

Alps Industries Limited

REGD. / CORP. OFFICE

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

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE POSTAL BALLOT RESULTS DECLARED ON FEBRUARY 27 2026, AS SPECIAL RESOLUTION, OF M/S. ALPS INDUSTRIES LIMITED AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO 1 5-B, G. T. ROAD CHAUDHARY MORH, GHAZIABAD UTTAR PRADESH - 201001

AMENDMENT IN THE AUTHORIZED SHARE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION AND OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Section 4, 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and rules made thereunder including any statutory modification(s) or re-enactment(s) thereof for the time being in force and such other approvals, consent, sanction and permission of the appropriate statutory regulators, as may be necessary, the consent of the Members of the Company be and is hereby accorded for replacing the existing clause V related to authorized share capital in the following manner and adopt the new set of Memorandum and Articles of Association as per the Companies Act 2013:

"CLAUSE V RELATED TO AUTHORIZED SHARE CAPITAL:

The authorized share capital of the Company is Rs. 3,45,00,00,000/- (Rupees Three Hundred and Forty-Five Crores Only), divided into 3,45,00,00,000 (Three Hundred and Forty-Five Crores) shares of Rs. 1/- (Rupee One) each, comprising of 90,00,00,000 (Ninety Crores) Equity Shares of Rs. 1/- (Rupee One) each; and 2,55,00,00,000 (Two Hundred and Fifty-Five Crores) Preference Shares of Rs. 1/- (Rupee One) each. The Preference Shares may be issued as cumulative or non-cumulative, redeemable, convertible or otherwise, with such rights, privileges, conditions and restrictions, including in regard to dividend, voting, redemption, return of capital and distribution of assets, as may be determined by the Company in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder. The Company shall have the power to increase, reduce, consolidate, subdivide or otherwise reorganize its share capital, and to vary or modify the rights attached to any class of shares, in such manner as may be permitted under the Companies Act, 2013 and the rules made thereunder. The Board of Directors be and are hereby authorized subject to applicable provisions of the Act and requisite approvals, to utilize the authorized share capital, issue shares of any class, and to determine the terms and conditions of such issue, including conversion of unissued preference shares into equity shares or vice-versa, within the aforesaid authorized share capital."

RESOLVED FURTHER THAT any of the Directors of the Company of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for

Contact : +91-9871692058
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Website : www.alpsindustries.com
CIN : L51109UP1972PLC003544

Alps Industries Limited

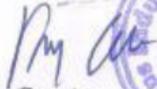
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Uttar Pradesh - 201001

the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this

regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

**Certified True Copy
For Alps Industries Limited**


Ajay Gupta
Company Secretary
& Compliance Officer
M. No. F4474





RAJIV KHOSLA & ASSOCIATES

M.COM., FCS

(PRACTICING COMPANY SECRETARY)

Rama Chandra Residency, Plot No.126, G-1, Ground Floor, Rajender Nagar

Sector-5, Near Khaitan Public School Gate No. 2, Sahibabad, District Ghaziabad-201005, Uttar Pradesh

Mobile : 9811583699 ● E-mail : khosla.rajivfcs@gmail.com, khosla.rajivcs@gmail.com, csrajivkhosla@gmail.com

To,

**The Executive Director of
Alps Industries Limited**

Dear Sir,

Sub: Scrutinizer's Report on postal Ballot notice dated January 13 2026 Remote e-Voting conducted pursuant to the provisions of Section 108 and 110 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 meeting of the Board of Directors of Alps Industries Limited held on January 13 2026 having its Registered Office at Plot No.15-B, G.T. Road, Chaudhary Morh, Ghaziabad UP 201001 (CIN:L51109UP1972PLC003544), pursuant to Section 108 and 110 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 process and to scrutinize the same in respect of the below mentioned resolutions to be passed through the Postal Ballot notice date January 13 2026 facility in terms of the applicable provisions of the Companies Act, 2013 read with the Circular and notifications issued by MCA/SEBI from time to time and Rule 20(4)(v) of the Companies (Management and Administration) Rules 2014, the Company has provided remote e-voting to members to cast their votes on the resolutions set in the Postal Ballot Notice of convening postal Ballot. 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 for the postal ballot.

