ansal HOUSING & CONSTRUCTION LTD.
An ISO 9001:2008 Company

Registered & Head Office : 15, UGF, Indra Prakash, 21, Barakhamba Road, New Delhi - 110001
Ph.: +91-11-43577100 Fax : +91-11-23350847 www.ansals.com e-mail : ahcl@ansals.com
CIN:L45201DL1983PLC016821

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

04th August, 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: Notice of 33rd Annual General Meeting and Book Closure

Dear Sir,

Pursuant to Regulation(s) 30, 42 and 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we notify as under:

1. The 33rd Annual General Meeting (AGM) of the Company will be held on Monday, 28th August, 2017 at 11.00 A.M. at Sri Sathya Sai International Centre and School, Pragati Vihar, Lodhi Road, New Delhi – 110003.

2. The Register of members and Share Transfer Books of the Company will remain closed from Tuesday, 22nd August, 2017 to Monday, 28th August, 2017 (both days inclusive) for the purpose of the Annual General Meeting.

3. The Company is providing its shareholders a facility to vote by electronic means (e- voting) on all the resolutions as set out in the notice of AGM to those members, who are holding shares in physical or in electronic form as on the cut-off date i.e. 21st August, 2017. The remote e-voting will commence at 9.00 a.m. on Friday, 25th August, 2017 and will end at 5.00 p.m. on Sunday, 27th August, 2017.

Please find enclosed herewith the copy of notice of Annual General Meeting for your reference and record.

Kindly take the above on record and acknowledge the receipt.

Thanking you,

Yours faithfully,

For ANSAL HOUSING & CONSTRUCTION LTD.

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

Encl :- as above

ansal housing

Regd. Office : 15 UGF, Indra Prakash, 21 Barakhamba Road, New Delhi - 110 001

NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the Members of the Company will be held on Monday, the 28th August, 2017 at 11.00 A.M. at Sri Sathya Sai International Centre and School, Pragati Vihar, Lodhi Road, New Delhi- 110003 to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2017 together with Directors' Report and Auditors' Report thereon and Consolidated Audited Financial Statements for the year ended 31st March, 2017.
2. To appoint a director in place of Mr. Kushagr Ansal (DIN: 01216563) who retires from the office by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. Dewan P N Chopra & Co., Chartered Accountants as the Statutory Auditors of the Company and to fix their remuneration and if deemed fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. Dewan P N Chopra & Co., Chartered Accountants, New Delhi (Firm Registration No. 000472N) be and are hereby appointed as the Statutory Auditors of the Company in place of M/s. Khanna & Annandhanam, Chartered Accountants, New Delhi (Firm Registration No. 001297N), the retiring Statutory Auditors, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 38th Annual General Meeting, subject to the ratification of appointment at every Annual General Meeting, at such remuneration as may be mutually agreed to, between the Board of Directors and the Statutory Auditors, in addition to the reimbursement of service tax and actual out-of-pocket expenses incurred in connection with the work of audit to be carried out by them."

SPECIAL BUSINESS:

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

   "RESOLVED THAT pursuant to the provisions of section 148 and all other applicable provisions of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. 000239) appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2018, be paid a total remuneration of ₹ 3,75,000 (Rupees Three Lakhs Seventy Five Thousand only), plus out of pocket expenses as recommended by the Audit Committee of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take steps as may be necessary, proper or expedient to give effect to this resolution."

Regd. Office:
15 UGF, Indra Prakash, 21 Barakhamba Road,
New Delhi – 110 001
CIN: L45201DL1983PLC016821
Website: www.ansals.com

Dated: 12th June, 2017
Place : New Delhi

By Order and on behalf of the Board
For ANSAL HOUSING & CONSTRUCTION LTD.

Sd/-
(Som Nath Grover)
Addl. V.P. & Company Secretary
M.No. : F4055

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("THE MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

   THE PROXY FORM TO BE VALID AND EFFECTIVE SHOULD BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ENCLOSED WITH THIS NOTICE.

2. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the Company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and same person shall not act as Proxy for any other person or shareholder. A Proxy shall not have a right to speak at the Meeting.
3. An Explanatory Statement as required under Section 102 of the Companies Act, 2013, in respect of Item No. 4 of the Notice convening the Meeting is annexed hereto.
4. The notice of AGM is being sent to those members / beneficial owners whose name will appear in the register of members / list of beneficiaries received from the depositories as on Friday, the 21st July, 2017.
5. The register of members and share transfer books of the Company will remain closed from Tuesday, the 22nd August, 2017 to Monday, the 28th August, 2017 (both days inclusive) in accordance with the provisions of Section 91 of the Companies Act, 2013 for the purpose of the meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Information regarding particulars of the Director seeking re-appointment requiring disclosure in terms of Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with clause 1.2.5 of the Secretarial Standard-2 issued by the Institute of Company Secretaries of India is given in Annexure-A attached hereto.
8. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, Electronic copy of the Notice convening the 33rd AGM of the Company, Annual Report along with the Attendance Slip and Proxy Form are being sent to the members who have registered their email ids with the Company/Depository Participant(s). For members who have not registered their email ids, physical copies of the aforementioned documents are being sent in the permitted mode.
9. To support the Green Initiative, Members who have not registered their e-mail addresses so far are requested to register their e-mail address with their DP in case shares are held in electronic form or with the Company's Registrar & Transfer Agent viz. Link Intime India Pvt. Ltd, 44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-I, Near PVR Naraina, New Delhi-110028 ("LIPL") in case shares are held in physical form so that they can receive the Annual Report and other communication from the Company electronically.
10. The Notice of 33rd Annual General Meeting, the Annual Report for the Financial Year 2016-17 of the Company circulated to the Members of the Company, will be made available on the Company's website at www.ansals.com and shall also be sent to the Stock Exchanges for placing on the website of the respective Stock Exchanges at www.bseindia.com and www.nseindia.com.
11. In terms of provisions of Section 107 of the Companies Act, 2013, since the Company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the AGM. The facility for ballot / polling paper (physical voting) shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot / polling paper.
12. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified copy of the Board Resolution / Authority Letter / Power of Attorney authorizing their representative(s) to attend and vote on their behalf at the meeting.
13. Members are requested to bring the Attendance Slip to the Meeting. Members who hold shares in dematerialized form are requested to provide their DP ID and Client ID for verification / identification.
14. As per the provisions of Section 72 of the Companies Act, 2013, the facility for making nomination is now available to the Members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrar and Transfer Agent – LIPL.

15. Members holding shares in the same set of names under different ledger folios are requested to apply for consolidation of such folios along with relevant share certificates to the Company's Registrar & Transfer Agent-LIPL.
16. Transfer of Unclaimed and/or Unpaid Amounts to Investor Education and Protection Fund (IEPF):
    a) Pursuant to the provisions of Sections 124, 125 and other applicable provisions, if any, of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as "IEPF Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of 7 (seven) years from the date of transfer to the unpaid dividend account is required to be transferred to IEPF, maintained by the Central Government.
    b) Accordingly, during the financial year 2017-18, the Company would be transferring unclaimed final dividend amount for the financial year ended 31st March, 2010 on or before 03rd November, 2017 to IEPF.
    c) In accordance with Section 124(6) of the Companies Act, 2013 read with the IEPF Rules, all the shares in respect of which dividend has remained unclaimed or unpaid for 7 (seven) consecutive years or more are required to be transferred to the Demat Account of the IEPF Authority. Further, the corresponding shares will be transferred as per the requirements of the IEPF rules. The details of which are made available on the Company's website (www.ansals.com).
    d) Members who have not yet encashed the dividend warrants for any of the Financial Years from 2009-10 to 2015-16 are once again requested to make their claims immediately to the Company or the Company's Registrar & Transfer Agent – LIPL for issuance of duplicate / revalidated dividend warrants.
17. The Members desiring any information as regards to accounts are requested to write to the Company at an early date. This would enable the Company to compile the information and provide replies at the Meeting.
18. As a measure of economy, copies of Annual Report will not be distributed at the Meeting. Members are therefore requested to bring their copy of the Annual Report to the Meeting.
19. The Registers maintained pursuant to provisions of Sections 170 & 189 of the Companies Act, 2013 and rules thereunder will be made available for inspection by Members of the Company at the Meeting.
20. In compliance with the provisions of Section 108 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide e-voting facility to all the members of the Company to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing e-voting facility to all its Members.

    The instructions for members for voting electronically are as under:-

A. In case of members receiving the Notice through e-mail:

(i) The voting period begins on Friday, 25th August, 2017 at 09.00 A.M. and ends on Sunday, 27th August, 2017 at 05.00 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 i.e. Monday, 21st August, 2017, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Log on to the e-voting website www.evotingindia.com during the voting period.

(iii) Click on "Shareholders" tab.

(iv) Now Enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) 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.

