

Dated: 15th September, 2018

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No. C/1, G Block,
Bandra- Kurla Complex, Bandra (E)
Mumbai - 400 051

Sub: Forwarding Proceedings of Annual General Meeting

Symbol: ASHIANA

Dear Sir,

Please find attached herewith the certified true copy of minutes of 32nd Annual General Meeting of the company held on 23rd August, 2018.

Kindly acknowledge receipt of the same.

Thanking you,
For Ashiana Housing Limited



Nitin Sharma
(Company Secretary)

MINUTE BOOK

AGENDA NO. 5: AUDITOR'S REPORT

As per requirement of the Companies Act, 2013, Auditor's Report dated 29th May, 2018 as furnished by Statutory Auditors of the Company M/s. VMSS & Associates., Chartered Accountants, was read by Mr. Nitin Sharma, Company Secretary of the Company.

Mr. Nitin Sharma further apprised that there were no qualifications, observations or comments or other remarks by the statutory auditors on the financial transactions or matters which have any adverse effect on the functioning of the company, as mentioned in the report of the Auditors.

Mr. Nitin Sharma further apprised that there were no qualifications, observations or comments or other remarks by the secretarial auditors in the Secretarial Audit Report.

AGENDA NO. 6: STATUTORY RECORDS

Statutory records like Register of Directors, Register of Director's Shareholding, Register of Loans & Investments, Register of Contracts etc. were kept open and accessible to the members present during the continuation of the meeting.

AGENDA NO. 7: SUBMISSION OF REPORT TO THE CHAIRMAN BY THE SCRUTINIZER ON RESULTS OF E-VOTING BY MEMBERS OF THE COMPANY

Mr. Nitin Sharma, Company Secretary of the Company, apprised Chairman of the meeting and the members present there at, that in terms of the provisions of the Companies Act, 2013, and the rules made thereunder, the Company had provided to its members a facility to exercise their right to vote at annual general meeting by remote electronic voting system. Accordingly, the members cast their votes through e-voting during the period 20th August to 22nd August, 2018 (E-Voting Period). He further apprised that Ms. Richa Bhuwarka, Member of ICSI having membership no. 40398, and certificate of practice no. 19706, was appointed by the Board of directors of the Company, as Scrutinizer to scrutinize the votes cast by the members through E-voting. He asked the Scrutinizer to brief members about E-voting of the Company.

The Scrutinizer gave a brief to the members about the E-voting.

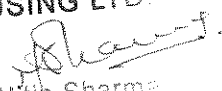
AGENDA NO. 8: VOTING BY POLL

Mr. Nitin Sharma, Company Secretary, then asked the members to cast their votes on agenda items given in the notice of annual general meeting 2018 and put their respective Ballot Papers in the Ballot Boxes placed at the venue. The members did accordingly. Ms. Richa Bhuwarka, who had acted as Scrutinizer for the E-voting procedure, was also appointed by the Chairman as Scrutinizer for conducting voting through poll.

Thereafter, the following procedure was followed:


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Initial

For ASHIANA HOUSING LTD.


Nitin Sharma
Company Secretary

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The Scrutinizer locked and sealed the polling boxes in the presence of all members and proxies.

The Scrutinizer opened the polling boxes in the presence of two persons as witnesses after the voting process was over.

In case of ambiguity about the validity of a proxy, the Scrutinizers decided the validity in consultation with the Chairman.

The Scrutinizer also ensured that if a member who had appointed a proxy had voted in person, the proxy's vote was disregarded.

The Scrutinizer counted the votes cast on poll and prepared a report thereon addressed to the Chairman. To ensure orderly conduct of the voting and counting the result thereof, the Scrutinizer also took note of votes cast by members through E-voting during the E-voting period.

The Scrutinizers' Report stated the total votes cast, valid votes, votes in favour and against the resolution including the details of invalid polling papers and votes comprised therein.

The Scrutinizer submitted her Report to the Chairman who counter-signed the same.

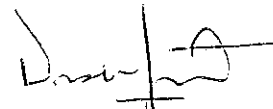
The quorum was present throughout the meeting.

VOTE OF THANKS

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

DATE: 15.09.2018

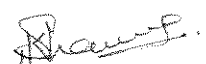
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CHAIRMAN

Note: Combined results of voting are given herewith as annexure.

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Nitin Sharma
Company Secretary

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ANNEXURE TO MINUTES OF ANNUAL GENERAL MEETING HELD ON 23RD AUGUST 2018
AT 'KALAKUNJ' (BASEMENT-KALAMANDIR), 48, SHAKESPEARE SARANI, KOLKATA-700
017, FROM 11.00 A.M. TO 12:30 P.M.

