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-16/2015

1st October, 2015

Mr. S. Subramanian, DCS - CRD 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**

Dear Sir,

In accordance with Clause 35A of the Listing Agreement, this is to inform you that the Members of the Company at the 31st Annual General Meeting held on September 30, 2015 transacted the business as stated in the Notice dated August 03, 2015. Please find hereunder details of voting as required under Clause 35A of the Listing Agreement.

Sr. no.	Description		Particulars			
A	Date of AGM		September 30, 2015			
B	Total no. of Shareholders on record (cut-off) date		22,578*			
C	No. of shareholders present in meeting either in person or through proxy		2010			
D	Shareholders	Present in person	Present through proxy	Total	Shares	% to capital
	Promoter & Promoter group	11	-	11	34163331	57.5277
	Public	1969	30	1999	6818967	11.4825
	Total	1980	30	2010	40982298	69.0102
E	No. of shareholders attended the meeting through video conferencing: Promoter & Promoter group: - Nil Public: - Nil					

* The cut-off date for purpose of determining the shareholders eligible to vote was Friday, September 25, 2015.

Further, we are enclosing the following documents:

1. Results of voting through electronic means and poll conducted at the AGM.
2. Scrutinizer's report on voting at AGM.
3. Consolidated Scrutinizer report on E-voting & Poll.

The above are also uploaded on Company's website.

Please take note of this 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

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Item No. 1:-

Ordinary Resolution to receive and adopt the Audited Financial Statements for the year ended 31st March, 2015, together with Director's Report and Auditor's Report thereon and Consolidated Audited Financial Statements for the year ended 31st March, 2015.

Promoter/ public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2*100)
Promoter & Promoter group	3,41,63,331	3,41,63,331	100	3,41,63,331	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	25211447	67,35,334	26.7154	67,33,834	1500	99.9777	0.0223
Grand Total	**5,93,85,828**	**4,08,98,665**	**68.8694**	**4,08,97,165**	**1500**	99.9777	**0.0223**

Item No. 2:-

Ordinary Resolution to declare dividend on Equity Shares for the Financial Year ended 31st March, 2015.

Promoter/ public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2*100)
Promoter & Promoter group	3,41,63,331	3,41,63,331	100	3,41,63,331	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	2,52,11,447	67,35,334	26.7094	67,35,334	-	100	-
Grand Total	**5,93,85,828**	**4,08,98,665**	**68.8694**	**4,08,98,665**	-	**100**	-

Ansal Housing & Construction Ltd. New Delhi

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Item No. 3:-

Ordinary Resolution 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.

Promoter/ public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2* 100)
Promoter & Promoter group	3,41,63,331	3,11,01,963	91.0390	3,11,01,963	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	25211447	67,35,334	26.7153	67,33,834	1500	99.9777	0.0223
Grand Total	**5,93,85,828**	**3,78,37,297**	**63.7143**	**3,78,35,797**	**1500**	**99.9960**	**0.0040**

Item No. 4:-

Ordinary Resolution for appointment of M/s Khanna & Annadhanam, Chartered Accountants, New Delhi (Firm Registration No. 001297N) as Statutory Auditors of the Company to hold the office from conclusion of this Annual General Meeting.

Promoter/public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2* 100)
Promoter & Promoter group	3,41,63,331	3,41,63,331	100	3,41,63,331	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	2,52,11,447	67,35,334	26.7094	67,33,834	1500	99.9963	0..0037
Grand Total	**5,93,85,828**	**4,08,98,665**	**68.8694**	**4,08,97,165**	**1500**	**99.9963**	**0.0037**

Ansal Housing & Construction Ltd. New Delhi

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Item No. 5:-

Ordinary Resolution for appointment of Mrs. Nisha Ahuja (DIN: 00001875) as Non- Executive Non-Independent Director of the Company

Promoter/ public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2*100)
Promoter & Promoter group	3,41,63,331	3,41,63,331	100	3,41,63,331	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	2,52,11,447	67,35,334	26.7094	67,33,834	1500	99.9963	0..0037
Grand Total	**5,93,85,828**	**4,08,98,665**	**68.8694**	**4,08,97,165**	**1500**	**99.9963**	**0.0037**

Item No. 6:-

Special Resolution for approval of waiver of recovery of excess remuneration paid to Mr. Deepak Ansal, Chairman & Managing Director for the Financial Year 2014-15.

