

28<sup>th</sup> September, 2019

Script Code: ANSALAPI
National Stock Exchange
of India Ltd
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (East)
Mumbai – 400 051

Script Code: 500013
BSE Limited
25th Floor,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Reg.: 52<sup>nd</sup> Annual General Meeting held on the 28<sup>th</sup> September, 2019

Ref: 1. Companies Act, 2013 and Rules made there under.

2. Regulations 30, 34 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations")

Dear Sir/ Madam,

In continuation to our letter dated the 07<sup>th</sup> September, 2019, 52<sup>nd</sup> Annual General Meeting ('AGM') of the Company was held on the 28<sup>th</sup> September, 2019 (i.e. today) and the businesses mentioned in the Notice were transacted.

In this regard, please find enclosed herewith the following:

- i. Voting Results as required under Regulation 44(3) of the SEBI Regulations as **Annexure "A".**
- ii. Summary of proceedings as required under Regulation 30 of SEBI Regulations as **Annexure –"B"**.
- iii. Report of Scrutinizer dated the 28<sup>th</sup> September, 2019, persuant to Section-108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure-"C".**

Also note the following relating to changes made in the Annual Report 2018-19 because of typographical error:-

- 1. Designation of Shri Ashok Dang who has signed the financial statements shall be read as President (Finance) with pan no.
- 2. On page numbers 132 and 216 at note no. 52 and note no. 60, respectively, figure of Rs. 2.54 crores shall be read as Rs. 79.34 crores.

Ansal Properties & Infrastructure Ltd.

(An ISO 14001 : 2004 OHSAS 18001 : 2007 ) 115, Ansal Bhawan, 16, Kasturba Gandhi Marg, New Delhi-110 001

Tel.: 23353550, 66302268 / 69 / 70 / 72

Website: www.ansalapi.com

CIN: L45101DL1967PLC004759

Email: customercare@ansalapi.com TOLL FREE NO. 1800 266 5565

\$



This is for your information and records please.

Thanking you,

Yours faithfully,

for Ansal Properties & Infrastructure Ltd.

(Abdul Sami)

General Manager (Corporate Affairs)

& Company Secretary

M. No. FCS-7135

Encl: as above.

Ansal Properties & Infrastructure Ltd.
(An ISO 14001 : 2004 OHSAS 18001 : 2007 )
115, Ansal Bhawan, 16, Kasturba Gandhi Marg, New Delhi-110 001
Tel.: 23353550, 66302268 / 69 / 70 / 72

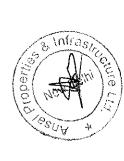
Website: www.ansalapi.com CIN: L45101DL1967PLC004759

Email: customercare@ansalapi.com TOLL FREE NO. 1800 266 5565

Annexing - A

Voting result of the 52nd Annual General Meeting of Ansal Properties & Infrastructure Limited held on Saturday, the 28th September, 2019 in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

