

ANSAL BUILDWELL LIMITED

CERTIFIED TRUE COPY OF MINUTES OF THE 30TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SATURDAY THE 27TH SEPTEMBER, 2014 AT 11.00 A.M. AT SRI SATHYA SAI INTERNATIONAL CENTRE AND SCHOOL, LODHI ROAD, INSTITUTIONAL AREA, PARGATI VIHAR, NEW DELHI-110 003

PRESENT:

Members : 3768
Proxies : 76

DIRECTORS

1. Shri Gopal Ansal
2. Shri R.L. Gupta
3. Shri Gaurav Mohan Puri
4. Shri Subhash Verma
5. Shri V.P. Verma

IN ATTENDANCE

Shri Ashok Babu, V.P. & Company Secretary

1. **CHAIRMAN**

Shri Gopal Ansal (DIN No. 00014172) took the Chair and declared the Meeting open as the quorum was complete. Chairman welcomed the shareholders, Proxies and Special Invitees to the 30th Annual General Meeting.

The Register of Directors' shareholding under Section 307 of the Companies Act, 1956 was kept open for inspection during the Meeting.

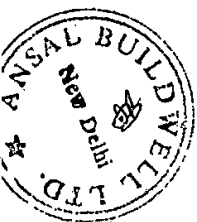
2. **NOTICE OF ANNUAL GENERAL MEETING**

The Chairman with the permission of the Members took the Notice dated 29th May, 2014 convening the 30th Annual General Meeting, as read out before the Members.

3. **AUDITORS' REPORT**

The Chairman with the permission of the Members took the Auditors' Report on the Accounts for the financial year ended 31st March, 2014 as read before the Members.

Chairman in his speech highlighted the economy, industrial scenario, sector specific issues, performance of the Company for the Financial year 2013-2014 and also the progress made by each of the Subsidiaries and Associates of the Company. Thereafter, Chairman welcomed questions and clarifications from the shareholders on the various projects and the same were clarified.



Chairman informed the Members that pursuant to the provisions of Section 108 and any other applicable provision, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced from 21st September, 2014 at 9.00 a.m. and ended on 23rd September, 2014 at 6.00 p.m. Shri S.K. Kapahi, FCS No. 1407 CP No. 1118, Practising Company Secretary was appointed as the Scrutinizer by the Board of Directors for scrutinizing the e-voting process. After due scrutiny of e-votes casted for all the Ten resolutions. Shri S.K. Kapahi submitted the Scrutinizer's report to Chairman. Thereafter, the Chairman approved the same for taking it on record.

ORDINARY BUSINESS:

RESOLUTION - 1

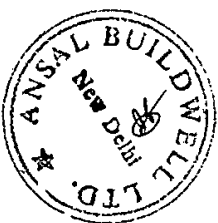
Adoption of Audited Balance Sheet, Statement of Profit & Loss Account, Reports of Directors and Auditors for the Financial Year 2013-2014.

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and Poll for the following ordinary Resolution.

“RESOLVED THAT the Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit & Loss for the financial year ended on that date together with the Directors' Report and Statutory Auditors' Report thereon be and are hereby approved and adopted.”

Chairman announced the following result of the above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose.

Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	20014	0.60%	20013	1	99.995%	0.005%
Total	7383843	4068193	55.096%	4068192	1	99.999%	0.001%



Thereafter, Chairman declared that the above **Ordinary Resolution** was passed with requisite majority.

RESOLUTION - 2

Declaration of Dividend

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and Poll for the following ordinary Resolution.

“RESOLVED THAT the dividend @ 15% on Equity Share Capital of the Company as recommended by the Directors be and is hereby declared and approved for payment out of the profits of the Company for the year ended 31st March, 2014 to those shareholders whose names appear on the Company’s Register of Members as on 27th September, 2014 and beneficial owners of shares whose names appear in the statement of beneficial ownership furnished by the depositories as at the end of the business hours on the 20th September, 2014 being the Book Closure date already notified”.

Chairman announced the following result of the above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose.

Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	20014	0.60%	20013	1	99.995%	0.005%
Total	7383843	4068193	55.096%	4068192	1	99.999%	0.001%

Thereafter, Chairman declared that the above **Ordinary Resolution** was passed with requisite majority.



RESOLUTION - 3

Re-appointment of Shri Gaurav Mohan Puri (DIN No. 01867563) as a Director

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and poll for the following Ordinary Resolution.

“RESOLVED THAT Shri Gaurav Mohan Puri (DIN No. 01867563) who retires by rotation and is eligible for re-appointment, be and is hereby re-appointed as a Director of the Company”.

Chairman announced the following result of the above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose.

Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	20014	0.60%	19913	101	99.495%	0.505%
Total	7383843	4068193	55.096%	4068092	101	99.997%	0.003%

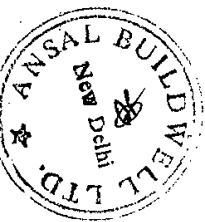
Thereafter, Chairman declared that the above **Ordinary Resolution** was passed with requisite majority.

RESOLUTION - 4

Re-appointment of M/s Sekhri & Associates (Firm Registration No. 018322N) as Statutory Auditors of the Company and to fix their remuneration.

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and poll for the following Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (corresponding to Section 224 and other applicable provisions, if any, of the Companies Act, 1956) and as recommended by Audit Committee M/s Sekhri & Associates, (Firm Registration No. 018322N), Chartered Accountants, be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this



30th Annual General Meeting till the conclusion of the 33rd Annual General Meeting, subject to ratification of his appointment by the shareholders annually, at a remuneration to be decided annually by the Board of Directors in consultation with the Auditors plus applicable service tax and re-imburement of travelling and out of pocket expenses incurred by them for the purpose of audit of accounts of the Company.

Chairman announced the following result of the above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose.

Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	19934	0.598%	19933	1	99.995%	0.005%
Total	7383843	4068113	55.095%	4068112	1	99.999%	0.001%

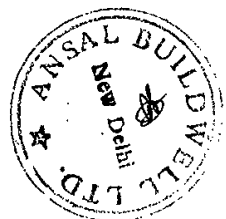
Thereafter, Chairman declared that the above **Ordinary Resolution** was passed with requisite majority.

RESOLUTION - 5

Re- appointment of Shri Subhash Verma (DIN-00017439) as an Independent Director

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and poll for the following Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri Subhash Verma (holding DIN-00017439), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019”.



Chairman announced the following result of the above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose

Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	20014	0.60%	19663	351	98.246%	1.754%
Total	7383843	4068193	55.096%	4067842	351	99.991%	0.009%

Thereafter, Chairman declared that the above **Ordinary Resolution** was passed with requisite majority.

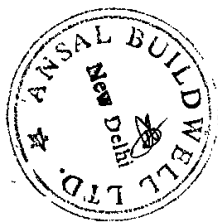
RESOLUTION - 6

Re-appointment of Shri Ved Prakash Verma (DIN-00674873) as a Independent Director

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and poll for the following Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri Ved Prakash Verma (holding DIN-00674873), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019”.

Chairman announced the following result of the above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose.



Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	20014	0.60%	19663	351	98.246%	1.754%
Total	7383843	4068193	55.096%	4067842	351	99.991%	0.009%

Thereafter, Chairman declared that the above **Ordinary Resolution** was passed with requisite majority.

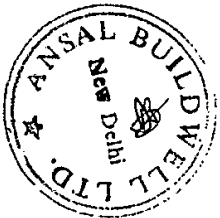
RESOLUTION - 7

Re-appointment of Shri K.S. Bakshi (DIN-00015595) as an Independent Director

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and poll for the following Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri K.S. Bakshi (holding DIN-00015595), Director of the Company whose period of office is liable to determination by retirement of Directors by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019”.

Chairman announced the following result of the above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose.



Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	20014	0.60%	19663	351	98.246%	1.754%
Total	7383843	4068193	55.096%	4067842	351	99.991%	0.009%

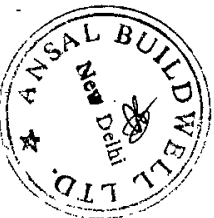
Thereafter, Chairman declared that the above **Ordinary Resolution** was passed with requisite majority.

RESOLUTION - 8

Approval of increase in the Borrowing Limits of the Company from Rs. 200 Crores to Rs. 500 Crores.

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and poll for the following Special Resolution

“RESOLVED as a Special Resolution that in supersession of the Resolution passed at the 22nd Annual General Meeting of the shareholders of the Company held on 29th September, 2006 and pursuant to the Provision of Section 180(1) (c) of the Companies Act, 2013 read with rule made thereunder (corresponding to provisions of Section 293(1)(d) of the Companies Act, 1956) and other applicable provisions, if any, consent of the Company be and is hereby accorded to the Board of Directors of the Company for borrowing monies from time to time for the purposes of the Company, notwithstanding that the monies to be borrowed, together with monies already borrowed by the Company (apart from temporary loan and advances obtained or to be obtained from the Company’s bankers in the ordinary course of business) either from the Company’s Bankers and/or any one or more persons or Financial Institutions whether by way of advances, loan or bills discounting, issue of debentures or otherwise and whether unsecured or secured by mortgage, charges, hypothecation, lien or pledge of the Company’s assets and properties whether movable or immovable, or stock-in trade and work-in progress of the Company on such terms and conditions as may be considered appropriate by the Board of Directors, in excess of the aggregate of the paid-up Share Capital of the Company and its free reserves, that is to say Reserves not set apart for any specific purpose, provided that the total amount upto which monies may be borrowed by the Board



of Directors shall not exceed at any time Rs. 500 crores (Rupees Five hundred crores only)

“RESOLVED FUTHER that pursuant to the provision of Section 180(1)(a) of the Companies Act, 2013, read with rules made there under (corresponding to provisions of Section 293(1)(a) of the Companies Act, 1956), the Board of Directors be and is hereby authorized to secure the borrowing of monies as aforesaid with interest, costs, charges and other monies in such manner as they may think fit and for that properties and assets of the Company, both present and future, and on such terms and conditions as the Board of Directors may think fit from time to time”.

