

April 01, 2019

To  
The Manager  
The Department of Corporate Services  
**BSE Limited,**  
Floor 25, P. J. Towers,  
Dalal Street, Mumbai – 400 001

To  
The Manager  
The Listing Department,  
**National Stock Exchange of India Limited,**  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400051

**Scrip Code:** 533271

**Scrip Symbol:** ASHOKA EQ.

**Sub.: Declaration of Result of the Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")**

The Board of Directors had sought the approval of the Shareholders of the Company pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for the following proposal to be passed as Special Resolution by way of Postal Ballot:

1. Re-appointment of Mr. Sharadchandra Abhyankar (DIN: 00108866) as an Independent Director of the Company;
2. Re-appointment of Mr. Albert Tauro (DIN: 01860786) as an Independent Director of the Company; and
3. Re-appointment of Mr. Gyan Chand Daga (DIN: 00101534) as an Independent Director of the Company.

Mr. Ved Prakash, Practising Company Secretary, (ACS: 36837; CP No.: 16986), Mumbai, was appointed as the Scrutinizer for conducting the Postal Ballot Process and has submitted his report dated April 01, 2019. A copy of the aforesaid report is enclosed for your records.

In terms of Regulation 44 of SEBI LODR, the details of the Resolution passed by the Shareholders by way of Postal Ballot are given below:

Item No.	Particulars	Type of Resolution	Mode of Voting (show of hands / Poll / Postal Ballot / E-Voting)	Remarks
1.	Re-appointment of Mr. Sharadchandra Abhyankar (DIN: 00108866) as an Independent Director of the Company	Special Resolution	Postal Ballot / E-voting	The Resolution was passed with requisite Majority



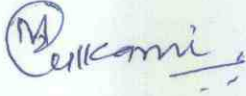
2.	Re-appointment of Mr. Albert Tauro (DIN: 01860786) as an Independent Director	Special Resolution	Postal Ballot / E-voting	The Resolution was passed with requisite Majority
3.	Re-appointment of Mr. Gyan Chand Daga (DIN: 00101534) as an Independent Director	Special Resolution	Postal Ballot / E-voting	The Resolution was passed with requisite Majority

The Details of physical voting and e-voting in the format prescribed under Regulation 44 of SEBI LODR, along with the Scrutinizers' Report are enclosed herewith for your information and record.

Kindly take the same on record.

Thanking You.

Yours faithfully,  
For **ASHOKA BUILDCON LIMITED**



**(Manoj A. Kulkarni)**  
**Company Secretary**  
**ICSI Membership No.: FCS-7377**  
**Encl: As above**



**Report of Scrutinizer**  
**[Pursuant to Section 110 of the Companies Act, 2013 and the Companies**  
**(Management and Administration) Rules, 2014]**

To  
The Chairman  
Ashoka Buildcon Limited  
S. No. 861, Ashoka House  
Ashoka Marg, Vadala  
Nashik - 422 011

Dear Sir,

**Sub: Result of the Postal Ballot conducted to obtain the approval of Shareholders of Ashoka Buildcon Limited (the 'Company')**

I, Ved Prakash (CP No.:16986), Designated Partner of S. Anantha & Ved LLP, Practising Company Secretaries, (Reg. No. AAH-8829), appointed as the Scrutinizer by the Company for the purpose of Postal Ballot carried out as per Section 108 and 110 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 in connection with the passing of the resolution as mentioned in the Notice of Postal Ballot dated February 23, 2019 submit my report as under:

1. The dispatch of Postal Ballot Notice was completed on February 28, 2019;
2. The e-voting period commenced on Friday, March 01, 2019 (09:00 a.m. IST) and ended on Saturday, March 30, 2019 (05:00 p.m. IST);
3. The last date of receipt of Postal Ballot Form was Saturday, March 30, 2019 (5:00 p.m. IST);
4. The Shareholders holding the shares as on the "cut-off" date i.e., Friday, February 22, 2019 were entitled to vote on the proposed resolution;
5. 86 Postal Ballot Forms were received and 140 shareholders cast their vote on e-voting platform;

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*Vedprakash*



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6. The Postal Ballot Forms were scrutinized and the signatures of the Members who had cast their votes were verified with their specimen signatures registered with RTA as provided by the depositories;
7. There were no instances of voting by both the modes by the same shareholder(s) viz., by way of e-voting and also through physical Postal Ballot Form;
8. At the end of voting period on Saturday, March 30, 2019 (05:00 p.m. IST), I collected from the office of the RTA all the Postal Ballot Forms received from the Shareholders; and
9. The Report of the Postal Ballot was duly compiled and accordingly the result of Postal Ballot which includes e-voting is as under:

**1. Re-appointment of Mr. Sharadchandra Abhyankar (DIN: 00108866) as an Independent Director of the Company:**

“**RESOLVED THAT** pursuant to provisions of sections 149, 152, and any other applicable provisions of the Companies Act, 2013, and the Rules made thereunder read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Sharadchandra Abhyankar (DIN: 00108866), as an Independent Director for a second term of 5 (five) consecutive years commencing from 01<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024, who is currently holding the office as an Independent Director up to 31<sup>st</sup> March, 2019 and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of director, not liable to retire by rotation.

**RESOLVED FURTHER THAT** any one Director or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to the aforesaid resolution.”

Further, to the scrutiny of the said forms and e-Votes, I hereby certify the following Result of Postal Ballot in connection with the above Special Resolution proposed under the applicable provisions of the Companies Act, 2013:

*Vedprakash*

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**Total number of Postal Ballot Forms / e-Votes considered in connection with the passing of the above mentioned Special Resolution:**

Sr. No.	Particulars	*No. of Postal Ballot Forms (86)/ e-Votes (140)	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	207	24,04,66,825	97.412
B	Votes against the Resolution	13	63,88,790	2.588
C	<b>Total Valid Votes (A + B)</b>	<b>220</b>	<b>24,68,55,615</b>	<b>100.000</b>
D	Invalid votes (signatures not tallied and / or Vote not casted)	5	351	-
	<b>Total (C + D)</b>	<b>225</b>	<b>24,68,55,966</b>	-

**Notes:**

(i) \* One folio holding 20 (Twenty) Equity Shares of face value of Rs.5/- each, voted partially in favour and against the resolution; and

(ii) One folio holding 16 Equity Shares of face value of Rs.5/- each, did not participate in passing the resolution.

**2. Re-appointment of Mr. Albert Tauro (DIN: 01860786) as an Independent Director:**

“RESOLVED THAT pursuant to provisions of sections 149,152, and any other applicable provisions of the Companies Act,2013, and the Rules made thereunder read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Albert Tauro (DIN : 01860786), as an Independent Director for a second term of 5 (five) consecutive years commencing from 01<sup>st</sup>April, 2019 to 31<sup>st</sup>March, 2024, who is currently holding the office as an Independent Director up to 31<sup>st</sup>March, 2019 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013,proposing his candidature for the office of Director, not liable to retire by rotation.

**RESOLVED FURTHER THAT** any one Director or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to the aforesaid resolution.”

Further, to the scrutiny of the said forms and e-Votes, I hereby certify the following Result of Postal Ballot in connection with the above Special Resolution proposed under the applicable provisions of the Companies Act, 2013:

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*Vedprakash*



: 4 :

**Total number of Postal Ballot Forms / e-Votes considered in connection with the passing of the above mentioned Special Resolution:**

Sr. No.	Particulars	*No. of Postal Ballot Forms (86)/ e-Votes (140)	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	210	24,68,32,064	99.991
B	Votes against the Resolution	08	23,401	0.009
C	<b>Total Valid Votes (A + B)</b>	<b>218</b>	<b>24,68,55,465</b>	<b>100.000</b>
D	Invalid votes (signatures not tallied and / or Vote not casted)	5	351	-
	<b>Total (C + D)</b>	<b>223</b>	<b>24,68,55,816</b>	-

*\*Notes: Three folios holding 166 Equity Shares of face value of Rs.5/- each, did not participate in passing the resolution.*

**3. Re-appointment of Mr. Gyan Chand Daga (DIN: 00101534) as an Independent Director:**

“RESOLVED THAT pursuant to provisions of sections 149,152, and any other applicable provisions of the Companies Act, 2013, and the Rules made thereunder read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Gyan Chand Daga (DIN : 00101534), as an Independent Director for a second term of 5 (five) consecutive years commencing from 01<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2024, who is currently holding the office as an Independent Director up to 31<sup>st</sup> March, 2019 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, not liable to retire by rotation.

RESOLVED FURTHER THAT any one Director or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to the aforesaid resolution.”