21257	Date of the Annual General Meeting	ā	28th September, 2019						
the me location of the me locati	Total Number of shareholders on re	ecord date	37257						
dn le me	No. of shareholders present in the I proxy:	meeting either in person or through	4899						
I voup	Promoters and Promoter Groun	p:	21	7			***************************************		
locable me	Public:		4878						
dnoug	No. of shareholder attended the me	eeting through Video Conferencing	NI:						
	Promoters and Promoter Group		NIL						
	Public:		NIL						
			1 100 11 100 1100						
	Agenda - Wise disclosure								
No   No   No of Shares held   No of votes polled on outstanding shares held   No of votes polled on outstanding shares held   No of votes polled on outstanding shares held   No of votes polled shares held   No of votes polled shares held   No of votes polled   Shares held   No of votes polled   Shares held   No of votes polled   Shares held   No of votes polled   Shares held   No of votes polled   Shares held   No of votes polled   Shares held   No of votes polled   Shares held   No of votes polled   Shares held   No of votes polled   Shares   Shares   No of votes polled   Shares	Resolution required :(Ordinary/	Ordinary - 1. Adoption of the Audite	d Financial Statements	(Standalone and Con	solidated) of the Con	npany for the Final	ncial Year ende	d the 31st March, 2	019 together with the
No         Of Shares held Mode of Voting         No. of Shares held on outstanding shares         No. of Votes polled on outstanding shares         Shares           Postal Bailot (if applicable)         76,768,484         76,768,484         100.00           Poll         76,768,484         76,768,484         100.00           Poll         7,617,594         0         0.00           Postal Bailot (if applicable)         7,617,594         0         0.00           Poll         7,617,594         0         0.00           Poll         7,617,594         0         -           E-Voting         7,617,594         0         -           Postal Ballot (if applicable)         7,617,594         0         -	Special)	reports of the Board of Directors and	d Auditors' thereon.	8					
Group         Mode of Voting Postal Bailot (if applicable)         No. of Shares held (1)         No. of votes polled (2)         % of Votes Polled on outstanding Shares (1)         % of Votes Polled on outstanding Shares (2)         % of Votes Polled on outstanding shares (1)         % of Votes Polled on 0.00           Group         Postal Bailot (if applicable)         76,768,484         100.00         0.00           Postal Bailot (if applicable)         7,617,594         0         0.00           Postal Bailot (if applicable)         7,617,594         0         0.00           Fe-Voting         7,617,594         0         0           Fe-Voting         7,617,594         0         0           Postal Ballot (if applicable)         7,617,594         0         0           Postal Ballot (if applicable)         7,617,594         0         0           Postal Ballot (if applicable)         7,617,594         0         0           Fe-Voting         7,617,594         0         0         0           Fe-Voting         7,617,594         0         0         0           Fe-Voting         7,617,594         0         0         0	Whether promoter/ promoter								
Group         Mode of Voting         No. of Shares held on outstanding         No. of votes polled on outstanding         % of Votes Polled on outstanding           F-Voting         F-Voting         76,768,484         100.00         0.00           F-Voting         76,768,484         76,768,484         100.00         0.00           Postal Bailot (if applicable)         7,617,594         0         0.00           Postal Ballot (if applicable)         7,617,594         0         0.00	group are interested in the agenda/resolution?	No							
Group         Mode of Voting         No. of Shares held No. of votes polled shares         No. of Shares held No. of votes polled shares         (1)         No. of Shares held (3)         (3)=((2)/(1))*100           F-Voting         76,768,484         76,768,484         0         0.00           F-Voting         76,768,484         76,768,484         100.00           F-Voting         7,617,594         0         0.00           Postal Ballot (if applicable)         7,617,594         0         0.00           F-Voting         7,617,594         0         0         0.00           F-Voting         7,617,594         0         0         0           Postal Ballot (if applicable)         7,617,594         0         0         0           F-Voting         7,					% of Votes Polled			% of Votes in	
Group         Mode of Voting         No. of Shares held no. of votes polled by the control of the co	Category				on outstanding	1		favour on votes	% of Votes against on
Group Poil         76,768,484 Postal Bailot (if applicable)         76,17,594 Postal Bailot (if applicable)		Mode of Voting	No. of Shares held (1)	No. of votes pol	shares (3)={(2)/(1)}*100	No of Votes- in favour (4)	No of Votes against (5)	polled (6)-{(4)/(2)}*100	votes polled (7)-{(5)/(2)}*100
Group Postal Bailot (if applicable)         76,768,484         0         0.00           Total F-Voting         76,768,484         76,768,484         100.00         76,7           Postal Bailot (if applicable)         7,617,594         0         0.00           F-Voting         7,617,594         0         -           F-Voting         7,617,594         0         -           F-Voting         7,617,594         0         -           Postal Bailot (if applicable)         73,018,798         9,584         0.01           Postal Bailot (if applicable)         73,018,798         76,408         0.01		E-Voting		76,768,484	100.00	76,768,484	0	100.00	00.00
Total   Postal Bailot (if applicable)	Dynamical Browning	Poli	76,768,484	0	0.00	0	0	0.00	00:0
Total         76,768,484         76,768,484         100.00         76,7           E-Voting         7,617,594         0         0.00         0.00           Postal Ballot (if applicable)         7,617,594         0         -         -           Total         7,617,594         0         -         -           E-Voting         7,617,594         0         -         -           Poll         73,018,798         66,824         0.09         -           Postal Ballot (if applicable)         73,018,798         76,408         0.01         -           Total         73,018,798         76,408         0.10         -         -	מוסווסרפו פוומ בנסוווסרפו פוסוו	Postal Bailot (if applicable)		'	7			-	r
E-Voting         0         0.00           Poll         7,617,594         0         0.00           Postal Ballot (if applicable)         7,617,594         0         -         -           E-Voting         73,018,798         66,824         0.09         -           Poll         73,018,798         9,584         0.01         -           Total         73,018,798         75,408         0.01         -		Total	76,768,484	76,768,484	100.00	76,768,484	ō	100.00	00:0
Poll         7,617,594         0         0.00           Postal Ballot (if applicable)         -         -         -           Total         7,617,594         0         -           E-Voting         66,824         0.09           Poll         73,018,798         9,584         0.01           Total         73,018,798         76,408         0.10		E-Voting		0	0.00	0	0	00'0	0.00
Postal Ballot (if applicable)         7,617,594         -         -           Total         7,617,594         0         -           E-Voting         66,824         0.09           Poll         73,018,798         9,584         0.01           Postal Ballot (if applicable)         73,018,798         76,408         0.10	Dishir Inctitutions	Poll	7,617,594	0	0.00	0	0	00'0	0.00
Total         7,617,594         0         -           E-Voting         66,824         0.09           Poll         73,018,798         9,584         0.01           Postal Ballot (if applicable)         -         -         -           Total         73,018,798         76,408         0.10	rubik- Bistrutions	Postal Ballot (if applicable)	•	,	•	,	ı	•	ļ.
E-Voting         66,824         0.09           Poll         73,018,798         9,584         0.01           Postal Ballot (if applicable)         -         -         -           Total         73,018,798         76,408         0.10		Total	7,617,594	0		0	0	0.00	0.00
Poli         73,018,798         9,584         0.01           Postal Ballot (if applicable)         -         -         -           Total         73,018,798         76,408         0.10         7		E-Voting		66,824	60:0	66,824	0	100.00	0.00
Postal Ballot (if applicable)	Public - Non lostitutions	Poll	73,018,798	9,584	0.01	9,584	0	100.00	0.00
73.018.798 76.408 0.10		Postal Ballot (if applicable)		4	1	•	,	•	r
		Fotal	73,018,798	76,408	0.10	76,408	0	100.00	0.00
Total 157,404,876 76,844,892 48.82 76,844,892	Total		157,404,876	76,844,892	48.82	76,844,892	0	100.00	



