

25<sup>th</sup> June, 2024

The Executive Director & Secretary  
The Bombay Stock Exchange Ltd.  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J.Towers,  
Dalal Street, Mumbai – 400 001

**Company Scrip Code : 523007****Sub. : Notice of the Postal Ballot of the Company**  
**Ref : Regulation 29 of SEBI (LODR) Regulations, 2015**

Dear Sir/ Madam,

This is in continuation of our letter dated 30<sup>th</sup> May, 2024 regarding appointment of Shri Vijay Talwar (DIN : 02647994) as Additional Director (Independent) and Re-appointment of Smt. Suman Dahiya (DIN : 08498804) as Independent Director of the Company, we would like to inform you that the Board has also approved the Postal Ballot Notice dated 30<sup>th</sup> May, 2024 and fix the cut-off date the Wednesday, 3<sup>rd</sup> July, 2024 for determining the members/shareholders who are entitled to get Postal Ballot Notice and participate in e-voting commencing from 6<sup>th</sup> July, 2024 at 9.00 a.m. till 4<sup>th</sup> August, 2024 at 5.00 P.M. through remote e-voting facility. Result of Postal Ballot shall be declared on 7<sup>th</sup> August, 2024.

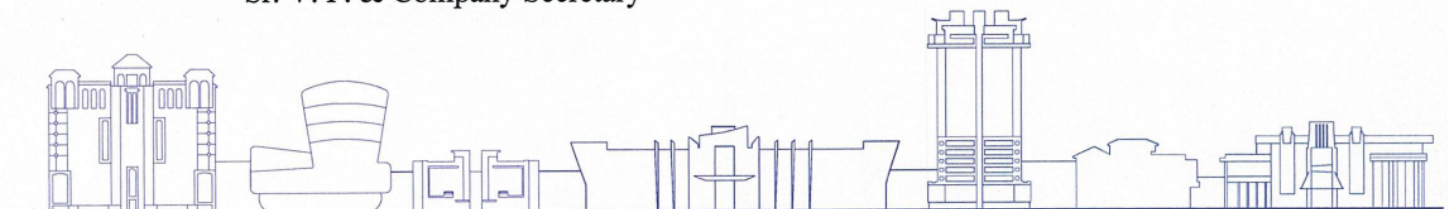
The Company has also appointed Smt. Manisha Rawat, Practising Company Secretary (FCS No. 7228 and Certificate Practice No. 15073) of M/s. Manisha Rawat & Associates, having its office at B-603, Plot No. 27, Gayatri Apartment, Sector-10, Dwarka, Delhi - 110075 as Scrutinizer to conduct the Postal Ballot process (including E-voting process) in a fair and transparent manner.

Pursuant to the compliance of Regulations 30 of Listing Regulations, as amended, please find enclosed herewith Notice of the Postal Ballot of the Company dated 30<sup>th</sup> May, 2024, which is to be sent to Members (Shareholders) of the Company.

This is for your information and record.

We hope you will find the above information in order.

Thanking you,

Yours faithfully,  
For Ansal Buildwell Ltd.  
(Ashok Babu)  
Sr. V. P. & Company Secretary



## **ANSAL BUILDWELL LIMITED**

[CIN: L45201DL1983PLC017225]

**Registered Office: 118, UFF, Prakashdeep Building, 7, Tolstoy Marg,  
New Delhi -110001**

**Phone: No: 91-011-23353051, 23353052; Fax No: 91-11-23310639, 23359550**

**E-mail: [info@ansalabl.com](mailto:info@ansalabl.com); Website: [www.ansalabl.com](http://www.ansalabl.com)**

### **NOTICE OF POSTAL BALLOT**

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the MCA Circulars (as defined below)

To

**The Members (Shareholders) of Ansal Buildwell Limited**

NOTICE is hereby given that pursuant to and in compliance with the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended (“LODR Regulations”), Secretarial Standard issued by Institute of Company Secretaries of India on General Meetings (“SS-2”), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and circulars issued by the Ministry of Corporate Affairs (“MCA) vide its General Circular Nos. 09/2023, 10/2022, 02/2022, 20/2021, 10/2021, 39/2020, 33/2020, 22/2020, 20/2020, 17/2020 and 14/2020 dated the 25<sup>th</sup> September, 2023, 28<sup>th</sup> December, 2022, 5<sup>th</sup> May, 2022, 08<sup>th</sup> December, 2021, 23<sup>rd</sup> June, 2021, 31<sup>st</sup> December, 2020, 28<sup>th</sup> September, 2020, 15<sup>th</sup> June, 2020, 05<sup>th</sup> May, 2020, 13<sup>th</sup> April, 2020 and 08<sup>th</sup> April, 2020, respectively (collectively referred to as “MCA Circulars”), it is proposed to seek the consent of the Members (“Shareholders”) of Ansal Buildwell Limited (“Company”), for the resolution/s appended herein below through Postal Ballot (“Postal Ballot”) by remote e-voting processes (“E-voting”).