Further, to the scrutiny of the said forms and e-Votes, I hereby certify the following Result of Postal Ballot in connection with the above Special Resolution proposed under the applicable provisions of the Companies Act, 2013:

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*Vedprakash*





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Total number of Postal Ballot Forms / e-Votes considered in connection with the passing of the above mentioned Special Resolution:

Sr. No.	Particulars	*No. of Postal Ballot Forms (86)/ e-Votes (140)	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	210	24,68,53,273	99.999
B	Votes against the Resolution	9	2,208	0.001
C	<b>Total Valid Votes (A + B)</b>	<b>219</b>	<b>24,68,55,481</b>	<b>100.000</b>
D	Invalid votes (signatures not tallied and / or Vote not casted)	5	351	-
	<b>Total (C + D)</b>	<b>224</b>	<b>24,68,55,832</b>	<b>-</b>

**Notes:**

(i) \* One folio holding 20 (Twenty) Equity Shares of face value of Rs.5/- each, voted partially in favour and against the resolution; and

(ii) Two folios holding 150 Equity Shares of face value of Rs.5/- each, did not participate in passing the resolution.

For S. ANANTHA & VED LLP  
Company Secretaries

Ved Prakash  
Designated Partner  
CP No.: 16986



Date : April 01, 2019  
Place : Mumbai

Countersigned by

Ashok Motilal Katariya  
Chairman  
AshokaBuildcon Limited

Date : April 01, 2019  
Place : Nashik

Company Name	Ashoka Buildcon Limited
Date of the AGM/EGM/Postal Ballot	01-04-2019
Total number of shareholders on record date	23984
No. of shareholders present in the meeting either in	N.A
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through	0
Promoters and Promoter Group:	0
Public:	0

**ASHOKA**





## Ashoka Buildcon Limited

Resolution Required : (Special)		1 - Special resolution for re-appointment of Mr. Sharadchandra Abhyankar as an Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	152308791	152308791	100.0000	152308791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>152308791</b>	<b>100.0000</b>	<b>152308791</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	100624483	85628567	85.0971	79241952	6386615	92.5415	7.4585
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>85628567</b>	<b>85.0971</b>	<b>79241952</b>	<b>6386615</b>	<b>92.5415</b>	<b>7.4585</b>
Public Non Institutions	E-Voting	27789943	8905129	32.0444	8904757	372	99.9958	0.0042
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		13128	0.0472	11325	1803	86.2660	13.7340
	<b>Total</b>		<b>8918257</b>	<b>32.0916</b>	<b>8916082</b>	<b>2175</b>	<b>99.9756</b>	<b>0.0244</b>
<b>Total</b>		<b>280723217</b>	<b>246855615</b>	<b>87.9356</b>	<b>240466825</b>	<b>6388790</b>	<b>97.4119</b>	<b>2.5881</b>

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## Ashoka Buildcon Limited

Resolution Required : (Special)		2 - Special resolution for re-appointment of Mr. Albert Tauro as an Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	152308791	152308791	100.0000	152308791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>152308791</b>	<b>100.0000</b>	<b>152308791</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	100624483	85628567	85.0971	85607328	21239	99.9752	0.0248
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>85628567</b>	<b>85.0971</b>	<b>85607328</b>	<b>21239</b>	<b>99.9752</b>	<b>0.0248</b>
Public Non Institutions	E-Voting	27789943	8905129	32.0444	8904767	362	99.9959	0.0041
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		12978	0.0467	11178	1800	86.1304	13.8696
	<b>Total</b>		<b>8918107</b>	<b>32.0911</b>	<b>8915945</b>	<b>2162</b>	<b>99.9758</b>	<b>0.0242</b>
<b>Total</b>		<b>280723217</b>	<b>246855465</b>	<b>87.9355</b>	<b>246832064</b>	<b>23401</b>	<b>99.9905</b>	<b>0.0095</b>

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## Ashoka Buildcon Limited

Resolution Required : (Special)		3 - Special resolution for re-appointment of Mr. Gyan Chand Daga as an Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	152308791	152308791	100.0000	152308791	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>152308791</b>	<b>100.0000</b>	<b>152308791</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	100624483	85628567	85.0971	85628567	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>85628567</b>	<b>85.0971</b>	<b>85628567</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	27789943	8905129	32.0444	8904757	372	99.9958	0.0042
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		12994	0.0468	11158	1836	85.8704	14.1296
	<b>Total</b>		<b>8918123</b>	<b>32.0912</b>	<b>8915915</b>	<b>2208</b>	<b>99.9752</b>	<b>0.0248</b>
<b>Total</b>		<b>280723217</b>	<b>246855481</b>	<b>87.9355</b>	<b>246853273</b>	<b>2208</b>	<b>99.9991</b>	<b>0.0009</b>

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