Resolution required :{Ordinary/	Ordinary - 2. Appointment of a Director in place of Shri Sushil Ansal (DIN: 00002007), who retires by rotation and, being eligible, offers himself for re-appointment.	ctor in place of Shri Sus	thil Ansal (DIN: 000020	307), who retires by r	otation and, being	eligible, offers	s himself for re-appo	intment.
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes	***************************************						
Categony		No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No of Votes- in No of Votes	No of Votes	% of Votes in favour on votes nolled	% of Votes against on votes polled
	Mode of Voting	(7)		(3)={(2)/(1)}*100	favour (4)	against (5)	(6)-{(4)/(2)}*100	(7)-{(5)/(2)}*100
	E-Voting		76,768,484	100.00	76,768,484	0	100.00	0.00
6	Poll	76,768,484	0	00:0	0	0	0.00	0.00
Promoter and Promoter Group	Postal Ballot (if applicable)		r.	1			1	-
	Total	76,768,484	76,768,484	100.00	76,768,484	0	100.00	00:0
	E-Voting		0	00:00	0	0	00:00	0.00
Public. Institutions	Poll	7,617,594	0	00'0	0	0	00:0	00:00
	Postal Ballot (if applicable)		•	3	•	-	,	
	Total	7,617,594	0	,	0	o	00.00	0.00
	E-Voting		66,824	60'0	686	65,835	1.48	98.52
Public - Non Institutions	Poll	73,018,798	9,584	0.01	9,584	ō	100.00	0.00
	Postal Ballot (if applicable)		-	-	٠	r	,	•
	Total	73,018,798	76,408	0.10	10,573	65,835	13.84	86.16
Total		157,404,876	76,844,892	48.82	76,779,057	65,835	99.91	60.0

Resolution required :(Ordinary/	Ordinary - 3. Appointment of a Director in place of Shri Pranav Ansal (DIN: 00017804), who retires by rotation and, being eligible, offers himself for re-appointment.	Virector in place of Shri Pr	anav Ansal (DIN: 0001	7804), who retires by	rotation and, bein	g eligible, offe	rs himself for re-ap	oointment.
Special)								
Whether promoter/ promoter								
group are interested in the								•
agenda/resolution?	Yes							
				% of Votes Polled			% of Votes in	
Category				on outstanding			favour on votes	% of Votes against on
		No. of Shares held	No. of votes polled	shares	No of Votes- in No of Votes	No of Votes	polled	votes polled
	Mode of Voting	(1)	(2)	(3)={(2)/(1)}*100	favour (4)	against (5)	(6)-{(4)/(5)}*100	(2)-{(2)/(2)}*100
	E-Voting		76,768,484	100.00	76,768,484	0	100.00	0.00
Bromoter and Bromoter Group	Poll	76,768,484	0	00.0	ō	ō	00:00	00:00
מוסיב פויית ביות ביות ביות ביות ביות ביות ביות	Postal Ballot (if applicable)		•	1	ř	1	,	1
	Total	75,768,484	76,768,484	100.00	76,768,484	0	100.00	0.00
	E-Voting		0	0.00	0	0	00:00	0.00
	Poff	7,617,594	0	00'0	0	0	00:00	0.00
Public- institutions	Postal Ballot (if applicable)		-	•	•	,	-	
	Total	7,617,594	0	-	0	0	0.00	0.00
	E-Voting		66,824	60.0	686	65,835	1.48	98.52
Dublic - Non betitutions	Poll	73,018,798	9,584	0.01	9,584	0	100.00	0.00
	Postal Ballot (if applicable)		,	t	ľ	1	*	
	Total	73,018,798	76,408	0.10	10,573	65,835	13,84	86.16
Totál∖		157,404,876	76,844,892	48.82	76,779,057	65,835	99.91	0.03

