

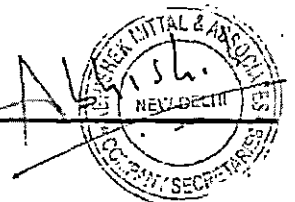
CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman
Ansal Housing and Construction Limited
606, 6th Floor, Indra Prakash,
21 Barakhamba Road, New Delhi – 110 001

Sub.: Consolidated Scrutinizer's Report on Remote e-voting and voting through Ballot Paper at the 34th Annual General Meeting ("AGM") of the members of Ansal Housing and Construction Limited ("the Company") held on Friday, 28th September, 2018 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 had 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, 2014on the resolutions contained in the Notice of the 34th AGM of the members of the Company, held on Friday, the 28th September, 2018 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 34th 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 Link intime India Pvt Ltd and voting through ballot paper conducted at the AGM.

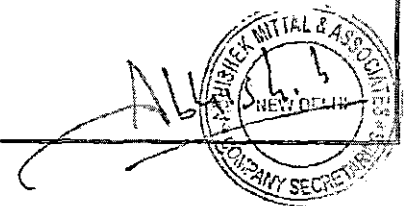


3. The Company made arrangements with Link intime India Pvt Ltd for providing a system of voting by the shareholders electronically through remote e-voting.
4. The Company has also provided voting facility to the shareholders who were present at the 34th AGM and who had not already cast their vote through 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. 21st September, 2018 were entitled to vote on the resolutions as contained in the Notice of the AGM.
6. After the conclusion of voting by ballot paper at the AGM venue, the votes cast thereat were counted. There after the votes cast under remote e-voting process were unblocked by me in the presence of two witnesses, Mr. Sumit Kumar S/o Sh. Joginder Thakur resident of H. No. A-15, Chopal Wali Gali, Shalimar Village, Delhi – 110 088 and Mr. Jishan Ahmed S/o Sh. Abdul Waheed resident of A-83, Hanuman Road, Moolchand Colony, Adarsh Nagar, New Delhi- 110033 who were not in the employment of the Company and the e-voting results were downloaded from the e-voting website of Link intime India Pvt Ltd.
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 March, 2018 together with Directors' Report and Auditors' Report thereon and Consolidated Audited Financial Statements for the year ended 31st March, 2018. (As an Ordinary Resolution)	Remote E-voting	39733308	0	39733308	39733257	99.999	51	0.00012
	Poll	4252	0	4252	4252	100	0	0
	Total	39737560	0	39737560	39737509	99.999	51	0.00012
Item No. 2: To appoint a director in place of Mr. Deepak Ansal (DIN: 00047971) who retires from the office by rotation and being eligible, offers himself for re-appointment. (As an Ordinary Resolution)	Remote E-voting	23647816	18972438	4675378	4675027	99.992	351	.0008
	Poll	4252	0	4252	4252	100	0	0
	Total	23652038	18972438	4679630	4679279	99.992	351	.0008



Item No. 3: Appointment of Mrs. Divya Ansal (DIN: 02615427) as Non-Executive Non-Independent Director of the Company. (As an Ordinary Resolution)	Remote E-voting	23647816	18972438	4675378	4675027	99.992	351	.0008
	Poll	4252	0	4252	4252	100	0	0
	Total	23652038	18972438	4679630	4679279	99.992	351	.0008
Item No. 4: Appointment of Mr. Deepak Ansal (DIN:00047971) as Chairman and Managing Director of the Company for a further period of 3 (three) years from 1st April, 2018 till 31st March, 2021 (As a Special Resolution)	Remote E-voting	23647816	18972438	4675378	4675027	99.992	351	.0008
	Poll	4252	0	4252	4252	100	0	0
	Total	23652038	18972438	4679630	4679279	99.992	351	.0008
Item No. 5: Re-appointment of Mr. Surrinder Lal Kapur (having DIN: 00033312) as Non-Executive Independent Director of the Company, for a second term of 5 (five) consecutive years with effect from 1st April, 2019 to 31st March, 2024 (As a Special Resolution)	Remote E-voting	39733308	0	39733308	39732957	99.999	351	0.00088
	Poll	4252	0	4252	4252	100	0	0
	Total	39737560	0	39737560	39737209	99.999	351	0.00088
Item No. 6: Re-appointment of Mr. Ashok Khanna (DIN: 01510677), as Non-Executive Independent Director of the Company, for a second term of 5 (five) consecutive years with effect from 1st April, 2019 to 31st March, 2024 (As a Special Resolution)	Remote E-voting	39733308	0	39733308	39732957	99.999	351	0.00088
	Poll	4252	0	4252	4252	100	0	0
	Total	39737560	0	39737560	39737209	99.999	351	0.00088
Item No. 7: Re-appointment of Mr. Maharaj Kishen Trisal (having DIN: 00059545) as Non-Executive Independent Director of the Company, for a second term of 5 (five) consecutive years with effect from 1st April, 2019 to 31st March, 2024. (As a Special Resolution)	Remote E-voting	39733308	0	39733308	39732957	99.999	351	0.00088
	Poll	4252	0	4252	4252	100	0	0
	Total	39737560	0	39737560	39737209	99.999	351	0.00088
Item No. 8: Approval of payment of Commission to all Non-Executive Directors of the Company for a period of three years commencing from the Financial Year 2018-19 until the Financial Year 2020-21. (As an Ordinary Resolution)	Remote E-voting	39733308	0	39733308	39732957	99.999	351	0.00088
	Poll	4252	0	4252	4252	100	0	0
	Total	39737560	0	39737560	39737209	99.999	351	0.00088



