



ANSAL HOUSING & CONSTRUCTION LTD.

An ISO 9001:2008 Company

Registered & Head Office : 15, UGF, Indra Prakash, 21, Barakhamba Road, New Delhi - 110001
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CIN:L45201DL1983PLC016821

Ref. No.: SECY/S-16/2017

May 03, 2017

The Listing Compliance Cell BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Phone : 022-22721233-34	The Manager (Listing) National Stock Exchange of India Ltd. "Exchange Plaza", Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051 Phone: 011-26598236
COMPANY NO. 507828	SYMBOL : ANSALHSG SERIES : EQ

SUB: MINUTES FOR THE DECLARATION OF POSTAL BALLOT RESULT

Dear Sir,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of the minutes of the Postal Ballot result declared on April 28, 2017.

Kindly take the above information on record.

Thanking you.

Yours faithfully,

For ANSAL HOUSING & CONSTRUCTION LIMITED


(S.N. Grover)
Addl. V.P. & Company Secretary
M. No. FCS 4055



Encl :- as above

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PROCEEDINGS RELATING TO DECLARATION OF THE RESULT OF POSTAL BALLOT OF M/S. ANSAL HOUSING AND CONSTRUCTION LIMITED ON FRIDAY, 28th APRIL, 2017 AT 3.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 15 UGF, INDRA PRAKASH, 21 BARAKHAMBHA ROAD, NEW DELHI - 110 001

It is hereby recorded as follows:

1. The Company had at the Board Meeting held on March 02, 2017, decided to obtain consent of the members, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 in respect of the following matters:
 - Payment of Minimum Remuneration to Mr. Deepak Ansal, Chairman and Managing Director of the Company in accordance with Schedule V of the Companies Act, 2013 in the event of inadequacy of profits or no profits.;
 - Payment of Remuneration to Mr. Kushagr Ansal, Whole Time Director of the Company in accordance with Schedule V of the Companies Act, 2013 in event of inadequacy of profits or no profits.
2. At the same meeting, the Board had appointed Mr. Anjani Kumar, Practicing Company Secretary as Scrutinizer for conducting the Postal Ballot voting/ e-voting process in accordance with law and in fair and transparent manner.
3. In compliance with the provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had offered voting by electronic means and availed the services of CDSL (Central Depository Services Limited) to provide the facility to the members for voting by electronic means.
4. The Postal Ballot notice dated March 02, 2017 containing special resolutions along with explanatory statement was sent to Members of Company whose names appeared on the Register of Members/ List of beneficiaries as on November 18, 2016, and the dispatch of notice of postal ballot along with postal ballot forms and Postage pre-paid business reply envelopes was completed on March 24, 2017 for those members whose email ids were not registered with the Company and sent e-mail to members whose email ids were available in the electronic registry. The notice of the postal ballot was also placed on the website of the Company.
5. The intimation about the completion of dispatch of the postal ballot notice along with postal ballot forms and Postage pre-paid business reply envelopes and the last date for receipt of reply from the shareholders was also intimated to the shareholders by way of publication of advertisement in 'Business Standard' (English and Hindi) on March 25, 2017.
6. The members were requested to return the physical postal ballot forms duly completed along with the Assent (for) or Dissent (against), so as to reach the scrutinizer before 5 PM on Wednesday, April 26, 2017. In case of electronic voting,




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Members were requested to cast their votes electronically up to 5 PM on April 26, 2017.

7. After due scrutiny of all the postal ballot forms/ e-voting received up to 5 PM on Thursday, April 26, 2017 (being the last date fixed for receipt of duly filled postal ballot forms), the scrutinizer submitted his final report on Friday, April 27, 2017.
8. The last date fixed for receipt i.e. April 26, 2017 of duly completed postal ballot forms/ e- voting has been taken as the date of passing of the resolutions.
9. The result of postal ballot/ e-voting along with Scrutinizer's Report was placed on the website of the Company at www.ansals.com as well as communicated to the Stock Exchanges, where the securities of the Company are listed. The result was also affixed on the notice board of the Company.

The summary of the result is as follows:

Resolution No. 01: Payment of Minimum Remuneration to Mr. Deepak Ansal, Chairman and Managing Director of the Company in accordance with Schedule V of the Companies Act, 2013 in the event of inadequacy of profits or no profits.

Particulars	Number of valid votes			Percentage
	Postal Ballot	E-votes	Total	
Assent	1612	25029135	25030747	99.992
Dissent	425	1675	2100	0.008
Total	2037	25030810	25032847	100

Since out of the total valid votes polled, 99.992% of the votes were cast in favour of the resolution, the above special resolution was declared to have been passed with overwhelming majority.