Resolution required :{Ordinary/	Special - 4. Appointment of Smt. Jagar	agath Chandra (DIN: 071	th Chandra (DIN: 07147686) as Non Executive Independent Woman Director.	ive Independent Wor	nan Dìrector.			
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category				% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on
	Mode of Voting	No. of Shares held (1)	No. of votes polled	shares (3)={(2)/{1}}*100	No of Votes- in No of Votes favour (4) against (5)	No of Votes- against (5)	polled (6)-{(4)/(2)}*100	votes polled (7)-{{5}/(2}}*100
	E-Voting		76,768,484	100.00	76,768,484		100.00	0.00
Promoter and Promoter Group	Poil	76,768,484	0	00'0	0	0	00:0	0.00
	Postal Ballot (if applicable)			4	1	,		*
	Total	76,768,484	76,768,484	100.00	76,768,484		100.00	0.00
	E-Voting		0	00'0	0	0	00:0	00.0
Durblin Inchite time	Poll	7,617,594	0	00:00	0		00:0	0.00
Public: Institutions	Postal Bailot (if applicable)		-	1	t	,	r	1
	Total	7,617,594	0	4	G	0	00:0	00:0
	E-Voting		66,824	0.09	66,824	0	100.00	00.0
Dublic Non Inchitetion	Poli	73,018,798	9,584	0.01	9,584	0	100.00	00:0
Table - Not institutions	Postal Bailot (if applicable)		1	•	•	,	•	
	Total	73,018,798	76,408	0.10	76,408	0	100.00	00.0
Total		157,404,876	76,844,892	48.82	76,844,892	O	100.00	ı
Resolution required :(Ordinary/	Ordinary - 5. Appointment of Shri Arvind Kumar Gupta (DIN: 03203379) as Non Executive Independent Director.	Arvind Kumar Gupta (DIA	V: 03203379) as Non E	xecutive Independen	ıt Director.			
Whether promoter/ promoter								
group are interested in the agenda/resolution?	No	Anne appropriation in construction and the second		,		-		
Category				% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on
	:	No. of Shares held	No. of votes pol	shares	No of Votes- in No of Votes	No of Votes	polled	votes polled
	Mode of Voting	(1)		(3)={(2)/(1)}*100	tavour (4)	against (5)	[6]-{{4]/{Z}}-100	001_{{{2}/{2}/{2}/{2}/{2}/{2}}}
	E-VOLI188	707 001 01	/5,/58,48	100.00	/6,/68,484	5 0	00.001	0.00
Promoter and Promoter Group	Postal Ballot (if applicable)	10,/00,404	7	0.00	,	5 -	n:nn	0,00
	Total	76 768 484	76 768 484	100 001	76 768 484	C	00 001	000
	E-Voting	2000		00:00	0	0	0.00	00:00
	Poll	7,617,594		00:00	0	0	00:00	0.00
Public, institutions	Postal Ballot (if applicable)			,	•			4
	Total	7,617,594	0	,	0	0	0.00	0.00
	E-Voting			0.09	66,824		100,00	00.0
Public - Non Institutions	Poll	73,018,798	9,584	0.01	9,584	o	100.00	0.00
	Postal Ballot (if applicable)	905 910 55	- 004.95	. 010	- 26 400	1 0	100 001	- 000
# - # - # - #	FOLGI	05/070707			70,400		100.00	20.0
lotal		157,404,876	76,844,892	48.87	76,844,892	5	PO'SOT	