The Explanatory Statement pertaining to the proposed Resolution/s setting out the material facts and the reasons thereof is annexed hereto alongwith this Notice for your kind consideration.

In compliance with the provisions of Sections 108 and other applicable provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, SS-2 and the Regulation 44 of the LODR Regulations, the Company is pleased to offer E-voting facility to all the members of the Company to enable them to cast their votes electronically. The Company has engaged services of M/s Link Intime India Private Limited (“Registrar”, RTA or “Link Intime”) our Registrar, for facilitating E-voting. The communication of assent/dissent of the Members on the resolution/s will only take place through the E-voting system.

The E-voting facility is available at the link <https://instavote.linkintime.co.in>. The said Portal for E-voting will remain open for the Members for exercising their voting from Saturday, the 6<sup>th</sup> July, 2024 at 09.00 a.m. Indian Standard Time (“IST”) till Sunday, the 4<sup>th</sup> August, 2024 at 05.00 p.m. (IST), both days inclusive. For the process and the manner in which E-voting has to be undertaken by the members, please refer to the instructions for E-voting provided in the Notice.

The Postal Ballot Notice is being sent only by electronic mode to those members whose email addresses are registered with the Company/Depository Participants/Depositories in accordance with the aforesaid MCA Circulars, as on the cut-off date i.e. Wednesday, the 3<sup>rd</sup> July, 2024.

Members may note that the Postal Ballot Notice shall also be available on the Company’s website [www.ansalabl.com](http://www.ansalabl.com). Website of Link Intime India Private Limited <https://instavote.linkintime.co.in> and websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively.

Due to difficulty in dispatch of the Notice alongwith the Explanatory Statement and Postal Ballot Form by post or courier etc., on account or threat posed by COVID-19

pandemic situation and as permitted under the MCA Circulars, the Company is sending the Notice in electronic form only. In compliance with Sections 108 and 110 of the Act read with the rules framed there under and the MCA Circulars, the Company has extended only the remote e-voting facility for its members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for E-voting are appended to the Notice.

The Board of Directors of the Company have appointed Mrs. Manisha Rawat, Practising Company Secretary (FCS No. 7228, C.P. No. 15073) of M/s Manisha Rawat & Associates having its head office at B-603, Plot No.27, Gayatri Apartment, Sector 10, Dwarka, Delhi-110075, as Scrutinizer for conducting the Postal Ballot process (including E-voting process) in a fair and transparent manner.

The Scrutinizer, after completion of scrutiny of Postal Ballot process (including E-voting), will submit his report to the Chairman or any other person authorized by him on Wednesday, the 7<sup>th</sup> August, 2024. In addition to the results being communicated to the Stock Exchanges where securities of the Company are listed, the results along with Scrutinizer's report will also be placed on Company's website i.e. <https://www.ansalabl.com/and> the website of the Registrar on <https://instavote.linkintime.co.in>, the result shall also be displayed on the Notice Board of the Company at its Registered Office.

## **SPECIAL BUSINESS**

- 1. To approve the appointment of Shri Vijay Talwar (DIN: 02647994) as Independent Director of the Company.**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:-**

**“RESOLVED as Special Resolution** that pursuant to Section 161 and 149 of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”), and the Companies (Appointment and

Qualification of Directors) Rules, 2014 read with schedule IV (including any statutory modification or re enactment(s) thereof for the time being in force) and the provisions of Article 138 of Articles of Association of the Company and amended Regulation No. 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended (LODR Regulations) Shri Vijay Talwar (DIN: 02647994) who has been appointed as an Additional Director (Independent), for a term of five consecutive years w.e.f. the 30<sup>th</sup> May, 2024 upto 29<sup>th</sup> May, 2029, on the recommendation/confirmation and approval of the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on the 30<sup>th</sup> May, 2024 with effect from this date, and who is not debarred from holding the office of directors pursuant to any SEBI's Order or any other authority, be and is hereby appointed as Independent Director of the Company.