Item No. 9: To alter the name of the Company from "Ansal Housing & Construction Limited" to "Ansal Housing Limited" (As a Special Resolution)	Remote E-voting	39733308	0	39733308	39733257	99.999	51	0.00012
	Poll	4252	0	4252	4252	100	0	0
	Total	39737560	0	39737560	39737509	99.999	51	0.00012
Item No. 10: To approve remuneration of Chandra Wadhwa & Co., Cost Accountants as the Cost Auditors of the Company for the Financial Year 2018-2019. (As an Ordinary Resolution)	Remote E-voting	39733308	0	39733308	39733257	99.999	51	0.00012
	Poll	4252	0	4252	4252	100	0	0
	Total	39737560	0	39737560	39737509	99.999	51	0.00012

8. 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 or his Authorized Representative considers, approves and signs the minutes of AGM.

Thanking you

For Abhishek Mittal & Associates

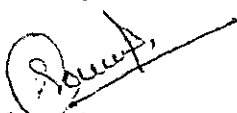


 (CS Abhishek Mittal)
 Practising Company Secretary
 M. No.: F7273 C.P. No.: 7943

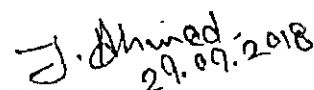
Place: New Delhi

Date: 29.09.2018

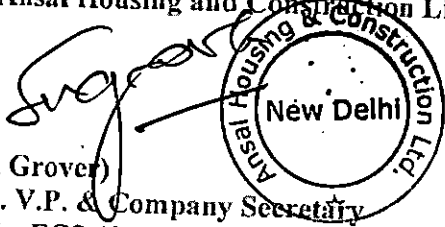
Witness 1:


 Sumit Kumar
 S/o: Sh. Joginder Thakur
 R/o: H. No. A-15, Chopal Wali Gali
 Shalimar Village, Delhi-110088

Witness 2:


 Jishan Ahmed
 S/o: Sh. Abdul Waheed
 R/o: - A-83, Hanuman Road,
 Moolchand Colony, Adarsh Nagar,
 New Delhi- 110033

Counter Signed by
For Ansal Housing and Construction Limited



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

**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]**

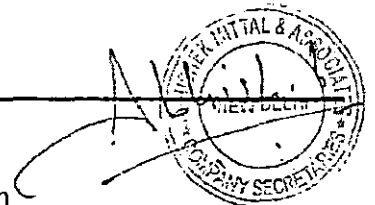
To
The Chairman
34th Annual General Meeting of the Equity Shareholders of
Ansal Housing and Construction Limited
606, 6th Floor, Indra Prakash,
21 Barakhamba Road, New Delhi – 110 001
Held on 28th September, 2018 at 11.00 A.M

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 34th Annual General Meeting (AGM) of the members of the Company, held on Friday, 28th September, 2018, at 11:00 a.m. at Sri Sathya Sai International Centre and School, Pragati Vihar, Lodhi Road, New Delhi-110003.

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. No Ballot paper was incomplete and/or was otherwise found defective.
4. The Shareholders holding Shares as on the "cut-off" date i.e. 21st September 2018 were entitled to vote on the proposed Resolutions (Item no. 1 to 10) as set out in the Notice dated 29th May, 2018 of 34th AGM of Ansal Housing and Construction Limited.
5. I have duly examined the Register of Members, specimen signatures of the members, wherever applicable.



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.
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, 2018 together with Directors' Report and Auditors' Report thereon and Consolidated Audited Financial Statements for the year ended 31st March, 2018. (As an Ordinary Resolution)

(i) Voted in favour of the resolution:

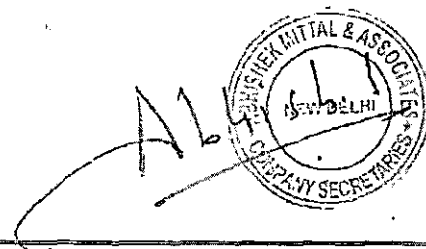
Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
10	4252	100

(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
0	0	0

(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
0	0



b) Resolution 2: To appoint a director in place of Mr. Deepak Ansal (DIN: 00047971) who retires from the office by rotation and being eligible, offers himself for re-appointment. (As an 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
10	4252	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
0	0	0