The Postal Ballot Notice dated January 13 2026 of the Company along with Statement setting out material facts under Section 102 of the Act were displayed on the website of CDSL in terms of circulars issued by Ministry of Corporate Affairs (MCA) from time to time.

The shareholders of the Company holding shares as on the "**Cut-off**" date on **Friday January 16 2026** were entitled to vote on the proposed resolutions as set out from Item nos. 1 to 7 in the Postal Ballot Notice dated January 13 2026 of Alps Industries Limited.

The voting period for remote e-voting commenced on Wednesday, January 28, 2026 at 10:00 A.M. and ends on Thursday, February 26, 2026 at 5:00 P.M. The members as on



the cutoff date **i.e. Friday January 16 2026** were considered for the purpose of voting rights for remote e-voting.

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:

SPECIAL BUSINESS

1 APPOINTMENT OF MR. NISHANT SHARMA (DIN: 00079281) AS EXECUTIVE DIRECTOR FOR A PERIOD OF THREE YEARS W.E.F 13-01-2026 TO 12-01-2029.

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	116	2	8817424	53605366	99.94	100%
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	116	2	8817424	53605366	99.94	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	21	0	4979	0	0.06	0
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	21	0	4979	0	0.06	0

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

2. APPOINTMENT OF MS. AYUSHI KUKREJA (DIN: 10893537) AS INDEPENDENT DIRECTOR

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	116	2	8818921	53605366	99.96	100%
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					



Total	116	2	8818921	53605366	99.96	100%
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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	21	0	3482	0	0.04	0
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	21	0	3482	0	0.04	0

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

3. APPOINTMENT OF MS. SANDHYA KOHLI (DIN: 10527387) AS INDEPENDENT DIRECTOR

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	116	2	8817424	53605366	99.94	100%
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	116	2	8817424	53605366	99.94	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	21	0	4979	0	0.06	0
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	21	0	4979	0	0.06	0

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

4. APPOINTMENT OF MR. SANJEEV KHANNA (DIN: 11083364) AS A NON-EXECUTIVE NON INDEPENDENT DIRECTOR

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	117	2	8818924	53605366	99.96	100%



Physical	Not applicable due to VC meeting only as per MCA Circulars.					
Total	117	2	8818924	53605366	99.96	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	20	0	3479	0	0.04	0
Physical	Not applicable due to Postal Ballot as per MCA Circulars					
Total	20	0	3479	0	0.04	0

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

5. APPOINTMENT OF MR. NISHANT SHARMA (DIN 00079281) AS REGULAR EXECUTIVE DIRECTOR

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	117	2	8818924	53605366	99.96	100%
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	117	2	8818924	53605366	99.96	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	20	0	3479	0	0.04	0
Physical	Not applicable due to Postal Ballot as per MCA Circulars					
Total	20	0	3479	0	0.04	0

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

6. CHANGE OF REGISTERED OFFICE OUTSIDE THE LOCAL LIMITS OF ANY CITY, TOWN OR VILLAGE

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	117	2	8817528	53605366	99.94	100%
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	117	2	8817528	53605366	99.94	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	20	0	4875	0	0.06	0
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	20	0	4875	0	0.06	0

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

7. AMENDMENT IN THE AUTHORIZED SHARE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION AND OF THE COMPANY

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	118	2	8816031	53605366	99.93	100%
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	118	2	8816031	53605366	99.93	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	19	0	6372	0	0.07	0
Physical	Not applicable due to Postal Ballot as per MCA Circulars.					
Total	19	0	6372	0	0.07	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 Postal Ballot. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Executive Director considers, approves and signs the Minutes of the



aforesaid Postal Ballot 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
UDIN: F005197G004008339
Peer Review No: 7130/2025



Place: Ghaziabad
Dated: February 27, 2026

Witnessed by:-

1. Name & Signature : Sanjay Nautiyal: *Sanjay*
2. Name & Signature : Harsh Agarwal: *Harsh*