2. **To approve the re-appointment of Smt. Suman Dahiya (DIN: 08498804) as Independent Director of the Company**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:-

**“RESOLVED as Special Resolution** pursuant to the provision of Section 149, and any other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and Companies (Appointment and Qualification of Directors) Rules 2014 read with Schedule IV (including any statutory modification or re-enactment (s) thereof for the time being in force) and amended Regulation No 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 as amended (“LODR” Regulations) and provisions of Article 138 of Articles of Association of the Company, as amended, from time to time and as recommended by the Nomination and Remuneration Committee and Board of Directors at their respective meetings held on 30<sup>th</sup> May, 2024 Smt. Suman Dahiya (DIN: 08498804) be and is hereby appointed with effect from 1<sup>st</sup> April, 2024 as Independent Director of the Company for a period of five consecutive years, commencing from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2029, and who is not debarred

from holding the office of directors pursuant to any SEBI's Order or any other authority, be and is hereby appointed as Independent Director of the Company.

By and on behalf of the Board of Director  
For Ansal Buildwell Ltd.

Sd/-

(Ashok Babu)  
Sr. VP & Company Secretary  
FCS -2328

Regd. Office:  
118, UFF, Prakashdeep Building,  
7, Tolstoy Marg, New Delhi-110 001

Date: 30<sup>th</sup> May, 2024

Place: New Delhi

Notes:-

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and Regulation 36(3) of LODR Regulations, setting out the material facts and reasons for the Resolution/s in respect of the business set out above is annexed hereto.
2. The Postal Ballot Notice is being sent only by electronic mode to all those Members whose email addresses are registered with the Company/Depository Participant/Depository, in accordance with the aforesaid MCA Circulars, as on the cut-off date i.e. Wednesday, the 3<sup>rd</sup> July, 2024.
3. The voting rights of Members shall be in proportion to their share of the paid up Equity share capital of the Company as on the cut-off date i.e. the Wednesday, the 3<sup>rd</sup> July, 2024. Member having no voting rights should treat this Notice as an intimation only.
4. The Portal for remote electronic voting ("E-Voting") will remain open for the Members for exercising their voting from Saturday, the 6<sup>th</sup> July, 2024 at 09.00 a.m. India Standard Time ("IST") till Sunday, the 4<sup>th</sup> August, 2024 at 05.00 p.m. (IST) ("conclusion time"), both days inclusive. Please note that E-voting module

will be disabled for Voting by Link Intime India Private Limited after the said conclusion date and time. During this period, the Members of the Company holding shares either in physical form or dematerialized form as on Wednesday, the 3<sup>rd</sup> July, 2024 (“cut-off date”), may cast their vote electronically. Once vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

5. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for E-voting i.e. Sunday, the 4<sup>th</sup> August, 2024.
6. All documents referred to in the Notice have been posted on the website of the Company [www.ansalabl.com](http://www.ansalabl.com) and be available for inspection until last date of E-voting of this Postal Ballot i.e. Sunday, the 4<sup>th</sup> August, 2024.
7. Members who have not yet registered their e-mail address are requested to get their e-mail addresses admitted by following the procedure given below:
  - a) Members holding shares in physical mode and who have not registered/updated their email address with the Company are requested to register/update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at [info@ansalabl.com](mailto:info@ansalabl.com) or to Link Intime India Private Limited at [neeraj.jain@linkintime.co.in](mailto:neeraj.jain@linkintime.co.in) Or shareholders can update their email address through the link viz. [https://linkintime.co.in/emailreg/email\\_register.html](https://linkintime.co.in/emailreg/email_register.html)
  - b) Members holding shares in dematerialized mode are requested to register/update their email addresses with the relevant Depository Participant.

In term of the SEBI’s circular dated the 03<sup>rd</sup> November, 2021, it is mandatorily required for all members holding shares in physical mode to furnish, PAN, KYC details (Address proof, Bank details, E-mail address and Mobile number) and nomination for all eligible folios to the RTA. The folios, wherein any of the above cited documents/details are not made available to RTA, shall be frozen by the RTA.

8. In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Companies Act, 2013 read with Rules of the Companies

(Management and Administration) Rules, 2014, Secretarial Standard 2 and the Regulation 44 of the LODR Regulations, the Company is pleased to offer remote E-voting facility to all the members of the Company to enable the members (shareholders) to cast their votes electronically on resolution/s set forth in this Postal ballot Notice.

