



# ***Alpa Laboratories Ltd.***

**33/2, Pigdamber A.B. Road - 453 446 Distt. Indore - (M.P.) India**

Phone No. : +91 731-429 4567 Fax No. : +91 730-429 4444

Email : mail@alpalabs.in

CIN : L85195MP1988PLC004446

Date: -29<sup>th</sup> September, 2023

The Bombay Stock Exchange Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001  Scrip Code:532878	National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051 Scrip Code: ALPA
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**Subject: Outcome of 35<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2023**

**Dear Sir/Mam**

Pursuant to the Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements), 2015, and other applicable provisions we write to inform you that the followings resolutions as set out in the notice convening the 35<sup>th</sup> Annual General Meeting of the Members of the company were transacted at the AGM held on 29<sup>th</sup> day of September, 2023 through video conferencing and audio-visual means.

The Resolutions proposed in the AGM was passed with full majority.

Kindly take the above information on record.

Conclusion Time: 2:15 pm

Thanking You

Yours Faithfully.

**For ALPA LABORATORIES LIMITED**

**SWATI BAGH  
COMPANY SECRETARY**



### **Summary of proceeding of 35<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2023.**

Mr. Paresh Chawla, Chairman of the AGM as elected by the directors present took the chair and the requisite quorum for the meeting was present and meeting was called to order. The Notice of the meeting and directors report were taken as read with the permission of the members present. The chairman delivered his speech.

The company had provided Remote E-voting facility to its members and E-voting period had commenced from 26<sup>th</sup> September, 2023 (9:00 AM) to 28<sup>th</sup> September, 2023 (05:00 PM) and Mr. Shilpesh Dalal, Practicing Company secretary was appointed as the scrutinizer for the remote e- voting

The transcript of the AGM will be made available on our website [www.alpalabs.in](http://www.alpalabs.in)

### **The following items were transacted at the said AGM**

#### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Standalone Financial Statement for the financial year ended March 31, 2023 and Reports of the Board of Directors and the Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statement for the financial year ended March 31, 2023 and Reports of the Board of Directors and the Auditors thereon.
3. To appoint a director in place of Mr. Pravin Shah (DIN: 01232138), who retires by rotation and being eligible, offers himself for re-appointment.

#### **SPECIAL BUSINESS:**

4. To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

#### **RATIFICATION OF REMUNERATION OF COST AUDITORS OF THE COMPANY FOR THE YEAR 2023-24**

**"RESOLVED THAT** pursuant to the provisions of Section 148 (3) and other applicable provisions of the Companies Act, 2013, and Companies (Audit and Auditors) Rules, 2014 including any statutory modification or re-enactments thereof, M/s Sudeep Saxena and Associates, Cost Accountants, Indore (Firm Reg No. 100980), be and are hereby confirmed as Cost Auditor of the Company, as appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company, as applicable, for the financial year ending as on 31<sup>st</sup> March, 2024, be confirmed and be paid remuneration of Rs. 70,000 per year plus reimbursement of out-of-pocket expenses."

5. To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

#### **APPOINTMENT OF MR. SHITUL SHAH AS A WHOLE-TIME DIRECTOR OF THE COMPANY.**

**"RESOLVED THAT** subject to provisions of Sec. 152 and other applicable provisions of the Companies Act, 2013 and the relevant rules made thereunder, including any statutory modifications or re-enactment thereof, for the time being in force and the applicable provisions of Articles of Association of the Company, Mr. Shitul Shah (DIN: 07883973 ), appointed as an Additional Director, designated as Whole Time Director by the Board of Directors, at its Meeting



held on 14th August, 2023, based on the recommendation of the Nomination & Remuneration Committee and who holds office as such, up to the date of ensuing Annual General Meeting and in respect of whom, the Company has received a Notice in writing under Sec. 160(1) of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as Whole Time Director of the Company and the period of his office shall be liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and subject to such other approval, as may be necessary, consent of the Members of the Company, be and is hereby accorded to the appointment of Mr. Shitul Shah (DIN: 07883973) as Whole Time Director.

**RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in the financial year, the Company will pay remuneration by way of Salary including perquisites and allowances as specified under Section II of Part II of Schedule V to the Companies Act, 2013 or in accordance with any statutory modification(s) thereof.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration based on the recommendation of the Nomination & Remuneration Committee subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and matters and things as in its absolute discretion it may consider necessary, expedient and desirable to give effect to this resolution."

6. To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

**APPOINTMENT OF MR. SANKET BAHETI AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Mr. Sanket Baheti (DIN: 01530504), who has been appointed as an Additional Independent Director with effect from August 28, 2023, by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director of the Company for a term of 5 (five) years commencing from August 28, 2023 to August 27, 2028, who shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Director of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as are necessary to give effect to this resolution."

7. To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

**APPOINTMENT OF MRS. PRATIBHA LUNAWAT AS AN INDEPENDENT DIRECTOR OF THE**



**COMPANY.**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Mrs. Pratibha Lunawat (DIN:10306669), who has been appointed as an Additional Independent Director with effect from August 28, 2023, by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director of the Company for a term of 5 (five) years commencing from August 28, 2023 to August 27, 2028, who shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Director of the Company and/ or Chief Financial Officer and/or Company Secretary & Compliance Officer be and are hereby severally authorised to do all such acts, deeds, matters and things as are necessary to give effect to this resolution.

8. To consider and if thought fit, to pass the following resolution as Special Resolution:

**APPOINTMENT OF MR. SUNIL VALECHA AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Mr. Sunil Kumar Valecha (DIN: 10295867), who has been appointed as an Additional Independent Director with effect from August 28, 2023, by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director of the Company for a term of 5 (five) years commencing from August 28, 2023 to August 27, 2028, who shall not be liable to retire by rotation as he has attained the age of 75 years.

**RESOLVED FURTHER THAT** any of the Director of the Company and/ or Chief Financial Officer and/or Company Secretary & Compliance Officer be and are hereby severally authorised to do all such acts, deeds, matters and things as are necessary to give effect to this resolution.

9. To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

To approve requests received from Mr. Mitin Shah, Mrs. Meeta Sethi, Mrs. Saraswati Shah and Ms. Pooja Chawla Persons belonging to Promoter & Promoter Group for reclassification from "Promoter/Promoter Group" category to "Public" category.

**"RESOLVED THAT** pursuant to the provisions of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to approval from the BSE Limited, National Stock Exchange of India Limited (herein after referred to as stock exchanges), the Securities and Exchange Board of India and such other Statutory Authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force), the consent of the members be and is hereby accorded to reclassify the following person(s) (hereinafter individually and jointly



referred to as the Promoters) from "Promoter/Promoter Group" category to "Public" category:

Name of the Promoters	No. of Equity shares held (Face value of ` 10/- each)	Percentage of shareholding (%)
Mr. Mitin Shah	NIL	0
Mrs. Saraswati Shah	NIL	0
Mrs. Meeta Sethi	NIL	0
Ms. Pooja Chawla	NIL	0

**RESOLVED FURTHER THAT** in supersession of any provision, Promoters special rights, if any, with respect to the Company through formal or informal arrangements including through any shareholders agreements, if any, stand withdrawn/terminated and be null and void, with immediate effect.

**RESOLVED FURTHER THAT** the above Promoters had undertaken that all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations,

And all the necessary requirement shall be made available to our website. A members may verify from it.

Thanking You

Yours Faithfully.

**For ALPA LABORATORIES LIMITED**

  
**SWATI BAGH**  
**COMPANY SECRETARY**