Promoter/public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2*100)
Promoter & Promoter group	3,41,63,331	2,71,69,761	79.5290	2,71,69,761	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	25211447	67,35,334	26.7154	67,33,834	1500	99.9777	0.0223
Grand Total	**5,93,85,828**	**3,39,05,095**	**57.0904**	**3,39,03,595**	**1500**	**99.9956**	**0.0044**

Ansal Housing & Construction Ltd.

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Item No. 7:-

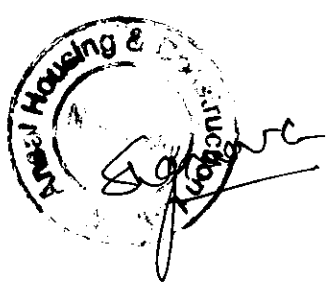
Special Resolution for approval of payment of remuneration to Mr. Deepak Ansal, Chairman & Managing Director w.e.f. 1st April, 2015 for remaining tenure of his office i.e till 31st March, 2018.

Promoter/ public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2 *100)
Promoter & Promoter group	3,41,63,331	2,71,69,761	79.5290	2,71,69,761	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	25211447	67,35,334	26.7154	67,33,834	1500	99.9777	0.0223
Grand Total	**5,93,85,828**	**3,39,05,095**	**57.0904**	**3,39,03,595**	**1500**	**99.9956**	**0.0044**

Item No. 8:-

Special Resolution for approval of revision of remuneration payable tp Mrs. Divya Ansal, Advisor (Interior Design & Landscape)

Promoter/ public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2* 100)
Promoter & Promoter group	3,41,63,331	3,14,98,699	92.2003	3,14,98,699	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	25211447	67,35,334	26.7154	67,33,834	1500	99.9777	0.0223
Grand Total	**5,93,85,828**	**3,82,34,033**	**64.3824**	**3,82,32,533**	**1500**	**99.9961**	**0.0039**



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Item No. 9:-

Special Resolution for approval of payment of Commision to all Non-Executive Directors of the Company for a period of three years commencing from Financial Year 2015-16 untill Financial Year 2017-18

Promoter/ public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2* 100)
Promoter & Promoter group	3,41,63,331	3,41,63,331	100	3,41,63,331	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	25211447	67,35,334	26.7154	67,33,834	1500	99.9777	0.0223
Grand Total	**5,93,85,828**	**4,08,98,665**	**68.8694**	**4,08,97,165**	**1500**	**99.9963**	**0.0037**

Item No. 10:-

Ordinary Resolution for aproval of Remuneration of M/s. Chandra Wadhwa & Co., Cost Accountants as Cost Auditors of the Company for the Financial Year 2015-16.

Promoter/ public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2* 100)
Promoter & Promoter group	3,41,63,331	3,41,63,331	100	3,41,63,331	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	25211447	67,35,334	26.7154	67,33,834	1500	99.9777	0.0223
Grand Total	**5,93,85,828**	**4,08,98,665**	**68.8694**	**4,08,97,165**	**1500**	**99.9963**	**0.0037**

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Item No. 11:-

Special Resolution for approval for adoption of new set of Articles & Association of the Company as per the Companies Act, 2013

Promoter/ public	Consolidated (Remote E-Voting +Poll)						
	No. of shares held (1)	No. of shares polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	No. of votes in favour (4)	No. of votes in against (5)	% of votes in favour on votes polled (6) (4/2*100)	% of votes against on votes polled (7)=(5/2* 100)
Promoter & Promoter group	3,41,63,331	3,41,63,331	100	3,41,63,331	-	100	-
Public Institutional holders	11050	-	-	-	-	-	-
Public others	25211447	67,35,334	26.7154	67,33,834	1500	99.9777	0.0223
Grand Total	**5,93,85,828**	**4,08,98,665**	**68.8694**	**4,08,97,165**	**1500**	**99.9963**	**0.0037**

For Ansal Housing & Construction Ltd.

Addl. V. P. & Company Secretary

FORM NO. MGT-13
SCRUTINIZER'S REPORT
[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
31st Annual General Meeting of
M/s Ansal Housing and Construction Limited
15 UGF Indra Prakash,
21, Barakhamba Road, New Delhi – 110001
Held on the 30th day of September, 2015 at 11:00 A.M.