**9. Remote e-Voting Instructions for shareholders:**

As per the SEBI circular dated 09<sup>th</sup> December, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals from demat accounts.

**Login method for individual shareholders holding securities in demat mode is given below:**

**A. Individual Shareholders holding securities in demat mode with NSDL:**

1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://services.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on Ansal Buildwell Limited or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to “InstaVote” website for casting your vote during the remote e-Voting period.
2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> Select “Register Online for IDeAS Portal” or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>.
3. Visit e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a personal computer or on a mobile.



Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Ansal Buildwell Ltd. or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

**B. Individual Shareholders holding securities in demat mode with CDSL:**

1. Existing users who have opted for Easi/Easiest, can login through their user ID and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be able to see the E-Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be

redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

**C. Individual Shareholders (holding securities in demat mode) login through their depository participants)**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Ansal Buildwell Limited or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

**Login method for Individual shareholders holding securities in physical form is given below:**

Individual Shareholders of the company, holding shares in physical form as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://Instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHAREHOLDER**’ tab and register with your following details:-
  - A. **User ID:** Shareholders holding shares in **physical form shall provide** Event No + Folio Number registered with the Company.
  - B. **PAN:** Enter your 10 digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
  - C. **DOB/DOI:** Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company – in DD/MM/YYYY format)
  - D. **Bank Account Number:** Enter your Bank Account Number (last for digits),as recorded with your DP/Company.

*\*Shareholders/members holding shares in **physical form** but have not recorded 'C' and 'D' shall provide their Folio Number in 'D' above.*

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
  - Click “confirm” (Your password is now generated).
3. Click on ‘Login’ under ‘SHAREHOLDER’ tab.
  4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour/Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
4. After selecting the desired option i.e. Favour/Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish confirm your vote, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on **Yes**, else, to change your vote, click on ‘No’ and accordingly modify your vote.

**Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian/Mutual Fund/Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution/authority letter/power of attorney etc. together with attested specimen signature of the duly authorized representative(s) in PDF format in the ‘**Custodian/Mutual Fund/Corporate Body**’ login for the Scrutinizer to verify the same.

**Helpdesk for Individual Shareholders holding securities in physical mode/Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on :- [Tel:022-49186000](tel:022-49186000).

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

<b>Login Type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no. 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 22- 23058542-43.

**Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://Instavote.linkintime.co.in>

- Click on ‘**Login**’ under **SHARE HOLDER** tab and further Click ‘**forgot password?**’
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA), Click on “SUBMIT”.

*In case shareholders is having valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one Special character (@!#&\*), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

**Individual Shareholders holding securities in demat mode with NSDL/CDSL has forgotten the password:**

Shareholders who are unable to retrieve Use ID/Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/depository participant's website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/members holding shares in physical form, the details can be used only for voting on the resolution contained in this Notice.
- During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**EXPLANATORY STATEMENT FOR ITEMS AS REQUIRED U/S 102 OF THE COMPANIES ACT, 2013 SETTING OUT ALL MATERIAL FACTS**

**Item Nos. 1 (Special Resolutions)**

Shri Vijay Talwar (DIN: 02647994) holds the degree of B. Com (Hons) from Shri Ram College of Commerce, Delhi University and He has several years experience of running TERRA FIRMA GRC AND CONCRETE COMPANY. He has been appointed by the Board of Directors as an Additional Director (Independent) of the Company w.e.f. 30<sup>th</sup> May, 2024.

Shri Vijay Talwar pursuant to the provisions of Sections 149 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the Act, and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV including any statutory modifications or re-enactment(s) thereof for the time being in force) and Regulation No. 17(1C) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, (“LODR Regulations”) and, provisions of Article 138 of the Articles of Association of the Company, as amended from time to time, appointed with effect from the 30<sup>th</sup> May, 2024, as Additional Director (Independent) of the Company, for a period of 5 years, not liable to retire by rotation with sitting fee for attending meeting of Board of Directors and other terms and conditions, as recommended/approved by the Nomination and Remuneration Committee and Board of Directors at their respective meetings held on 30<sup>th</sup> May, 2024. He is designated as Independent Director of the Company.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, approval of the members is required for the appointments of Shri Vijay Talwar, as Independent Director of the Company, by way of passing a Special Resolution, through Postal Ballot.

Shri Vijay Talwar has given a declaration to the Board that he meets the criteria of Independence as provided under the Section 149(6) of the Companies Act, 2013. In the opinion of the Board Shri Vijay Talwar fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management. Necessary papers for appointment of Shri Vijay Talwar as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered office of the Company during business hours on any working day, excluding Saturday and Public Holidays.