(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
0	0

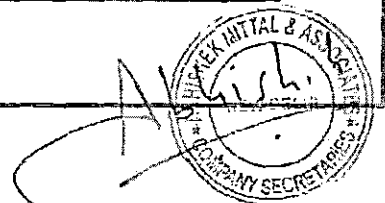
c) Resolution 3: Appointment of Mrs. Divya Ansal (DIN: 02615427) as Non-Executive Non-Independent Director of the Company. (As an Ordinary Resolution)

(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
10	4252	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
0	0	0



(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
0	0

d) Resolution 4: Appointment of Mr. Deepak Ansal (DIN:00047971) as Chairman and Managing Director of the Company for a further period of 3 (three) years from 1st April, 2018 till 31st March, 2021 (As a 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
10	4252	100

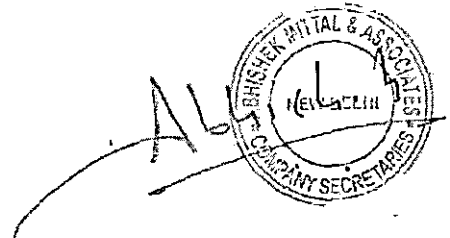
(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
0	0	0

(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
0	0

e) Resolution 5: Re-appointment of Mr. Surrinder Lal Kapur (having DIN: 00033312) as Non-Executive Independent Director of the Company, for a second term of 5 (five) consecutive years with effect from 1st April, 2019 to 31st March, 2024 (As a 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
10	4252	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
0	0	0

(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
0	0

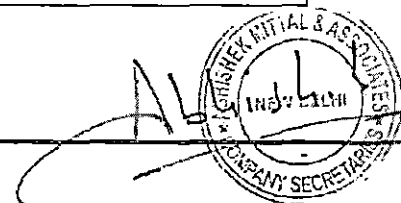
f) Resolution 6: Re-appointment of Mr. Ashok Khanna (DIN: 01510677), as Non-Executive Independent Director of the Company, for a second term of 5 (five) consecutive years with effect from 1st April, 2019 to 31st March, 2024 (As a Special Resolution)

(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
10	4252	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
0	0	0



(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
0	0

g) Resolution 7: Re-appointment of Mr. Maharaj Kishen Trisal (having DIN: 00059545) as Non-Executive Independent Director of the Company, for a second term of 5 (five) consecutive years with effect from 1st April, 2019 to 31st March, 2024. (As a 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
10	4252	100

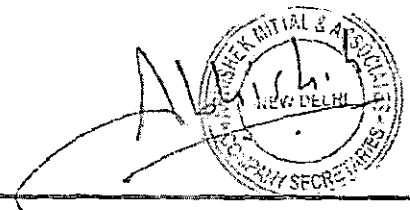
(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
0	0	0

(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
0	0

h) Resolution 8: Approval of payment of Commission to all Non-Executive Directors of the Company for a period of three years commencing from the Financial Year 2018-19 until the Financial Year 2020-21. (As an 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
10	4252	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
0	0	0

(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
0	0

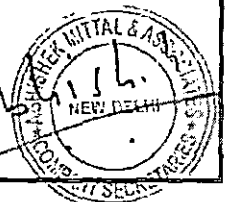
i) Resolution 9: To alter the name of the Company from "Ansal Housing & Construction Limited" to "Ansal Housing Limited" (As a Special Resolution)

(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
10	4252	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
0	0	0



(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
0	0

j) Resolution 10: To approve remuneration of Chandra Wadhwa & Co., Cost Accountants as the Cost Auditors of the Company for the Financial Year 2018-2019. (As an 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
10	4252	100

(ii) Voted against the resolution:

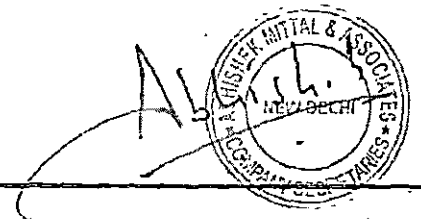
Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
0	0	0

(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
0	0

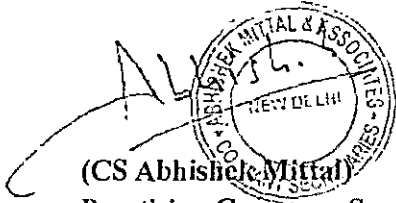
10. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

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

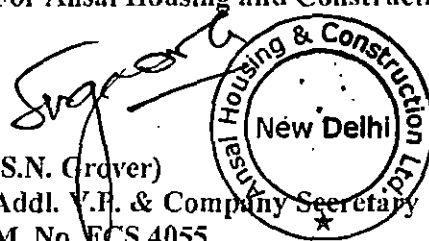


(CS Abhishek Mittal)
Practising Company Secretaries
M. No. : F7273 CP No. : 7943

Place: New Delhi

Date: 29.09.2018

Counter Signed by
For Ansal Housing and Construction Limited



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