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Whether promoter/ promoter group are interested in the agenda/resolution?  Category  Promoter and Promoter Group Public - Institutions Public - Non Institutions Postal Ballot (if applicable) Total Fe-Voting Poll Postal Ballot (if applicable) Total Total Whether promoter/ promoter group are interested in the agenda/resolution? No				-			***************************************	***************************************
ions (Ordinary/ promoter in the								
ions  (Ordinary/ promoter in the				% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on
ions  (Ordinary/ promoter in the	8u	No. of Shares held (1)	No. of votes polled (2)	shares (3)={(2)/(1)}*100	No of Votes- in No of Votes favour (4) against (5)	No of Votes against (5)	polled (6)-{(4)/(2)}*100	votes polled (7)-{(5)/{2}}*100
ions (Ordinary/ promoter in the			76,768,484	100.00	76,768,484	0	100.00	0.00
ions (Ordinary/ promoter in the		76,768,484	0	00.0	0	0	0.00	0.00
ions	(if applicable)		f		**************************************	1	•	•
ions (Ordinary/ promoter in the		76,768,484	76,768,484	100.00	76,768,484	0	100.00	00'0
ions (Ordinary/ promoter in the			0	00:0	0	0	0.00	0.00
ions (Ordinary/ promoter in the		7,617,594	0	00:0	0	0	00.0	0.00
ions: (Ordinary/ promoter in the	(if applicable)		,	1	1	,	Ē	
ions: (Ordinary/ promoter in the		7,617,594	0	~	0	0	0.00	0.00
ions:(Ordinary/promoter in the			66,824	0.09	66,824	0	100.00	0.00
:(Ordinary/ promoter in the		73,018,798	9,584	0.01	9,584	o	100.00	0.00
:(Ordinary/ promoter in the	(if applicable)		,		•	1	-	
:(Ordinary/ promoter in the		73,018,798	76,408	0.10	76,408	0	100.00	00:0
:(Ordinary/ promoter in the		157,404,876	76,844,892	48.82	76,844,892	0	100.00	
(Ordinary/ promoter in the	***The Item No. 6 became infruc	rctuous because Mr. M	tuous because Mr. Malay Chatterjee has resigned from directorship w.e.f. 09th September, 2019	signed from directo	rship w.e.f. 09th Se	ptember, 2019	_•	
promoter in the	Ordinary- 7. Appointment of Shri Yogesh Gauba (DIN: 02604798) as Director of the Company.	gesh Gauba (DIN: 0260	4798) as Director of th	ie Company.				
in the								
Category								
Category				% of Votes Polled			% of Votes in	
		F104 000 043 30 014		on outstanding			favour on votes	% of Votes against on
Mode of Voting	gu	NO. Of Strates field	No. of votes poiled	(3)={(2)/(1}}*100	roo or vores- in favour [4]	against (5)	(6)-{(4)/(2)}*100	Votes poned {7}-{(5)/(2)}*100
E-Voting			76,768,484	100.00	76,768,484	О	100.00	00:00
Promoter and Promoter Group		76,768,484	0	00.0	0	0	00.0	00.0
	if applicable)		-	-	~	-	-	_
Total		76,768,484	76,768,484	100.00	76,768,484	0	100.00	0.00
E-Voting			0	0.00	0	0	0.00	0.00
Public- Institutions		7,617,594	0	00.00	0	0	0.00	00.0
	if applicable)		-	,		,	,	
Total		7,617,594	O	-	0	0	00:00	0.00
E-Voting			66,824	0.09	66,804	20	76.66	0.03
Public - Non Institutions		73,018,798	9,584	0.01	9,584	0	100.00	0.00
,	it applicable)	20 030 200	- 009 20	- 6	000 20	- 00	- 70	, 000
CC		15,010,0190	75 944 902	0.10	000,00	707	18.66	0.03
		157,404,870	10,844,032	48.87	15,844,872	07	T00.00	0.00

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Resolution required :{Ordinary/	Ordinary- 8. Appointment of Shri Yogesh Gauba (DIN: 02604798) as Whole-Time Director and CEO of the Company.	ogesh Gauba (DIN: 0260	4798) as Whole-Time	Director and CEO of 1	the Company.			
Special)								
Whether promoter/ promoter								
group are interested in the								
agenda/resolution?								
	No							
-				% of Votes Polled			% of Votes in	
Category	•••			on outstanding	•		favour on votes	favour on votes % of Votes against on
		No. of Shares held	No. of votes polled	shares	No of Votes- in No of Votes	No of Votes	polled	votes polled
	Mode of Voting	(1)	(2)	(3)={(2)/(1)}*100	favour (4)	against (5)	(6)-{(4)/(2)}*100	(7)-{(5)/(5)}*100
	E-Voting		76,768,484	100.00	76,768,484	0	100.00	00:00
December on a December Creek	Poll	76,768,484	0	00:00	0	0	00:00	00:0
ביוסווסיבו שות בוסווסיבו חומת	Postal Ballot (if applicable)		-	4	1	1	•	*
	Total	76,768,484	76,768,484	100.00	76,768,484	0	100.00	00:0
	E-Voting		0	00:0	0	0	0.00	00.00
Outline inchitation	Pol!	7,617,594	0	00:0	0	0	00:00	00:0
	Postal Baliot (if applicable)		*	Ł	1	-	,	
	Total	7,617,594	0	-	0	0	00:00	0.00
	E-Voting		66,824	60:0	66,824	0	100.00	0.00
Dublic - Mon Inetitutions	Poll	73,018,798	9,584	0.01	9,584	0	100.00	00:00
COURT HOLD HOLD IN	Postal Ballot (if applicable)		-	r	1	•	-	,
	Total	73,018,798	76,408	0.10	76,408	0	100.00	0.00
Total		157,404,876	76,844,892	48.82	76,844,892	0	100.00	-