Dear Sir,

I, Abhishek Mittal, Proprietor of Abhishek Mittal & Associates, Practising Company Secretaries have been appointed by the Board of Directors of Ansal Housing and Construction Ltd ("the Company") as a scrutinizer for the purpose of voting through Ballot on the below mentioned resolution(s), at the 31st Annual General Meeting (AGM) of the members of the Company, held on Wednesday, the 30th day of September, 2015 at 11:00 a.m. at Sri Sathya Sai International Centre and School, Pragati Vihar, Lodhi Road, New Delhi-110 003.

I submit my Report as under:

1. After the time fixed for closing of the voting through Ballot by the Chairman, 2 (two) Ballot boxes kept for voting were locked in my presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

3. The Ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The Shareholders holding Shares as on the "cut-off" date i.e. 25th September, 2015 were entitled to vote on the proposed Resolutions (Item no. 1 to 11 as set out in the Notice dated 3rd August, 2015 of 31st AGM of Ansal Housing and Construction Limited).

5. I have duly examined the Register of Members, specimen signatures of the members, wherever applicable.

Ansal Housing & Construction Ltd. New Delhi

34/21, IInd Floor, West Patel Nagar, New Delhi-110008
Contact: 011-25888344, +91-9999048641, 9999048341
E-mail : abhishekcs21@gmail.com, amacs2009@gmail.com

6. The Company had arranged for the Ballot papers and distributed them to the members present at the AGM.

7. I have kept the record of the Ballot papers received in response to the Ballot, by initialing it.

8. I have counted the votes cast on Ballot and have prepared this Report, addressed to the Chairman, stating votes in favour, against the Resolutions and invalid votes.

8 (a) Votes cast through Ballot papers by 1 shareholder was considered as invalid because of mismatch of data.

9. The result of the Ballot is as under:

a) Resolution 1: To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2015, together with Directors' Report and Auditors' Report thereon and Consolidated Audited Financial Statements for the year ended 31st March, 2015. (Ordinary resolution)

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

Ansal Housing & Construction Ltd. New Delhi

b) **Resolution 2: To declare dividend on Equity Shares for the Financial Year ended 31st March, 2015. (Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

c) **Resolution 3: 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. (Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by	Number of votes cast by them	% of total number of valid votes cast against

Ansal Housing & Construction Ltd. New Delhi

proxy)		
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

d) **Resolution 4: Appointment of M/s Khanna & Annadhanam, Chartered Accountants, New Delhi (Firm Registration No. 001297N) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting. (Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

e) **Resolution 5: Appointment of Mrs. Nisha Ahuja (DIN: 00001875) as Non-Executive Non-Independent Director of the Company. (Ordinary Resolution)**

Ansal Housing & Construction Ltd. New Delhi

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

f) Resolution 6: Approval of waiver of recovery of excess remuneration paid to Mr. Deepak Ansal, Chairman & Managing Director for the Financial Year 2014-15. (Special Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
-	-	-

Ansal Housing & Construction Ltd. New Delhi

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

g) **Resolution 7: Approval of payment of remuneration to Mr. Deepak Ansal, Chairman & Managing Director w.e.f. 1st April, 2015 for remaining tenure of his office i.e. 31st March, 2018. (Special Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

h) **Resolution 8: Approval for revision of remuneration payable to Mrs. Divya Ansal, Advisor (Interior Design & Landscape). (Special Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast in

Ansal Housing & Construction Ltd. New Delhi

(in person or by proxy)		favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

i) Resolution 9: Approval of payment of Commission to all Non-Executive Directors of the Company for a period of three years commencing from the Financial Year 2015-16 until the Financial Year 2017-18. (Special Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them

Ansal Housing & Construction Ltd. New Delhi

1	500

j) **Resolution 10: Approval of Remuneration of M/s. Chandra Wadhwa & Co., Cost Accountants as Cost Auditors of the Company for the Financial Year 2015-16. (Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

k) **Resolution 11: Approval for adoption of new set of Articles of Association of the Company as per the Companies Act, 2013. (Special Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
32	28,846	100

(ii) Voted **against** the resolution:

Number of members	Number of votes cast	% of total number of

Arsal Housing & Construction Ltd. New Delhi

voted (in person or by proxy)	by them	valid votes cast against
-	-	-

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
1	500

10. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

11. The Ballot papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you

For **Abhishek Mittal & Associates**

(CS Abhishek Mittal)
Practising Company Secretaries
M. No. : F7273 C.P. No. : 7943

Place: New Delhi
Date: 01/10/2015

Counter Signed by
For Ansal Housing and Construction Limited

(Deepak Ansal)
Chairman of the Meeting
DIN: 00047971

For Ansal Housing & Construction Ltd.

