

ALPINE HOUSING DEVELOPMENT CORPORATION LIMITED

CIN : L85110KA1992PLC013174

Regd office: No 302, Alpine Arch, No.10, Langford Road, Bengaluru-560027

Web : www.alpinehousing.com, email Id: contact@alpinehousing.com Fax No: 91 080-22128357,

Ph No: 91 080 40473500

Notice is hereby given that 27th Annual General Meeting of the members of **M/S. Alpine Housing Development Corporation Limited** will be held on **Tuesday , the 29th September 2020 at 11.00 A.M.IST through Video conferencing (VC) / Other Audio Visual Means (OAVM) facility to transact the ordinary and special business as set out in the Notice of the 27th AGM :-**

ORDINARY BUSINESS:

- 1 To consider and adopt the Audited Balance Sheet as at 31st March 2020, the Statement of Profit and Loss account for the financial year ended as on that date and cash flow statement together with the Reports of Board of Directors and the Statutory Auditors thereon.
2. To appoint a Director in place of Mr. Syed Mohamed Mohsin (DIN 01646906) who retires by rotation and being eligible offers himself for Re- appointment

Special Business

3. Appointment of Ms. Shifali Kawatra as Non-Executive Independent Director of the Company

To consider and, if thought fit, to pass, with or without modification(s),the following resolution as an Ordinary Resolution

“**RESOLVED THAT**, pursuant to Section 149,150 152 and other applicable provisions of the Companies Act, 2013 read with Scheduled IV and all other applicable provisions of the companies (Appointment and Qualification of Directors) Rules, 2014 (including statutory modification(s) or re-enactment thereof for the time being in force and Regulation 16 & 17 of the Listing Regulations, Ms. Shifali Kawatra (DIN: **08839331**) , who was appointed as Additional Director in the capacity of non-Executive Independent Director with effect from 2 September 2020, be and is hereby appointed as a Non-Executive Independent Director of the Company for a term of five years commencing from 2 September 2020.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the company be and are hereby severally authorised to do all such acts, deeds, things and take all such actions as may be necessary, proper and expedient to give effect to this resolution

4. Re-Appointment of Independent Director Mr. Sreenivasulu Palle (DIN:02508483)

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution.

“**RESOLVED THAT**, pursuant to Section 149,152 & 161 and other applicable provisions of the Companies Act, 2013 read with Scheduled IV and all other applicable provisions of the companies (Appointment and Qualification of Directors) Rules, 2014 (including statutory modification(s) or re-enactment thereof for the time being in force and Regulation 16 & 17 of the Listing Regulations, Mr Sreenivasulu Palle (DIN: 02508483) , who was independent Director of the company , whose term of office at the end of five years expires on 25 September 2020 be and is hereby re-appointed as an non executive Independent director of the company, to hold office for a second term, for a period of five years commencing from 25 September 2020.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the company be and are hereby severally authorised to do all such acts, deeds, things and take all such actions as may be necessary, proper and expedient to give effect to this resolution

5. To Approve Related Party Transaction:

To consider and if thought fit, to pass the following resolution as a Special Resolution

“ **RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act 2013 , and Regulation 23 of SEBI (LODR) regulations 2015, read with the related party transactions policy of the company, confirmation and approval of the company be and is hereby accorded to the material contracts and arrangements entered into by the company with related parties, as per the details given in the accounts schedule

RESOLVED FURTHER THAT approval of the members of the company be and is hereby accorded to the board of Directors to enter into contracts/ arrangements / transactions with related parties, which may exceed the materiality threshold by an aggregate amount not exceeding 100 crore individually and / or collectively for each of the Financial years for a period of 5 years , and to be ratified by the members every year at the ensuing Annual General Meeting.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorize to do such acts, matters , deeds and things and give all such directions as it may in its absolute discretion deem necessary, expedient or desirable, in order to give effect to the above .”

