

Dated: 12th September, 2016

The Secretary
National Stock Exchange of India Ltd.
"Exchange Plaza" C-1, Block-G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Symbol: ASHIANA

Reg.: Forwarding of Proceedings of Annual General Meeting

Dear Sir,

Please find enclosed herewith certified true copy of minutes of 30th Annual General Meeting of the company held on 17th August, 2016.

Kindly take the above on record.

Thanking you,
Ashiana Housing Ltd.


Nitin Sharma
(Company Secretary)

Encl. : as above

MINUTE BOOK

AGENDA NO. 6: STATUTORY RECORDS

Statutory records like Register of Directors, Register of Director's Shareholding, Register of Loan & 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, apprised Chairman of the meeting and the members present thereat, 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 electronic means. Accordingly, the members cast their votes through e-voting during the period 14th August to 16th August, 2016 (E-Voting Period). He further apprised that Ms. Neha Maheshwari, Member of ICSI having membership no. 32894, and certificate of practice no. 12130, 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 to the members about the E-voting.

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 2016, and put their respective Ballot Papers in the Ballot Boxes placed at the venue. The members did accordingly. Ms. Neha Maheshwari, 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:

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. In order 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.


Chairman's
Initial

For ASHIANA HOUSING LTD.


NITIN SHARMA
Company Secretary

MINUTE BOOK

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.

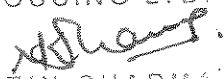
AGENDA NO. 9: DECLARATION OF RESULTS OF VOTING

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 results was 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)	7071572	62472760	99.999%	15	0	0.00002%	-
Item no. 2 of the notice (As an Ordinary Resolution)	7069822	62472760	99.999%	1765	0	0.00254%	-
Item no. 3 of the notice (As an Ordinary Resolution)	7051306	62472760	99.999%	18281	0	0.2629%	-
Item no. 4 of the notice (As an Ordinary Resolution)	7068722	62472760	99.999%	15	0	0.00002%	-
Item no. 5 of the notice (As a Special Resolution)	70649572	62472760	99.999%	15	0	0.00002%	-


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NITIN SHARMA
 Company Secretary

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Item no. 6 of the notice (As a Special Resolution)	7069570	62472760	99.999%	17	0	0.00002%	-
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All the resolutions as set out at item no. 1 to 6 of the notice of 30th Annual General Meeting were passed by the requisite majority as on the date of the meeting.

The results of voting as declared by the Chairman of the meeting are as follows:

ORDINARY BUSINESS:

1: ADOPTION OF STANDALONE AND CONSOLIDATED ANNUAL ACCOUNTS

The following resolution was declared as passed as ordinary resolution:

"RESOLVED THAT the standalone and consolidated Audited Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ended on that date and Notes appended thereto and Cash Flow Statement, the Report of the Auditors' and Directors' thereon be and the same are hereby adopted."

2: CONFIRM THE PAYMENT OF INTERIM DIVIDEND

The following resolution was declared as passed as ordinary resolution:

"RESOLVED THAT subject to the Companies Act, 2013 and rules made there under and all applicable laws and provisions, interim dividend for the year 2015-16 at the rate of Rs. 0.50 (Fifty paise only) per equity share of the Company aggregating to Rs. 5,11,76,050/- (Rupees five crores eleven lakhs seventy six thousand and fifty only) as paid by the Company be and is hereby approved."

3: RE-APPOINTMENT OF MR. VARUN GUPTA (DIN: 01666653) AS DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE FOR RE-APPOINTMENT

The following resolution was declared as passed as ordinary resolution:

"RESOLVED THAT Mr. Varun Gupta be and is hereby re-appointed as Director of the Company whose period of office is liable to determination by rotation."

4: TO RATIFY APPOINTMENT AND TERMS OF APPOINTMENT OF STATUTORY AUDITORS

The following resolution was declared as passed as ordinary resolution:

"RESOLVED THAT M/s. B. Chhawchharia & Company, Chartered Accountants, be and are hereby re-appointed as Statutory Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration which is to be decided by the Board of Directors of the Company."

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For ASHIANA HOUSING LTD.

Nitin Sharma
NITIN SHARMA
Company Secretary

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SPECIAL BUSINESS:

5: TO CONSIDER ADOPTION OF NEWLY SUBSTITUTED ARTICLES OF ASSOCIATION OF THE COMPANY CONTAINING REGULATIONS IN LINE WITH THE COMPANIES ACT, 2013

The following resolution was declared as passed as special resolution:

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 (statutory modification (s) or re-enactment thereof, for the time being in force), and the applicable rules made thereunder and amended from time to time, and rules, regulations, guidelines and circular, if any, issued by SEBI or under any other laws, the new draft Articles as contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company."

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

6: RATIFICATION OF REMUNERATION OF THE COST AUDITORS

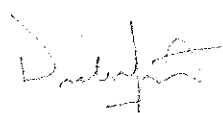
The following resolution was declared as passed as ordinary resolution:

"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), the remuneration of Rs. 1,25,000/- (Rupees One Lakh and Twenty Five Thousand only) to conduct the audit of cost accounts and submit the Cost Audit Report of the Company for the financial year ending on 31 March, 2016 (12 Months) payable to Mr. Santosh Pant, Cost Accountant, the Cost Auditor of the Company, be and is hereby ratified."

VOTE OF THANKS

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

DATE: 30.08.2016
PLACE: NEW DELHI


CHAIRMAN

Chairman's
Initial

For ASHIANA HOUSING LTD.


NITIN SHARMA
Company Secretary