DECLARATION OF RESULTS OF VOTING

On the basis of Scrutinizer's Report for E-Voting and for Poll taken at the venue of AGM, the summary of which is mentioned herein below, the Chairman of the meeting, announced the consolidated results of voting forthwith. The summary of the same is reproduced as under: -

Item no. of Notice	Votes in Favour of the resolution			Votes Against the resolution			Invalid Votes
	Nos.		% of total number of valid votes cast (Favour and Against)	Nos.		% of total number of valid votes cast (Favour and Against)	Nos.
	Non-Promoter	Promoter		Non-Promoter	Promoter		
Item no. 1 of the notice (As an Ordinary Resolution)	7898505	62472760	99.9997%	205	-	0.0003%	1
Item no. 2 of the notice (As an Ordinary Resolution)	7898330	62472760	99.9986%	955	-	0.0014%	1
Item no. 3 of the notice (As an Ordinary Resolution)	7348999	62472760	99.2180%	550271	-	0.7820%	1
Item no. 4 of the notice (As an Ordinary Resolution)	7897154	62472760	99.9971%	2051	-	0.0029%	1
Item no. 5 of the notice (As an Ordinary Resolution)	7898914	62472760	99.9995%	356	-	0.0005%	1


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Nibin Shari
Company Secretary

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All the resolutions as set out at item no. 1 to 5 of the notice of 32nd Annual General Meeting were passed by the requisite majority on the date of the meeting.

Based on results of above voting the following resolutions were declared as passed:

ORDINARY BUSINESS:

1: TO CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS AS AT 31ST MARCH, 2018, AND REPORT OF THE BOARD OF DIRECTORS' AND AUDITORS' THEREON

The following resolution was declared as passed as ordinary resolution:

"RESOLVED THAT the audited financial statements, both standalone and consolidated, notes appended thereto and cash flow statement, report of the Auditors' and Directors' thereon as circulated to the shareholders and laid before the meeting be and are hereby adopted."

2: TO DECLARE DIVIDEND OF 25 PAISE PER EQUITY SHARE (I.E. @12.5%)

The following resolution was declared passed as ordinary resolution:

"RESOLVED THAT subject to the provisions of Companies Act, 2013, rules made there under and all applicable laws and provisions, a final dividend for the year 2017-18 at the rate of 12.5% being Rs. 0.25 (Twenty-five paise only) per equity share of the company aggregating Rs. 2,55,88,025/- (Rupees two crores fifty five lakhs eighty eight thousand and twenty five only) as recommended by the Board of Directors of the Company be and is hereby approved."

3: TO APPOINT A DIRECTOR IN PLACE OF MR. VISHAL GUPTA (DIN: 00097939), WHO RETIRES BY ROTATION AND BEING ELIGIBLE FOR RE-APPOINTMENT

The following resolution was declared passed as ordinary resolution:

"RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013, Mr. Vishal Gupta (DIN: 00097939), who retires by rotation, and being eligible, offers himself for re-appointment be and is hereby re-appointed as Director of the company."

4: TO CONSIDER RATIFICATION OF REMUNERATION OF THE COST AUDITORS FOR FINANCIAL YEAR 2017-18

The following resolution was declared as passed as ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other provisions 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, decision of the


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For ASHIANA HOUSING LTD


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Company Secretary

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Board of directors of the company to pay remuneration of Rs. 1,25,000/- (Rupees One Lakh and Twenty Five Thousand only) to M/s. Pant S. & Associates to conduct cost audit of the Company for the financial year ending on 31st March, 2018 (12 Months) be and is hereby ratified."

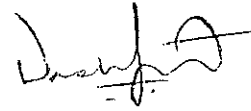
5: TO CONSIDER RATIFICATION OF REMUNERATION OF THE COST AUDITORS FOR FINANCIAL YEAR 2018-19

The following resolution was declared as passed as ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other provisions 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, decision of the Board of directors of the company to pay remuneration of Rs. 1,25,000/- (Rupees One Lakh and Twenty Five Thousand only) to M/s. Pant S. & Associates to conduct cost audit of the Company for the financial year ending on 31st March, 2019 (12 Months) be and is hereby ratified."

DATE: 15.09.2018

PLACE: NEW DELHI


CHAIRMAN

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For ASHIANA HOUSING LTD


Nitin Sharma
Company Secretary