By Order of Board
For Alpine Housing Development Corporation Limited

Sd/-

S.A.Kabeer

Date: 02.09.2020

Place : Bangalore

Managing Director

DIN 01664782

NOTES

1. The explanatory statement pursuant to section 102 of the Companies Act 2013 , in respect of the business under item Nos 3,4,5 above is annexed hereto. The relevant details of the Directors seeking re-appointment under item 2,3,4 pursuant to regulation 26 and 36(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations 2015 and as required under Secretarial Standards -2 , on General Meetings issued by the Institute of Company Secretaries of India, are annexed hereto
2. In view of the continuing Covid 19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circulars No. 20 / 2020 dated May 5, 2020, No. 17 / 2020 dated April 13, 2020, No. 14 / 2020 dated April 8, 2020(collectively referred to as MCA Circulars)has permitted the holding of the Annual General Meeting (AGM) through Video Conferencing facility or other Audio Visual means(OAVM) , without the physical presence of the members at a common venue.
In compliance with the provisions of the Companies Act 2013, Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations 2015(‘Listing Regulations’), and MCA circulars, the AGM of the Company is being held through VC/OAVM on Tuesday September 29, 2020 at 11.a.m.(IST)
3. Pursuant to the provisions of the Act a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company, since this AGM is being held pursuant to the MCA circulars through VC/ OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM , hence proxy form, attendance slip and route map of AGM are not annexed to this notice.
4. Institutional Investors who are members / Corporate members , intending to appoint their authorised representatives to attend the AGM through VC / OAVM or to vote through remote e-voting are requested to send a certified copy of the board resolution / Authorization to the scrutinizer by e-mail at csashok55@gmail.com with a copy to helpdesk.evoting@cdslindia.com
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.
6. Pursuant to section 91 of the Companies Act 2013, read with rule 10 of the companies (Management and Administration) Rules 2014 along with Regulation 60 of the SEBI(Listing Obligation and Disclosure Requirements) Regulations 2015 the Register of Members and Share Transfer Books of the Company will be closed from 14th September 2020 to 29th September 2020 (both days inclusive) for the purpose of the 27th Annual General Meeting of the Company , the cut-off date for e-voting will be 22nd September 2020
7. Members holding shares in physical form are requested advise any change of address immediately to the Company’s Registrar and Share Transfer Agent.. Members holding shares in electronic form must send the advice about change in address to their respective Depository participant only
8. Members holding shares in physical form are requested to consider converting their share certificates into dematerialized form to avoid risks associated with holding shares in physical form and for ease in portfolio management. Members are requested to contact the Registrar and Share Transfer Agent of the company for such conversion— M/s. CAMEO Corporate Services Ltd., Subramanian Building 5th floor, No.1, Club House Road, Mount Road Chennai – 600 002.
9. Updating of members details
The format of the Register of members prescribed by the Ministry of Corporate Affairs under the act requires the company / Registrar and Share Transfer Agent to record additional details of members, comprising - PAN details, e-mail address, bank details for the purpose of dividend payment, etc. Members holding shares in physical form are requested to submit the filled in form sent to them earlier by the RTA , submit to the Registrar and Share Transfer Agent of the Company. Members holding shares in electronic form are requested to submit the details to their respective Depository Participant .
10. Nomination facility :
As per the provisions of Section 72 of the Companies Act 2013, Rule 19(1) of the Companies (Share Capital and Debenture) Rules 2014 as amended, members holding shares in physical form may file nomination in the prescribed Form SH -13, with the Company’s Registrar and Share Transfer Agent. In respect of shares in dematerialized form , the nomination form may be filed with the respective Depository Participant.
11. **Transfer to Investor Education and Protection Fund :**
 - a) **Transfer of Unclaimed Dividend**
Members are hereby informed that under the Act , the company is required to transfer dividend which remains unpaid or unclaimed for a period of seven consecutive years or more, to the credit of the Investor Education and Protection Fund (The IEPF). Accordingly Dividend pertaining to the year 2012-13 which remains unpaid or unclaimed to be transferred to the IEPF Authority and members intimated likewise. The Unpaid dividend may be claimed by the members by making an application to the IEPF Authority in Form IEPF -5 The procedure for making such a claim is available on the website of the company at www.alpinehousing.com
Members who have not encashed their dividend warrants for the financial years ended 2013-14 and for any subsequent financial years are requested to make their claims to the company or to M/s Cameo Corporate Services Limited, without delay , to avoid transfer of their dividend / shares to the Fund / IEPF demat account.