Addl. V. P. & Company Secretary

CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman
M/s Ansal Housing and Construction Limited
15 UGF Indra Prakash,
21, Barakhamba Road, New Delhi

Sub.: Consolidated Report of the Scrutinizer on Remote e-voting and voting through Ballot Paper at the 31st Annual General Meeting ("AGM") of the members of M/s Ansal Housing and Construction Limited ("the Company") held on Wednesday, 30th September, 2015 at 11:00 a.m. at Sri Sathya Sai International Centre and School, Pragati Vihar, Lodhi Road, New Delhi-110 003.

Dear Sir,

1. I, Abhishek Mittal, Proprietor of Abhishek Mittal & Associates, Practising Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of M/s Ansal Housing and Construction Limited ("the Company") for the purpose of scrutinizing the voting through:

   (i) remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015; and

   (ii) ballot paper at the AGM under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014

   on the resolutions contained in the Notice to the 31st AGM of the members of the Company, held on Wednesday, the 30th September, 2015 at 11:00 a.m. at Sri Sathya Sai International Centre and School, Pragati Vihar, Lodhi Road, New Delhi-110 003.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to remote e-voting and voting by Ballot paper on the resolutions contained in the Notice to the 31st AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and for voting through ballot paper at the AGM is restricted to preparing a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice of AGM, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL) and voting through ballot paper conducted at the AGM.

3. The Company made arrangements with CDSL for providing a system of voting by the shareholders electronically through remote e-voting.

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4. The Company has also provided voting facility to the shareholders who were present at the 31st AGM and who had not already cast their vote through remote e-voting facility to vote through Ballot paper.

5. The shareholders of the Company holding shares as on the "cut off" date i.e. 25th September, 2015 were entitled to vote on the resolutions as contained in the Notice of the AGM.

6. After conclusion of voting by ballot paper at the AGM, the votes cast there-at were counted, where after the votes cast under remote e-voting facility were unblocked by me in the presence of two witnesses, Ms. Ayushi Poddar d/o Sh. B. K. Poddar r/o WZ 106/141, Rajourie Garden, New Delhi - 110027 and Mr. Nikhil Jain s/o Sh. Subhash Jain r/o 1/283, S.F. Vaishali, Ghaziabad – 201010 who are not in the employment of the Company.

7. As requested by the management, I submit herewith Consolidated Scrutinizers' Report on the results of remote e-voting together with that of voting by Ballot Paper as under:-

Item No. of Notice	Means of Voting	Total Votes	Invalid Votes	Valid Votes	Total Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Item No. 1. To receive, consider and adopt the Audited Financial Statements for the year ended 31st Mareh, 2015, together with Directors' Report and Auditors' Report thereon and Consolidated Audited Financial Statements for the year ended 31st March, 2015 (As an Ordinary Resolution)	E-voting	4,08,69,819	-	4,08,69,819	4,08,68,319	99.9963	1500	0.0037
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	**4,08,99,165**	**500**	**4,08,98,665**	**4,08,97,165**	**99.9963**	**1500**	**0.0037**
Item No. 2. To declare dividend on Equity Shares for the Financial Year ended 31st Mareh, 2015 (As an Ordinary Resolution)	E-voting	4,08,69,819	-	4,08,69,819	4,08,69,819	100	-	-
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	**4,08,99,165**	**500**	**4,08,98,665**	**4,08,98,665**	**100**	-	-
Item No. 3. 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 (As an Ordinary Resolution)	E-voting	4,08,69,819	30,61,368	3,78,08,451	3,78,06,951	99.9960	1500	0.0040
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	**4,08,99,165**	**30,61,868**	**3,78,37,297**	**3,78,35,797**	**99.9960**	**1500**	**0.0040**