Chairman announced the following result of the above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose

Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	20014	0.60%	19664	350	98.251%	1.749%
Total	7383843	4068193	55.096%	4067843	350	99.991%	0.009%

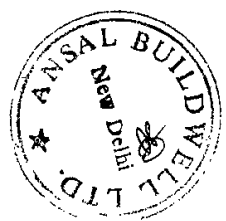
Thereafter, Chairman declared that the above **Special Resolution** was passed with requisite majority.

RESOLUTION - 9

Re-appointment and fixation of the Remuneration of Shri R.L. Gupta (DIN NO. 00137306) as Wholtime Director (Finance and Business Development)

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and poll for the following Special Resolution.

“RESOLVED as a Special Resolution that pursuant to the provisions of Sections 196, 197,203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act,



2013 (corresponding to Sections 198, 269, 309 and any other applicable provision of the Companies Act, 1956 read with Schedule XIII to the Companies Act, 1956) and provisions of Articles of Association of the Company and subject to necessary approvals and Central Government approvals, if necessary, and consent as may be required and as recommended by Nomination and Remuneration Committee and Board of Directors at their meeting held on 30th October, 2013, approval of the shareholders of the company be and is hereby accorded for payment of remuneration and to reappoint Shri R.L. Gupta as Wholetime Director (Finance and Business Development) of the Company, w.e.f. 1st November, 2013 for another period of three years on the terms and condition as set out below.

I BASIC SALARY

Basic Salary of Rs. 2,15,000/- (Rupees Two lacs fifteen thousand only) per month in the grade of Rs. 2,15,000 – 30,000 – 3,35,000.

II. PERQUISITES

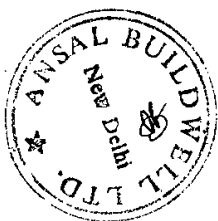
In addition to the above, he shall be entitled to the following perquisites:

1. Housing: Residential Furnished Accommodation (Company Leased) or in lieu thereof House Rent Allowance of Rs. 92,500/- or as may be revised by the Nomination and Remuneration Committee and Board of Directors Meeting subject, however the same shall not exceed 50% of Basic Salary.
2. Medical Reimbursement : Expenses incurred for self and his family members subject to a ceiling of one month's Basic Salary in a year or three months Basic Salary over a period of three years.
3. Leave Travel Concession for self and family members once in a year not exceeding one month Basic Salary.
4. Company's contribution towards provident fund @ 12% of the Basic Salary or at such other rate as per the laws applicable in this behalf from time to time.
5. Gratuity in accordance with the Rules of the Company as applicable to the Senior Executives of the Company for each completed year of service.
6. Leave as per Company Rules.
7. Club Fee: Annual Fee of one Club and reimbursement of guest entertainment expenditure, incurred for business purposes only subject to a maximum of Rs. 50,000/- p.a. but club fee shall not include entrance fee or life membership fee.
8. Provision of Car and free Telephone/Communication facilities at Residence for business purpose.

His appointment shall be liable to retirement by rotation.

The appointee shall be entitled to get one or more increments per annum on 1st April of each year as may be determined by the Nomination and Remuneration Committee/Board of Directors based on the appointee's performance within the above grade.

RESOLVED FURTHER THAT The Board of Directors and Nomination and Remuneration Committee of the Company, be and are hereby authorized to vary and/or revise the remuneration of the said Wholetime Director (Finance and



Business Development) within the permissible Limits under the provisions of the Companies Act, 2013 (corresponding provisions of the Companies Act, 1956) or any statutory amendments thereto from time to time and to settle any question or difficulty in connection therewith or incidental thereto.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the Wholetime Director (Finance and Business Development), payment of salary, perquisites and other allowances shall be as aforesaid subject to the limits/approvals prescribed under Schedule V of the Companies Act, 2013 (corresponding Schedule-XIII of the Companies Act, 1956) as applicable from time to time and the actual remuneration payable shall be as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company”.

Chairman announced the result of above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose.

Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	19914	0.60%	19913	1	99.995%	0.005%
Total	7383843	4068093	55.096%	4068092	1	99.999%	0.001%

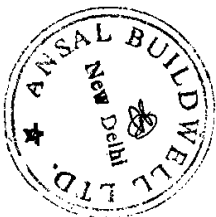
Thereafter, Chairman declared that the above **Special Resolution** was passed with requisite majority.

RESOLUTION - 10

Re-appointment and fixation of the remuneration of Shri Gaurav Mohan Puri (DIN NO. 01867563) as Wholetime Director (Projects).

Consent of the members of M/s Ansal Buildwell Ltd. was sought by e-voting and poll for the following Special Resolution

“RESOLVED as a Special Resolution that pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment



thereof for the time being in force), read with Schedule V to the Companies Act, 2013 (corresponding to Sections 198, 269, 309 and any other applicable provision of the Companies Act, 1956 read with Schedule XIII to the Companies Act, 1956) and provisions of Articles of Association of the Company and subject to necessary approvals and Central Government approvals, if necessary, and consent as may be required and as recommended by Nomination and Remuneration Committee and Board of Directors at their meeting held on 30th October, 2013, approval of the shareholders of the company be and is hereby accorded for payment of remuneration and to reappoint Shri Gaurav Mohan Puri as Wholetime Director (Projects) of the Company, w.e.f. 1st November, 2013 for another period of three years on the terms and condition as set out below.

I BASIC SALARY

Basic Salary of Rs. 2,15,000/- (Rupees Two Lac Fifteen thousand only) per month in the grade of Rs. 2,15,000 – 3,35,000.

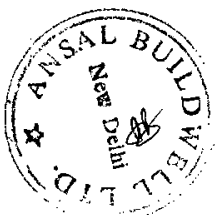
II. PERQUISITES

In addition to the above, he shall be entitled to the following perquisites:

1. Housing: Residential Furnished Accommodation (Company Leased) or in lieu thereof House Rent Allowance of Rs. 92,500/- p.m. or as may be revised time to time by the Nomination and Remuneration Committee and Board of Directors Meeting subject, however the same shall not exceed 50% of Basic Salary.
2. Medical Reimbursement : Expenses incurred for self and his family members subject to a ceiling of one month's Basic Salary in a year or three months Basic Salary over a period of three years.
3. Leave Travel Concession for self and family members once in a year not exceeding one month Basic Salary.
4. Company's contribution towards provident fund @ 12% of the Basic Salary or at such other rate as per the laws applicable in this behalf from time to time.
5. Gratuity in accordance with the Rules of the Company as applicable to the Senior Executives of the Company for each completed year of service.
6. Leave as per Company Rules.
7. Club Fee: Annual Fee of one Club and reimbursement of guest entertainment expenditure, incurred for business purposes only subject to a maximum of Rs. 50,000/- p.a. but club fee shall not include entrance fee or life membership fee.
8. Provision of Car and free Telephone/Communication facilities at Residence for business purpose.

His appointment shall be liable to retirement by rotation.

The appointee shall be entitled to get one or more increments per annum on 1st April of each year as may be determined by the Nomination and Remuneration Committee/Board of Directors based on the appointee's performance within the above grade.



RESOLVED FURTHER THAT The Board of Directors and Nomination and Remuneration Committee of the Company, be and are hereby authorized to vary and/or revise the remuneration of the said Wholetime Director (Projects) within the permissible Limits under the provisions of the Companies Act, 2013 (corresponding provisions of Companies Act, 1956) or any statutory amendments thereto from time to time and to settle any question or difficulty in connection therewith or incidental thereto.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the Wholetime Director (Projects), payment of salary, perquisites and other allowances shall be as aforesaid subject to the limits/approvals prescribed under schedule V of the Companies Act, 2013 (corresponding Schedule-XIII of the Companies Act, 1956) as applicable from time to time and the actual remuneration payable shall be as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company”.

Chairman announced the result of the above resolution through e-voting and poll as per reports submitted by the Scrutinizer appointed for this purpose.

Promoter/ Public	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding Shares (3) [(2)/(1)]*100	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	4048179	4048179	100%	4048179	0	100%	0%
Public- Institutional Holders	1450	0	0%	0	0	0%	0%
Public- Others	3334214	20014	0.60%	20013	1	99.995%	0.005%
Total	7383843	4068193	55.096%	4068192	1	99.999%	0.001%

Thereafter, Chairman declared that the above **Special Resolution** was passed with requisite majority.

The poll results were notified to the Stock Exchange (i.e. BSE) in the format prescribed under Clause 35A of the Listing Agreement and the details of the said results were also uploaded on the Company's website.

Vote of Thanks

There being no other business to transact the meeting concluded with a vote of thanks to the Chair.

Certified True Copy
For Ansal Buildwell Ltd.


Company Secretary