b) Transfer of shares to IEPF

Pursuant to the provisions of section 124 of the Company's Act 2013 read with the IEPF (Accounting Audit Transfer and Refund) Rules 2016 as amended , all the shares on which the dividend remains unpaid or unclaimed for a period of seven consecutive years or more ;

Shall be transferred to the demat account of the IEPF Authority as notified by the Ministry of Corporate Affairs . Accordingly the company has/ Instituted the process / transferred 648340 Equity shares of the face value of Rs 10 each to the IEPF Authority during the Financial year 2018-19 and will do so in 2019-20 for those shares pertaining to dividend 2012-13

The Company has intimated by Notice , all members whose shares were due to be transferred to the IEPF Authority and had also published newspaper advertisements in this regard . The details of such Dividend /Shares transferred to the IEPF are uploaded on the website of the Company at www.alpinehousing.com

c) Claim from IEPF Authority

Members /Claimants whose shares , unclaimed dividend have been transferred to the IEPF Demat Account or the fund, may claim the shares or apply for the refund by making an application to the IEPF Authority in e-Form IEPF – 5 (available on www.iepf.gov.in) along with the requisite fee as decided by the IEPF Authority from time to time . The Member / Claimants can file only one consolidated claim in a financial year as per the IEPF Rules. No claim shall lie against the Company in respect of the dividend /share so transferred.

12. Details of unclaimed dividends on the website

In order to help members ascertain the status of unclaimed dividends, the company has uploaded the information in respect of unclaimed dividends commencing from the year 2012-13 onwards for subsequent years and the same is available on the website of the company . www.alpinehousing.com

13. In line with the MCA circular dated May 5, 2020, the Notice of the AGM along with the annual report 2019-20 is being sent through electronic mode to those members whose e-mail address is registered with the company/ Depositories. Members may note that this Annual Report will also be available on the Company's website at www.alpinehousing.com

14. To support the “ Green Initiative “ Members who have not registered their e-mail address are requested to register the same with the Companies Registrar and Share Transfer Agent/ their Depository Participants , in respect of shares held in physical / electronic mode , respectively.

15. In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India, additional information on directors recommended for appointment / re- appointment at the Annual General Meeting and directors liable to retire by rotation and seeking re-election is provided separately.

16. Members may note that the Notice of the Twenty Seventh Annual General Meeting and the Annual Report 2020 will be available on the Company's website www.alpinehousing.com.

E-VOTING – Procedure and instructions.

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL.

2. The remote e-voting facility shall commence on Saturday 26th September 2020, 9 A.M. and end on Monday 28th September 2020 at 5.p.m. During this period the shareholders of the Company may cast their vote electronically on the items mentioned on the Notice. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by a shareholder , the shareholder shall not be allowed to change it subsequently . The Voting Right of the members shall be in proportion to the number of Equity shares held by the members as on cut- off date. The facility of remote e-voting system shall be available during the meeting and the member attending the meeting, who have not already cast their vote by remote e-voting shall be able to exercise their right during the meeting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without Members of the Company,

holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Tuesday 22nd Sept 2020, will be eligible to cast their vote electronically .

4. The Board of Directors has appointed Mr. Ashok Kumar Tripathy, Practicing Company Secretary (Membership No.7319, COP No.14003) as the Scrutinizer, to scrutinize the voting during the AGM and the remote e-voting in accordance with law and in a fair and transparent manner. The Scrutinizer shall within a period not exceeding 48 hours from the conclusion of the annual general meeting prepare a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Chairman of the Company.
5. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company and on the website of CDSL.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

6. INSTRUCTIONS TO MEMBERS TO RAISE QUESTIONS DURING ANNUAL GENERAL MEETING

Shareholders who would like to express their views/ ask questions during the AGM may register themselves as speaker, by sending their request from their registered e-mail address mentioning their name, DP ID and client ID/Folio number, PAN, mobile number at company.secretary@alpinehousing.com from September 22nd (9.00a.m. IST) to September 24 , 2020 (5.00p.m.IST). Only those members who have registered themselves as a speaker will be allowed to express their views/ ask questions during the AGM. The company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