Item No. 4. Appointment of M/s Khanna & Annadhanam, Chartered Accountants, New Delhi (Firm Registration No. 001297N) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next AGM. (As an Ordinary Resolution)	E-voting	4,08,69,819	-	4,08,69,819	4,08,68,319	99.9963	1500	0.0037
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	**4,08,99,165**	**500**	**4,08,98,665**	**4,08,97,165**	**99.9963**	**1500**	**0.0037**
Item No. 5. Appointment of Mrs. Nisha Ahuja (DIN: 00001875) as Non- Executive Non-Independent Director of the Company (As an Ordinary Resolution)	E-voting	4,08,69,819	-	4,08,69,819	4,08,68,319	99.9963	1500	0.0037
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	**4,08,99,165**	**500**	**4,08,98,665**	**4,08,97,165**	**99.9963**	**1500**	**0.0037**
Item No. 6. Approval of waiver of recovery of excess remuneration paid to Mr. Deepak Ansal, Chairman & Managing Director for the Financial Year 2014-15 (As a Special Resolution)	E-voting	4,08,69,819	69,93,570	3,38,76,249	3,38,74,749	99.9956	1500	0.0044
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	**4,08,99,165**	**69,94,070**	**3,39,05,095**	**3,39,03,595**	**99.9956**	**1500**	**0.0044**
Item No. 7. Approval of payment of remuneration to Mr. Deepak Ansal, Chairman & Managing Director w.e.f. 1st April, 2015 for remaining tenure of his office i.e. 31st March, 2018 (As a Special Resolution)	E-voting	4,08,69,819	69,93,570	3,38,76,249	3,38,74,749	99.9956	1500	0.0044
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	**4,08,99,165**	**69,94,070**	**3,39,05,095**	**3,39,03,595**	**99.9956**	**1500**	**0.0044**
Item No. 8. Approval for revision of remuneration payable to Mrs. Divya Ansal, Advisor (Interior Design & Landscape) (As a Special Resolution)	E-voting	3,82,05,187	-	3,82,05,187	3,82,03,687	99.9961	1500	0.0039
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	**3,82,34,533**	**500**	**3,82,34,033**	**3,82,32,533**	**99.9961**	**1500**	**0.0039**
Item No. 9. Approval of payment of Commission to all Non-Executive Directors of the Company for a period of three years commencing from the Financial Year 2015-16 until the Financial Year 2017-18 (As a Special Resolution)	E-voting	4,08,69,819	-	4,08,69,819	4,08,68,319	99.9963	1500	0.0037
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	**4,08,99,165**	**500**	**4,08,98,665**	**4,08,97,165**	**99.9963**	**1500**	**0.0037**
Item No. 10. Approval of Remuneration of M/s. Chandra Wadhwa & Co., Cost Accountants as Cost Auditors of the Company for the Financial Year 2015-16	E-voting	4,08,69,819	-	4,08,69,819	4,08,68,319	99.9963	1500	0.0037
	Poll	29,346	500	28,846	28,846	100	-	-

(As an Ordinary Resolution)	Total	4,08,99,165	500	4,08,98,665	4,08,97,165	99.9963	1500	0.0037
Item No. 11. Approval for adoption of new set of Articles of Association of the Company as per the Companies Act, 2013 (As a Special Resolution)	E-voting	4,08,69,819	-	4,08,69,819	4,08,68,319	99.9963	1500	0.0037
	Poll	29,346	500	28,846	28,846	100	-	-
	Total	4,08,99,165	500	4,08,98,665	4,08,97,165	99.9963	1500	0.0037

8. It is further submitted that Votes cast through Ballot papers by 1 shareholder was considered as invalid because of mismatch of data.

9. The electronic data and all other relevant records relating to remote e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking you

For **Abhishek Mittal & Associates**

(CS Abhishek Mittal)
Practising Company Secretary
M. No.: F-7273 C.P. No.: 7943

Place: New Delhi
Date: 01/10/2015

Witness 1:

Ayushi

Ms. Ayushi Poddar
D/o: Sh. B. K. Poddar
R/o: WZ 106/141, Rajourie Garden,
New Delhi-110027

Witness 2:

Nikhil Jain

Mr. Nikhil Jain
S/o: Sh. Subhash Jain
R/o: 1/283, S. F, Vaishali
Ghaziabad-201010

Counter Signed by
For Ansal Housing and Construction Limited

(Deepak Ansal)
Chairman of the Meeting
DIN: 00047971

For Ansal Housing & Construction Ltd.

Addl. V. P. & Company Secretary