Resolution required :{Ordinary/Special}	Special- 9. Re-appointment of Dr. Lalit	alit Bhasin (DIN: 000016	Bhasin (DIN: 00001607) as Non Executive Independent Director .	Independent Directo	١,٠			
Whether promoter/ promoter								
group are interested in the								-
agenda/resolution?								
	No							
	~~~~			% of Votes Polled			% of Votes in	
Category		No. of Shares held	No. of Shares held No. of votes polled	on outstanding shares	No of Votes- in No of Votes	No of Votes	favour on votes poiled	% of Votes against on votes polled
	Mode of Voting	(1)	(2)	(3)={(1)/(1)}*100	favour (4)	against (5)	(6)-{(4)/(2)}*100	(2)-{(2)/(2)}*100
	E-Voting		76,768,484	100.00	76,768,484	0	100.00	00:00
	Poll	76,768,484	0	00:00	0	0	00:00	00:0
Promoter and Promoter Group	Postal Ballot (if applicable)		•	,	•	1	•	,
	Total	76,768,484	76,768,484	100.00	76,768,484	0	100.00	0.00
	E-Voting		0	0.00	0	0	00:0	00.00
Public, Institutions	Poll	7,617,594	0	0.00	0	0	00'0	0.00
	Postal Bailot (if applicable)			1 .	•		_	
	Total	7,617,594	0	-	0	0	0.00	00:00
j di	E-Voting		66,824	60.0	66,824	0	100.00	00:0
Directions	Poll	73,018,798	6,584	0.01	9,584	0	100.00	00.00
	Postal Ballot (if applicable)		-	•	1	•	4	j
als	Total	73,018,798	76,408	0.10	76,408	0	100.00	00:00
) (taj /		157,404,876	76,844,892	48.82	76,844,892	0	100.00	•
\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\								

rus<sup>a</sup>

Resolution required :(Ordinary/	Ordinary- 10. Ratification/approval of the remuneration of M/s J.D. Associates, the Cost Auditors of the Company for the Financial Year ending 31st March, 2020.	of the remuneration of	f M/s J.D. Associates, 1	he Cost Auditors of	the Company for th	e Financial Ye	ar ending 31st Marc	th, 2020.
Special)								
Whether promoter/ promoter				.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				
group are interested in the								
agenda/resolution?								
	No							
						,		
				% of Votes Polled			% of Votes in	
Category				on outstanding	**		favour on votes	% of Votes against on
• • • •		No. of Shares held	No. of votes polled	shares	No of Votes- in No of Votes	No of Votes	polled	votes polled
	Mode of Voting	(1)	(2)	(3)={(2)/(1)}*100	favour (4)	against (5)	(6)-{(4)/(2)}*100	(7)-{
	E-Voting		76,768,484	100.00	76,768,484	0	100.00	00:0
1	llod	76,768,484	0	00:00	0	0	0.00	0.00
Promoter and Promoter Group	Postal Ballot (if applicable)				-		4	
	Total	76,768,484	76,768,484	100.00	76,768,484	0	100.00	0.00
	E-Voting		0	0.00	0	0	0.00	0.00
Dublic	Poli	7,617,594	0	0.00	0	0	00.00	0.00
	Postal Ballot (if applicable)					r		
	Total	7,617,594	0		0	0	0.00	0.00
	E-Voting		66,824	60.0	66,824	0	100.00	0:00
Control of the Contro	Poll	73,018,798	9,584	0.01	9,584	0	100.00	0.00
במסובי באסונ וווארוניתוחווא	Postal Ballot (if applicable)			-	1	<del> </del>	1	-
	Total	73,018,798	76,408	0.10	76,408	0	100:00	0.00
Total		157,404,876	76,844,892	48.82	76,844,892	0	100.00	





# PROCEEDING OF THE 52<sup>nd</sup> ANNUAL GENERAL MEETING OF THE COMPANY

The 52<sup>nd</sup> Annual General Meeting of Ansal Properties & Infrastructure Limited {"the Company"} was held on Saturday, the 28<sup>th</sup> day of September, 2019 commenced at 11.00 a.m. at Sri Sathya Sai International Centre, Pragati Vihar, Bhishm Pitamah Marg (Near ICICI Bank) Lodhi Road, New Delhi- 110003 and concluded at 11.25 a.m. Shri Sushil Ansal, Chaired the meeting. All the directors were present at the meeting. The requisite quorum was present, therefore, the Chairman declared the Annual General Meeting {in short, "AGM" or "meeting"} open. The Chairman welcomed all Directors present on the dias.

The Chairman informed the members present in the meeting that the Register of Directors, Key Managerial Personnel {in short, "KMP"} and their Shareholding and the Register of Contracts/Arrangements in which Directors were interested pursuant to the provisions of Sections 170, 171 and 189 of the Companies Act, 2013 and the Rules framed there under and other documents {including Auditors and Secretarial Audit Reports} as mentioned in the Notice were kept open for inspection at the meeting and remained open and accessible to any person attending the meeting.

The Chairman addressed the members present through his speech and among others, appraised them of the overall progress made by the Company without any adverse effect during the Financial Year 2018-19 and the  $1^{\rm st}$  Quarter ended on the  $30^{\rm th}$  June, 2019 of the Financial Year 2019-20.