7. Process for those shareholders whose email ids are not registered:

- a) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhaar Card) by email to **RTA email id.** <https://investor.cameoindia.com>
- b) For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) to **RTA email id.** <https://investor.cameoindia.com>

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ON THE DAY OF THE AGM ON e-VOTING SYSTEM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.
3. If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility , then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting
4. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Detailed instructions on the e-voting procedure

The instructions for shareholders voting electronically are as under:

6. The remote e-voting facility shall **commence on Saturday 26th September 2020, 9 A.M. and end on Monday 28th September 2020 at 5.p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut- off date Tuesday 22.09.2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL thereafter
7. The shareholders should log on to the e-voting website www.evotingindia.com.

Click on Shareholders.

Now Enter your User ID

For CDSL: 16 digits beneficiary ID,

For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

8. Members holding shares in Physical Form should enter Folio Number registered with the Company. Next enter the Image Verification as displayed and Click on Login. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

After entering these details appropriately, click on "SUBMIT" tab.

Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e- voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice

Click on the EVSN for Alpine Housing Development Corporation Limited the Company Name on which you choose to vote.

On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

9. Shareholders can also cast their vote using CDSL's **mobile app m-Voting** available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

10. Note for Non – Individual Shareholders and Custodians

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

By Order of Board
For Alpine Housing Development Corporation Limited
Sd/-
S.A.Kabeer

Date: 02.09.2020

Place : Bangalore

Managing Director

DIN 01664782

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Pursuant to Section 102 of the Companies Act 2013, ('The Act') the following explanatory statement sets out all material facts relating to the business mentioned under item Nos 3, 4 & 5 of the accompanying Notice

Item No 3.

At the Board meeting of the Company held on 02 September 2020, the Board had, based on the recommendation of the NRC appointed Ms. Shifali Kawatra (DIN No. 08839331) as an Additional Director of the company in the capacity of Independent Director subject to the approval of the members The company has received consent and eligibility letter from Ms. Shifali Kawatra as required under the provisions of section 149(6) of the Companies Act 2013 and the rules framed thereunder and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

The company has also received a declaration confirming that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act 2013

In the opinion of the Board of Directors , Ms. Shifali Kawatra , fulfils the criteria of Independence as specified under section 149 of the Companies Act 2013, and the Securities and Exchange board of India (Listing Obligations and Disclosure Requirements) Regulations 2015. The disclosures as required under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. And Secretarial Standard-2 on General Meetings(SS-2) issued by the Institute of Company Secretaries of India , is annexed hereto .A draft copy of the Letter of Appointment for Independent Director is available for inspection by members at the Registered office of the Company on any working day during working hours.

The Board recommends the Ordinary resolution as set out in item No. 3 for the approval by the members of the company.

None of the directors and/ or key managerial personnel and their relatives except Ms. Shifali Kawatra , are concerned or interested in the above resolution

Item No 4.

Mr. Sreenivasulu Palle is currently an Independent Director of the company and Chairperson and member of the nomination and Remuneration Committee. Mr Sreenivasulu Palle was appointed as an Independent Director of the company by the members at the 22nd Annual General Meeting of the company held on 26th September 2015 to hold office up to 25 September 2020. Mr. Sreenivasulu Palle is eligible for re-appointment for a second term on the board of the company as an Independent Director. Based on the recommendations of the NRC , The Board of Directors propose the reappointment of Mr. Sreenivasulu Palle as an Independent Director of the company for a period commencing from 26 September 2020 to 25 September 2025, subject to the approval of the members by a special resolution

Based on the performance evaluation of the Independent Director and as per the recommendations of the NRC and given his background , experience and contribution the Board is of the opinion that Mr. Sreenivasulu Palle's continued association would be of immense benefit to the company

The company has received consent and eligibility letter from Mr. Sreenivasulu Palle as required under the provisions of section 149(6) of the Companies Act 2013 and the rules framed thereunder and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Requirements) Regulations 2015.