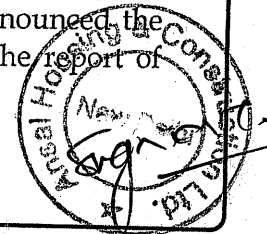
Resolution No. 02: Payment of Remuneration to Mr. Kushagr Ansal, Whole Time Director of the Company in accordance with Schedule V of the Companies Act, 2013 in event of inadequacy of profits or no profits.

Particulars	Number of valid votes			Percentage
	Postal Ballot	E-votes	Total	
Assent	412	25029135	25029547	99.992
Dissent	425	1675	2100	0.008
Total	837	25030810	25031647	100

Since out of the total valid votes polled, 99.992% of the votes were cast in favour of the resolution, the above special resolution was declared to have been passed with overwhelming majority.

10. The report furnished by Mr. Anjani Kumar, the Scrutinizer was accepted by the Chairman & Managing Director who authorized Mr. Som Nath Grover, Addl. V.P. & Company Secretary to declare the result. Pursuant to the authority given by the Chairman & Managing Director, Mr. Som Nath Grover announced the result of postal ballot on Friday, April 28, 2017 on the basis of the report of

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Scrutinizer declaring that all the resolutions were duly passed with the requisite majority:

The resolutions duly approved by members were as under:

SPECIAL RESOLUTIONS

ITEM NO. 1: Payment of minimum remuneration to Mr. Deepak Ansal, Chairman and Managing Director of the Company in accordance with Schedule V of the Companies Act, 2013 in the event of inadequacy of profits or no profits.

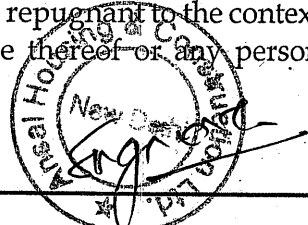
"RESOLVED THAT pursuant to Section 196, 197 read with Section II of Part II of Schedule V of Companies Act, 2013 (as amended from time to time) and all other applicable provisions, if any, of the Companies Act, 2013 (including any amendment/ modification thereof) and subject to such other approval(s), consent(s) and permission(s), as may be required and subject to such conditions as may be imposed by any authority while granting such approval(s), consent(s) or permission(s) and as may be agreed by the Board of Directors (hereinafter referred to as the Board, which term shall unless repugnant to the context or meaning thereof, be deemed to include any Committee thereof or any person authorized by the Board in this behalf), the consent of the members of the Company be and is hereby accorded to pay minimum remuneration in accordance with Section II of Part II of Schedule V of Companies Act, 2013 to Mr. Deepak Ansal (DIN: 00047971), Chairman & Managing Director of the Company during the period commencing from 1st April, 2016 till expiry of his term as the Chairman & Managing Director i.e. 31st March, 2018, in the event of inadequacy or absence of profits during these financial years.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized to alter or vary the terms of remuneration, as it may at its discretion, deem fit, from time to time provided that the remuneration is in accordance with the subsisting provisions of the Companies Act, 2013 and rules framed thereunder.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized to do all such acts, deeds and things as may be expedient and necessary to give effect to this Resolution."

ITEM NO. 2: Payment of remuneration to Mr. Kushagr Ansal, Whole Time Director of the Company in accordance with Schedule V of the Companies Act, 2013 in the event of inadequacy of profits or no profits.

"RESOLVED THAT in furtherance of the earlier resolutions passed by the members for re-appointment of Mr. Kushagr Ansal (DIN: 01216563) as Whole Time Director of the Company and fixing terms of his remuneration and pursuant to Section 196, 197 read with Section II of Part II of Schedule V of Companies Act, 2013 (as amended from time to time) and all other applicable provisions, if any, of the Companies Act, 2013 (including any amendment/ modification thereof) and subject to such other approval(s), consent(s) and permission(s), as may be required and subject to such conditions as may be imposed by any authority while granting such approval(s), consent(s) or permission(s) and as may be agreed by the Board of Directors (hereinafter referred to as the Board, which term shall unless repugnant to the context or meaning thereof, be deemed to include any Committee thereof or any person



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authorized by the Board in this behalf), the consent of the members of the Company be and is hereby accorded to pay remuneration in accordance with Section II of Part II of Schedule V of Companies Act, 2013 to Mr. Kushagr Ansal, Whole Time Director of the Company for the 3 financial years commencing from 1st April, 2016 till 31st March, 2019 in the event of inadequacy or absence of profits during these financial years.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized to alter or vary the terms of remuneration, as it may at its discretion, deem fit, from time to time provided that the remuneration is in accordance with the subsisting provisions of the Companies Act, 2013 and rules framed thereunder.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorized to do all such acts, deeds and things as may be expedient and necessary to give effect to this Resolution."

Place: New Delhi
Dated: 28.04.2017


28/04/17
CHAIRMAN

ENTERED IN THE MINUTES

BOOK ON: 28/04/2017.

CERTIFIED TRUE COPY

For Ansal Housing & Construction Ltd.


Addl. V. P. & Company Secretary

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