------|------------------------------------------|
| E-voting | Nil                                                                                    | Nil                              | Nil                                      |
| Physical | 1                                                                                      | 92575                            | 0.82%                                    |
| Total    | Nil                                                                                    | Nil                              | Nil                                      |

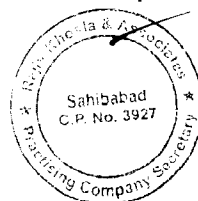
## III. Invalid votes :

|          | Total number of members<br>whose votes were declared<br>invalid | Total number of Votes cast<br>(Shares) |
|----------|-----------------------------------------------------------------|----------------------------------------|
| E-voting | Nil                                                             | Nil                                    |
| Physical | Nil                                                             | Nil                                    |
| Total    | Nil                                                             | Nil                                    |

**3. Resolution No 3 :-** To appoint Statutory Auditors who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the forty sixth Annual General Meeting i.e. for four years and to fix their remuneration

## I. Voted in Favour of Resolution

|          | Number of members<br>voted through<br>electronic voting<br>system and physical<br>mode | Number of Votes cast<br>(Shares) | % of total number of<br>valid votes cast |
|----------|----------------------------------------------------------------------------------------|----------------------------------|------------------------------------------|
| E-voting | Nil                                                                                    | Nil                              | Nil                                      |
| Physical | 43                                                                                     | 11,154,868                       | 99.18%                                   |
| Total    | 43                                                                                     | 11,154,868                       | 99.18%                                   |



## II. Voted against the Resolution

|          | Number of members<br>voted through<br>electronic voting<br>system and physical<br>mode | Number of Votes cast<br>(Shares) | % of total number of<br>valid votes cast |
|----------|----------------------------------------------------------------------------------------|----------------------------------|------------------------------------------|
| E-voting | Nil                                                                                    | Nil                              | Nil                                      |
| Physical | 1                                                                                      | 92575                            | 0.82%                                    |
| Total    | Nil                                                                                    | Nil                              | Nil                                      |

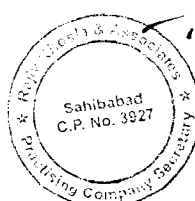
## III. Invalid votes :

|          | Total number of members<br>whose votes were declared<br>invalid | Total number of Votes cast<br>(Shares) |
|----------|-----------------------------------------------------------------|----------------------------------------|
| E-voting | Nil                                                             | Nil                                    |
| Physical | Nil                                                             | Nil                                    |
| Total    | Nil                                                             | Nil                                    |

**4. Resolution No 4:-** To Re-appoint Mr. P.K Rajput as Executive Director of the Company for a period of three years.

## I. Voted in Favour of Resolution

|          | Number of members<br>voted through<br>electronic voting<br>system and physical<br>mode | Number of Votes cast<br>(Shares) | % of total number of<br>valid votes cast |
|----------|----------------------------------------------------------------------------------------|----------------------------------|------------------------------------------|
| E-voting | Nil                                                                                    | Nil                              | Nil                                      |
| Physical | 43                                                                                     | 11,154,868                       | 99.18%                                   |
| Total    | 43                                                                                     | 11,154,868                       | 99.18%                                   |



## II. Voted against the Resolution

|          | Number of members<br>voted through<br>electronic voting<br>system and physical<br>mode | Number of Votes cast<br>(Shares) | % of total number of<br>valid votes cast |
|----------|----------------------------------------------------------------------------------------|----------------------------------|------------------------------------------|
| E-voting | Nil                                                                                    | Nil                              | Nil                                      |
| Physical | 1                                                                                      | 92575                            | 0.82%                                    |
| Total    | Nil                                                                                    | Nil                              | Nil                                      |

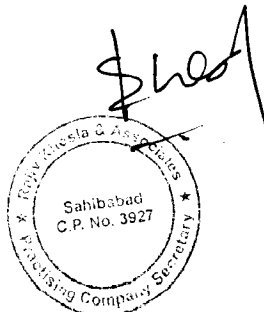
## III. Invalid votes :

|          | Total number of members<br>whose votes were declared<br>invalid | Total number of Votes cast<br>(Shares) |
|----------|-----------------------------------------------------------------|----------------------------------------|
| E-voting | Nil                                                             | Nil                                    |
| Physical | Nil                                                             | Nil                                    |
| Total    | Nil                                                             | Nil                                    |

**5. Resolution No 5 :-** To ratify the appointment of Cost Auditors, M/s Neeraj Sharma & Co., who shall hold office for Financial Year 2014-15.

## I. Voted in Favour of Resolution

|          | Number of members<br>voted through<br>electronic voting<br>system and physical<br>mode | Number of Votes cast<br>(Shares) | % of total number of<br>valid votes cast |
|----------|----------------------------------------------------------------------------------------|----------------------------------|------------------------------------------|
| E-voting | Nil                                                                                    | Nil                              | Nil                                      |
| Physical | 43                                                                                     | 11,154,868                       | 99.18%                                   |
| Total    | 43                                                                                     | 11,154,868                       | 99.18%                                   |



## II. Voted against the Resolution

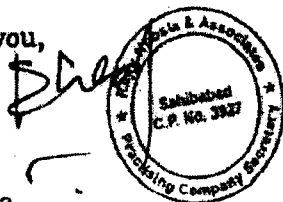
|          | Number of members voted through electronic voting system and physical mode | Number of Votes cast (Shares) | % of total number of valid votes cast |
|----------|----------------------------------------------------------------------------|-------------------------------|---------------------------------------|
| E-voting | Nil                                                                        | Nil                           | Nil                                   |
| Physical | 1                                                                          | 92575                         | 0.82%                                 |
| 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                                 |

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,



Rajiv Khosla  
For Rajiv Khosla & Associates  
Practising Company Secretary  
FCS: 5197 CP: 3927

Approved, Accepted & Countersigned by

Sandeep Agarwal  
(Managing Director & Chairman of  
the AGM)

Place: Ghaziabad

Dated: September 30, 2014

Witnessed by :-

Mr. Dhanunjaya Reddy

Mr. Anuj Dubey