The Chairman informed the members present in the meeting that in compliance with the provisions of Section 108 of the Companies Act, 2013 {"Act"} and other applicable provisions of the Act, read with Rule 20 of the Companies {Management and Administration} Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with Secretarial Standard on General Meetings (SS-2) the Company had provided remote e-voting facility to all the members to enable them to vote on all the resolutions/items proposed in the Notice, and also provided physical ballot forms to those members who had attended the meeting and not voted through remote e-voting facility. He also informed that consolidated voting results would be disseminated on the Company's website i.e., www.ansalapi.com, and on the website of the Registrar and share Transfer Agent and Stock Exchanges where the shares of the Company are listed.

At the request of the Chairman, Shri Abdul Sami, General Manager {Corporate Affairs} & Company Secretary introduced Shri Chetan Gupta, practicing Company Secretary & partner at M/s APAC and Associates LLP, Company Secretaries, appointed as the Scrutinizer for conducting the remote e-voting and ballot process in a fair and transparent manner, was also present at the meeting.

The Chairman also informed the members present that pursuant to remote evoting facility provided by the Company certain members had exercised their

Ansal Properties & Infrastructure Ltd.

(An ISO 14001 : 2004 OHSAS 18001 : 2007 )

115, Ansal Bhawan, 16, Kasturba Gandhi Marg, New Delhi-110 001

Tel.: 23353550, 66302268 / 69 / 70 / 72

Website: www.ansalapi.com
CIN: L45101DL1967PLC004759

Email: customercare@ansalapi.com TOLL FREE NO. 1800 266 5565

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votes during e-voting period i.e. Wednesday, the 25th September, 2019 (9.00 A.M) to Friday, the 27<sup>th</sup> September, 2019 (5.00 P.M).

Thereafter, the Chairman read the following Agenda items and explained the objectives and implications in relation thereto except the businesses in respect of item Nos. 2 and 3 for which he vacated the Chair being interested and Dr. Lalit Bhasin, an Independent Director, who was not interested in the said items, took the chair with the unanimous consent of the members present.

### **Ordinary Business:-**

- 1. Adoption of Financial Statements (including the consolidated financial statements) of the Company for the Financial Year ended on the 31st March, 2019 and the reports of the Board of Directors (the Board) and Auditor's thereon.
- 2. Appointment of Shri Sushil Ansal (DIN: 00002007) as a Director, liable to retire by rotation.
- 3. Appointment of Shri Pranav Ansal {DIN: 00017804} as a Director, liable to retire by rotation.

### Special Business:-

- 4. Appointment of Smt. Jagath Chandra (DIN: 07147686) as Non Executive Independent Woman Director.
- 5. Appointment of Shri Arvind Kumar Gupta (DIN: 03203379) as Non-Executive Independent Director.
- 6. Appointment of Shri Malay Chatterjee (DIN: 00380683) as Non Executive Independent Director. (Matter has become infructuous as he has already resigned from the directorship of the Company w.e.f. the 09th September, 2019)
- 7. Appointment of Shri Yogesh Gauba (DIN: 02604798) as Director of the Company.
- 8. Appointment of Shri Yogesh Gauba (DIN: 02604798) as Whole Time Director and CEO of the Company.
- 9. Re-appointment of Dr. Lalit Bhasin (DIN: 00001607) as Non Executive Independent Director on the Board of the Company.
- 10. Ratification and confirmation of remuneration of M/s J.D. & Associates, the Cost Auditors of the Company for the financial year ending 31st March, 2020.

Queries/ clarifications were then invited from the members on each item of the Agenda and on receipt of no such queries/clarifications the meeting proceeded ahead and the Chairman thanked all the members present at the meeting.

Ansal Properties & Infrastructure Ltd.

(An ISO 14001 : 2004 OHSAS 18001 : 2007 ) 115, Ansal Bhawan, 16, Kasturba Gandhi Marg, New Delhi-110 001

Tel.: 23353550, 66302268 / 69 / 70 / 72

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Shri Chetan Gupta, the Scrutinizer, then showed empty Ballot box to the members present and also locked and sealed the Ballot box in their presence.