(vii) If you are a first time user, follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot Form indicated in the PAN field.
Dividend Bank Details **OR** Date of Birth (DOB)	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. • 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).

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

(ix) 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 also to be 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.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.

(xi) Click on the EVSN (Electronic Voting Sequence Number) for the relevant "Ansal Housing & Construction Limited" on which you choose to vote.

(xii) 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.

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

(xiv) 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.

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

(xvi) You can also take print out of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Individual 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. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) 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 Corporates.
- 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their votes.
- 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.

(xx) Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holding shares may follow the same instructions as mentioned above for e-voting.

B. In case of members receiving the Notice by Post:

(i) User ID and Initial password is provided at the bottom of the E-voting Instructions Slip.

(ii) Please follow the steps from Sl. No. (ii) to Sl. No. (xix) above, to cast your vote.

C. 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 you may contact Mr. Swapan Kumar Naskar, AVP- North India Operation, Link Intime India Pvt. Ltd, 44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-I, Near PVR Naraina, New Delhi-110028, Phone: +91-11-41410592, E-mail: swapann@linkintime.co.in.

General Instructions:

- The shareholders can opt for only one mode of voting i.e. remote e-voting or physical voting at the meeting. In case of voting by both the modes, vote cast through remote e-voting will be considered final and voting through physical voting at the meeting will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.
- The Board has appointed Mr. Abhishek Mittal, Proprietor of M/s. Abhishek

Mittal & Associates, Practising Company Secretaries as Scrutinizer to scrutinize the physical voting at the AGM venue and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

- The voting rights of Members for e-voting and for physical voting at the meeting shall be in proportion to the paid up value of their shares in the equity share capital of the Company as on cut-off date i.e. Monday, 21st August, 2017.
- A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Monday, 21st August, 2017 shall only be entitled to avail the facility of remote e-voting / physical voting at the AGM venue.
- The Results shall be declared by the Chairman of the Company or any other Director/Officer authorized by him within Forty- Eight (48) hours from the conclusion of AGM. The said results along with the Scrutinizer's Report would be displayed at the Registered Office of the Company, hosted at the Company's website i.e. www.ansals.com. The results will also be intimated to the Stock Exchanges where the Company's shares are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.
- All documents referred to in this Notice and Statement setting out material facts and other Statutory Registers are open for inspection by the Members at the Registered Office of the Company between 10.00 a.m. to 12.00 noon on all working days except Saturdays, Sundays and National Holidays, from the date hereof upto the date of AGM i.e. Monday, 28th August, 2017.
- For security reasons and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by the Attendance Slip, which is annexed to the Proxy Form. Members / Proxies are requested to bring their Attendance Slip complete in all respects and signed at the place provided thereat and hand it over at the entrance of the Meeting venue.
- Members may please note that no gifts will be distributed at the Meeting.
- A route map showing directions to reach the venue of the 33rd AGM is given at the end of this notice as per the requirement of the Secretarial Standards - 2 on General Meetings.

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

ITEM NO. 4

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Chandra Wadhwa & Co., Cost Accountants, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2018.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Shareholders of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending 31st March, 2018.

None of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Regd. Office:
15 UGF, Indra Prakash, 21 Barakhamba Road,
New Delhi – 110 001
CIN: L45201DL1983PLC016821
Website: www.ansals.com

Dated: 12th June, 2017
Place : New Delhi

By Order and on behalf of the Board
For ANSAL HOUSING & CONSTRUCTION LTD.

Sd/-
(Som Nath Grover)
Addl. V.P. & Company Secretary
M.No. : F4055

Members holding equity shares in Electronic Form and Proxies thereof, are requested to bring their DP Id and Client Id for identification.

Annexure "A" to Notice

Details of the Directors seeking re-appointment at this Annual General Meeting [Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with clause 1.2.5 of the Secretarial Standard-2]

Name of Director	Mr. Kushagr Ansal
Date of Birth (Age)	03.04.1979 (38 Years)
Director Identification Number	01216563
Date of Joining the Board	26.08.2006
Qualifications	He is an MBA with specialization in Finance from Bentley College, Waltham, USA and a B. Com (Hons) from Shri Ram College of Commerce, New Delhi.
Expertise in specific functional area	He has experience in System Management in addition to exceptional skills in Finance & Marketing.
Terms and conditions of re- appointment	Retiring by rotation and being eligible, proposed for re-appointment, on the existing terms and conditions.
Remuneration last drawn (FY 2016-17)	Rs. 56,66,283/-
No. of Shares held in the Company (As on 31.03.2017)	3061368
Disclosure of relationship between directors inter-se	Mr. Kushagr Ansal is the son of Mr. Deepak Ansal, Chairman & Managing Director of the Company.
Number of Meetings of Board attended during the year	5 of 6
Name of listed entities in which the person also holds the directorship	Nil
Membership/Chairmanship of Committee of the Board	1. Member of Audit Committee. 2. Member of Corporate Social Responsibility Committee.