The Board considers that his association would be of immense benefit to the Company and it is desirable to appoint Shri Vijay Talwar as an Independent Director. Accordingly the Board recommends the resolution in relation to the appointment of Shri Vijay Talwar as an Independent Director for the approval by the shareholders of the Company.

Except Shri Vijay Talwar, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relative is concerned or interested, financial or

otherwise, in the resolution set out at Item No 1. This Explanatory statement may also be regarded as a disclosure under Regulation of SEBI (LODR) Regulation, 2015

**Item Nos. 2 (Special Resolutions)**

Smt. Suman Dahiya is a Non Executive Independent Director of the company. She joined the Board of directors of the Company on 30<sup>th</sup> May, 2019. Smt. Suman Dahiya (DIN: 08498804) is L.L.B. from Mahrishi Dayanand University, Haryana. She is an Advocate and member of Bar Council of India. She has to her credit vast, rich and varied 23 years experience in the field of Litigation. She is well versed in drafting affidavits, Power of Attorney, Sale Deeds, contracts, Civil suits, agreements, Original petitions, Reply of Notices, Complaints, Written arguments, Declaration, Mortgage Deed, Cancellation deeds, Correction deeds, Release deed, Release of partners, Business agreements, Letter of understanding, Leave of Licence agreement, Consortium agreement, Prepared Possession notices, Public notices and Securitisation applications under Securitisation Act, etc.

In terms of Section 149 and any other applicable provisions of the Companies Act, 2013, Rules made thereunder and LODR Regulation Smt. Suman Dahiya is proposed to be re-appointed as an Independent Director for another term of five consecutive years from 1<sup>st</sup> April, 2024 upto 31<sup>st</sup> March, 2029, not liable to retire by rotation.

Smt. Sunan Dahiya has given a declaration to the Board that she meets the criteria of Independence as provided under the Section 149(6) of the Companies Act, 2013. In the opinion of the Board Smt. Suman Dahiya fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for her re-appointment as an Independent Director of the Company and is independent of the management. Necessary papers for appointment of Smt. Suman Dahiya as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the Registered office of the Company during business hours on any working day, excluding Saturday and Public Holidays.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Smt. Suman Dahiya as an Independent Director. Accordingly the Board recommends the resolution in relation to the re-appointment of Smt. Suman Dahiya as an Independent Director for the approval by the shareholders of the Company.

Except Smt. Suman Dahiya, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relative is concerned or interested, financial or otherwise, in the resolution set out at Item No 2. This Explanatory statement may also be regarded as a disclosure under Regulation of SEBI (LODR) Regulation, 2015

By and on behalf of the Board of Director  
For Ansal Buildwell Ltd.

Sd/-

(Ashok Babu)  
Sr.VP & Company Secretary  
FCS -2328

Regd. Office:  
118, UFF, Prakashdeep Building,  
7, Tolstoy Marg, New Delhi-110 001

Date: 30<sup>th</sup> May, 2024  
Place: New Delhi



**BRIEF PARTICULARS OF DIRECTOR SEEKING APPOINTMENT /  
RAPPOINTMENT THROUGH POSTAL BALLOT BY REMOTE E-VOTING  
PROCESS**

Name of the Director	Shri Vijay Talwar	Smt. Suman Dahiya
Designation	Independent Director	Independent Director
Date of Birth	22/03/1950	15/02/1979
Date of Appointment	30/05/2024	01/04/2024
Experience in Specific Functional Areas	Businessman	She is an advocate and was appointed as Independent Director of the Company w.e.f. 30 <sup>th</sup> May, 2019. She is a Member of Bar Council of India
Qualification	B. Com (Hons)	L.L.B.
Directorship in other Indian Public Ltd. Companies/excluding Private companies which are subsidiary of Public Company	NIL	NIL
Chairman/Member of Committee of the Board of Public Ltd. Companies in which he is a Director	As Chairman- 1. Audit Committee 2. Corporate Social Responsibility Committee 3. Stakeholders Relationship Committee As Member- 1. Nomination and Remuneration Committee As Lead Member- 1. Independent Director Committee	As Chairman- 1. Nomination and Remuneration Committee As a Member- 1. Audit Committee 2. Corporate Social Responsibility Committee 3. Independent Directors' Committee
Relationships of Directors' inter-se	NIL	NIL
Details of shareholding in the Company	NIL	NIL