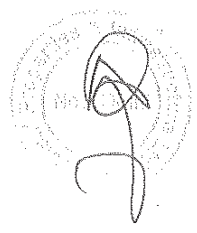


Voting result of the Postal Ballot of Ansal Properties & Infrastructure Limited in terms of Clause 35A of the Listing Agreement

Date of the Voting result of Postal Ballot	14th May, 2015						
Total Number of shareholders as on cut-off date (10th April, 2015)	43122						
No. of shareholders voted through Postal Ballot/E-Voting	349						
	17						
	333						
No. of Shareholder attended the meeting through Video Conferencing	Not applicable						
	Promoter and Promoter Group						
	Public						
Postal ballot notice wise							
In case of Postal Ballot / E-voting							
Resolution 1	Accepting fresh fixed deposit from the Member {Shareholders} of the Company and the Public						
(Special Resolution)							
Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)={ (2)/(1) }	No of Votes- in favour (4)	No of Votes- against (5)	% of Votes in favour on votes polled (6)- { (4)/(2) } *100	% of Votes against on votes polled (7)- { (5)/(2) } *100
Promoter and Promoter Group	77,244,500	77,244,500	100	77,244,500	0	100.00	0.00
Public- Institutional holder	23,706,599	16,408	0	0	16408	0.00	0.00
Public - Others	56,453,777	38,564	0	36,694	1870	95.15	4.85
Total	157,404,876	77,299,472	49.11	77,281,194	18,278	99.98	0.02

Note: The difference between the votes polled and the vote favour/ against are invalid votes. x





Ref. No. 05/NA/2015-16

Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
M/s Ansal Properties and Infrastructure Limited
115, Ansal Bhawan
16, KG Marg
New Delhi-110001

Dear Sir,

1. I, Chetan Gupta, a Company Secretary in Practice, appointed by the Board of Directors of M/s Ansal Properties and Infrastructure Limited ("the Company") as Scrutinizer for the purpose of scrutinizing the Postal Ballot voting process in a fair and transparent manner to seek the approval of the holders of Equity Shares for passing of the 1. (One) Resolution.

Special Resolution:

Item No. 1: Accepting fresh Fixed Deposits from the Members {Shareholders} of the Company and Public.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to Postal Ballot. My responsibility as a Scrutinizer for the Postal Ballot process is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated above.
3. Further for the above, I submit my report as under:

(a) The Company has completed on April 14, 2015, the dispatch of Notice along with Postal Ballot Forms and a self-addressed postage prepaid business reply envelope to its members through registered post and also sent an email through Central Depository Services Limited (CDSL) along with the details of Login ID and password to its members whose email ID was registered with the Company or its Registrar and Transfer Agent as on cut-off date i.e. April 10, 2015.

(b) The shareholders of the Company had option to vote on resolutions either through the postal ballot forms physically or through the e-voting facility.

Q Certified True Copy

For Ansal Properties & Infrastructure Limited

Head Office : 701-702, R.G. Trade Tower, Netaji Subhash Place, Pitam Pura, New Delhi-110 034.

Tel. : +91-11-4738 1100-05, 08 • Fax : +91-11-4738 1109 • E-mail : info@apac.in • Website : www.apac.in

Branch Office : 145-146, Tower B-2, Spazal Tech Park, Sohna Road, Sector-49, Sohna Road, Gurgaon-122 102. Tel. : 0124-4264510.

St. Group Company Secretary



- (c) The particulars of all Postal Ballot forms received from the Members as well as details of e-voting as recorded through online platform provided by CDSL have been consolidated and entered in a Computerized Register separately maintained for the purpose.
- (d) The physical postal ballot forms were kept under our safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.
- (e) The ballot box was duly opened on May 13, 2015 in my presence with due identification marks placed by me and the electronic votes were duly examined. The Ballot papers were diligently scrutinized and the detail of shareholders with signature was verified on random basis.
- (f) The envelopes containing postal ballot forms that were received after the close of working hours i.e. after 05:00 p.m. on Wednesday, May 13, 2015 were not considered for my scrutiny and kept separately.
- (g) The postal ballot forms were duly scrutinized and the Shareholding was matched / confirmed with the Register of Shareholder(s) of the Company.
- (h) All the postal ballot forms received either in physical or by casting of votes electronically through CDSL portal up to the close of working hours i.e. 05:00 p.m. on Wednesday, May 13, 2015, the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.
- (i) The ballot papers which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
- (j) I have not found any defaced or mutilated ballot paper.
- (k) In terms of Procedure and Instructions for E-voting given along with Notice, the e-voting was considered valid in case the shareholders opted to vote through both modes i.e. physical as well as electronically.
- (l) A summary of the Postal Ballot forms received / votes cast electronically are given below:

Certified True Copy

for Ansal Properties & Infrastructure Ltd.


(Anil Ganguly)
Sr. Group Company Secret.

Item No. 1

Accepting fresh Fixed Deposits from the Members (Shareholders) of the Company and Public:

S. No.	Particulars	No. of shareholders	No. of shares	% to the total shares representing valid votes
(a)	1. Total postal ballot forms received	315	658865	
	2. Total E-voting options received	34	77262957	
	Total Votes (1+2)	349	77921822	
(b)	Less: Invalid Votes	17	622350	
(c)	3. Net Valid Postal Ballot forms	298	36515	0.05
	4. Net Valid E-voting options	34	77262957	99.95
	Total Valid Votes (3+4)	332	77299472	100.00
(d)	5. Postal Ballot forms with assent of the resolution	187	34648	0.04
	6. E-voting Options with assent for the resolution	31	77246546	99.93
	Total Assent (5+6)	218	77281194	99.98
(e)	7. Postal ballot forms with dissent for the resolution	111	1867	0.00
	8. E-voting options with dissent for the resolution	3	16411	0.02
	Total Dissent (7+8)	114	18278	0.02

I would like to inform you that above Resolution at Item No 1 of the Notice dated April 10, 2015 have been passed with requisite majority. You may accordingly declare the result of the postal ballot voting.

Thanking you,

Yours faithfully,

For APAC & Associates
Company Secretaries


Chetan Gupta

Partner
Membership No. 6496
C.P. No. 7077

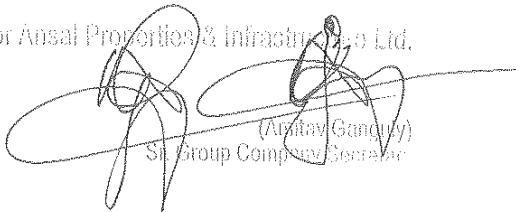


Date: May 14, 2015,
Place: New Delhi

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For Ansal Properties & Infrastructure Ltd.


(Anilav Ganguly)
S. Group Company Secretary