Regd. Office:
15 UGF, Indra Prakash, 21 Barakhamba Road,
New Delhi – 110 001
CIN: L45201DL1983PLC016821
Website: www.ansals.com

Dated: 12th June, 2017
Place : New Delhi

By Order and on behalf of the Board
For ANSAL HOUSING & CONSTRUCTION LTD.

Sd/-
(Som Nath Grover)
Addl. V.P. & Company Secretary
M.No. : F4055

ansal housing & construction ltd.
An ISO 9001:2008 Company

Registered Office: 15 UGF, Indra Prakash, 21 Barakhamba Road, New Delhi - 110001
Tel.: 011-43577100 Fax: 011-43577420
Corporate Identity Number: L45201DL1983PLC016821
Website: www.ansals.com Email: sect@ansals.com

ATTENDANCE SLIP

(Please hand over at the entrance of the Meeting Hall)

33rd Annual General Meeting : 28th August, 2017

I/We hereby record my/our presence at the THIRTY THIRD ANNUAL GENERAL MEETING of the Company held at 'Sri Sathya Sai International Centre and School, Pragati Vihar, Lodhi Road, New Delhi - 110003 on Monday, 28th August, 2017 at 11.00 A.M.

Full name of the Member (IN BLOCK LETTERS) _____

Folio No.....DP ID.....Client ID.....

No. of Shares held.....

Full name of Proxy (IN BLOCK LETTERS).....

Member's/Proxy's Signature.....

Note: Your entry to the Meeting will be regulated by this attendance slip.

— — — — — — — — — — — — — **TEAR HERE** — — — — — — — — — — — — —

ansal housing & construction ltd.
An ISO 9001:2008 Company

Registered Office: 15 UGF, Indra Prakash, 21 Barakhamba Road, New Delhi - 110001
Tel.: 011-43577100 Fax: 011-43577420
Corporate Identity Number: L45201DL1983PLC016821
Website: www.ansals.com Email: sect@ansals.com

FORM NO. MGT-11

PROXY FORM

[Pursuant to the provisions of Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) : _____

Registered Address : _____

E-mail ID : _____

Folio No. /Client ID : _____

DP ID : _____

I / We being the holder(s) of_____Equity shares of Rs. 10/- each of Ansal Housing & Construction Ltd., hereby appoint:

1. Name :_____
   Address :_____
   E-mail ID :_____Signature_____or failing him
2. Name :_____
   Address :_____
   E-mail ID :_____Signature_____or failing him
3. Name :_____
   Address :_____
   E-mail ID :_____Signature_____

as my / our proxy to attend and vote (on a poll) for me/us and on my /our behalf at the 33rdAnnual General Meeting (AGM) of the Company, to be held on Monday, the 28th August, 2017 at 11:00 A.M. at SRI SATHYA SAI INTERNATIONAL CENTRE AND SCHOOL, PRAGATI VIHAR, LODHI ROAD, NEW DELHI- 110003 and at any adjournment thereof in respect of the resolutions, as indicated overleaf.

Signed: this_____day of _____, 2017.

Signature of Member(s):_____

Signature of proxy holder(s):_____

Affix 1 Rupee Revenue Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

Resolutions:		**Preference**
Ordinary Business		
1	To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2017 together with Directors' Report and Auditors' Report thereon and Consolidated Audited Financial Statements for the year ended 31st March, 2017.	
2	To appoint director in place of Mr. Kushagr Ansal (DIN: 01216563) who retires from the office by rotation and being eligible, offers himself for re-appointment.	
3	To appoint M/s. Dewan P N Chopra & Co., Chartered Accountants, New Delhi (Firm Registration No. 000472N) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the thirty-eighth Annual General Meeting and to fix their remuneration.	
Special Business		
4	To approve remuneration of M/s. Chandra Wadhwa & Co., Cost Accountants as the Cost Auditors of the Company for the Financial Year 2017-2018.	

Route Map to the Venue of the AGM

Sri Sathya Sai International Centre
and School, Pragati Vihar,
Lodhi Road, New Delhi-110 003