The company has also received a declaration confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act 2013

In the opinion of the Board of Directors , Mr Sreenivasulu palle, fulfils the criteria of Independence as specified under section 149 of the Companies Act 2013, and the Securities and Exchange board of India(Listing Obligations and Disclosure Requirements) Regulations 2015. The disclosures as required under regulation 36(3) of SEBI(Listing Obligations and Disclosure Requirements) Regulations 2015. And Secretarial Standard-2 on General Meetings(SS-2) issued by the Institute of Company Secretaries of India , is annexed hereto .A draft copy of the Letter of Appointment for Independent Director is available for inspection by members at the Registered office of the Company on any working day during working hours.

Mr. Sreenivasulu Palle is a Chartered Accountant by profession with over 20 years rich experience in Finance , Audit and taxation laws.

"The Board recommends the resolution as set out in **item No. 4** for the approval by the members of the company as a Special Resolution."

None of the directors and/ or key managerial personnel and their relatives except Mr. Sreenivasulu Palle , are concerned or interested in the above resolution

Item No 5.

Your Company is primarily engaged in the business of development and sale of residential properties The funding obligations of such entities are partially met out of the Company's cash flows. In addition thereto, the Company also provides security(ies) and corporate guarantee(s) to secure the borrowings and other facilities being availed by associate(s) companies. The Company also has existing and continuing contracts/arrangements in the ordinary course of business relating to transfer of rights, development agreements, building maintenance services, utilities and construction costs, etc., with the related party entities, which have continued to exist beyond 31st March, 2020.

As these are ongoing transactions, it is difficult to specifically assess the total value of such transactions at this stage, however, it is expected that the aggregate value of all such transactions together would be approx. 100 crores. These would include both sums payable from the Company to these related party entities and vice-versa.

Going forward and in the ordinary course of business, the Company may enter into new transactions of similar nature i.e. lending, providing and receiving corporate guarantee(s) and security(ies) for existing/new credit facility(ies), , building maintenance service(s), sale/purchase of material, transfer of right(s), construction cost(s), etc., with the related party entities as mentioned in annual accounts , which may exceed the materiality threshold limit annually by individually and/or collectively.

Since some of the above transactions are not fixed for any particular term, it is not possible for the Company to ascribe an explicit monetary value to such transactions. However, approval of the Audit Committee and/or Board, wherever required, shall be obtained in terms of the provisions of the Companies Act, 2013 and in terms of SEBI (LODR) 2015 Regulations.

The approval of the shareholders is being sought by way of a special resolution in respect of the existing contracts/ arrangements. Further, approval is also being sought for the proposed material transactions in a proactive manner.

The Board recommends the resolution at item no 5 for approval of the members as Special Resolution

By Order of Board
For Alpine Housing Development Corporation Limited
Sd/-
S.A.Kabeer

Date: 02.09.2020

Place : Bangalore

Managing Director

DIN 01664782

DETAILS OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT AT THE ANNUAL GENERAL MEETING AS PER Regulation 36(3) of SEBI (LODR) 2015 Regulations 2015 and amendments thereto.

Additional Information in respect of Directors seeking re-appointment and appointment, referred in item No.2, 3, & 4 of Notice, in terms of SEBI (LODR) Listing regulations, 2015 for the information of the shareholders are stated below.

Name	Mr. Sreenivasulu Pale	Ms. Shifali Kawatra	Mr. S . M. Mohsin
Date of Birth	15.07.1955	27.10.1994	16-07-1962
Date of appointment	13.02.2015	31.08.2020	26.09.2019
Experience	A Chartered Accountant with over 20 years experience in finance audit and Taxation	Qualified Chartered Accountant having Good exposure in Finance and Taxation along with advisor for Banking and Funding.	13 years rich experience in companies in India and abroad. Managerial skill in corporate sector
Qualification	BCom. FCA	ACA	B com
Expertise in specific functional area	Chartered Accountant by profession	Chartered Accountant	Managerial Function
Directorships held in other Public Companies (excluding Foreign Companies) as at 31st March, 2020.	NIL	NIL	NIL
Number of shares held in the Company as at 31st March, 2020.	NIL	NIL	1209333

By Order of Board
For Alpine Housing Development Corporation Limited
 Sd/-
S.A.Kabeer

Date: 02.09.2020
 Place : Bangalore

Managing Director
 DIN 01664782