The members present then deliberated and casted their votes by filling their physical Ballot form and dropping the same in the Ballot box. After obtaining confirmation from the members present in the meeting and the Scrutinizer, that all such members had exercised their vote, the Chairman declared the Ballot process as complete and the Scrutinizer took the Ballot box in the safe custody.

The Scrutinizer's report was received and all the resolutions set out in the Notice of the AGM were approved by the Members and declared as passed except item no. 6 regarding appointment of Shri Malay Chatterjee as Non-executive Independent Director, whose matter has become infructuous as he has already resigned from the directorship of the Company w.e.f. the 09<sup>th</sup> September, 2019.

For Ansal Properties and Infrastructure Limited

(Abdul Sami)

**General Manager (Corporate** 

Affairs)

& Company Secretary

M. No. FCS-7135

Date: 28th September, 2019

Place: New Delhi

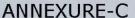
115, Ansal Bhawan, 16, Kasturba Gandhi Marg, New Delhi-110 001

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# **APAC & ASSOCIATES LLP**

COMPANY SECRETARIES

Ref No.: 18/NA/2019-2020

### CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108& 109 of the Companies Act, 2013 and Rule 20 & 21 of theCompanies (Management and Administration) Rules, 2014, as amended

To
The Chairman
Ansal Properties & Infrastructure Limited

Sub: Report on voting through electronic means and Poll conducted at the 52<sup>nd</sup>Annual General Meeting (AGM) of the Company held on Saturday, September 28, 2019 at11:00 A.M., at Sri Sathya Sai International Centre, Pragati Vihar, Bhism Pitamah Marg (Near ICICI Bank) Lodhi Road, New Delhi-110003

Dear Sir,

- I, Chetan Gupta, Company Secretary in Practice (COP No 7077) & Partner, APAC & Associates LLP, Company Secretaries (ICSI Unique Code P2011DE025300), have been appointed as Scrutinizer by the Board of Directors of Ansal Properties & Infrastructure Limited. ("the Company") in the Board Meeting held on August 13, 2019.
- (i) for the purpose of scrutinizing the e-voting process carried out during September 25, 2019 (09:00 A.M.) to September 27, 2019 (5:00 P.M.) under the provisions of Section 108 of the Companies Act, 2013 read with Rule20 of the Companies (Management and Administration) Rules, 2014; and
- (ii) for the purpose of the poll taken on the below mentioned resolution(s), at the 52<sup>nd</sup>Annual General Meeting of the members of Ansal Properties & Infrastructure Limited, held on Saturday, September 28, 2019 at 11:00 A.M. at Sri Sathya Sai International Centre, Pragati Vihar, Bhism Pitamah Marg (Near ICICI Bank) Lodhi Road, New delhi-110003, submit my report as under:

### Management's Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and poll on the resolutions contained in the Notice of 52<sup>nd</sup>AGM of the members of the Company.

#### Scrutinizer's Responsibility

Myresponsibility as a Scrutinizer is to make a Scrutinizer's report of the votes cast in "favour" or "against", based on the reports generated from the e-voting system provided by the Link Intime

Page 1 of 11

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APAC & Associates LLP, a Limited Liability Partnership with LLP Registration No. AAF-7948

India Private Limited ("LIIPL"), the authorized agency to provide e-voting facilities, engaged by the Company and the poll received at the 52<sup>nd</sup> AGM of the Company.

- 1. Further for the above, I submit my report as under:
  - a. The voting rights were reckoned on Saturday, September 21, 2019 being the "Cut Off Date" for the purpose of determining entitlements of the members to vote on the resolutions set forth in the AGM Notice through Remote e-Voting and Polling Papers at the AGM on the resolutions (item no. 1 to 10 as set out in the notice of the 52<sup>nd</sup>AGM of the Company).
  - b. The Company has completed the dispatch of AGM Notice on September 04,2019 to its members registered as on August 30, 2019:
    - through courier whose email IDs were not registered with the Company or its Registrar and Transfer Agent; and
    - through email by LIIPLalong with the details of Login ID and password whose email IDs were registered.
  - c. In accordance with the Notice of the 52<sup>nd</sup>AGM sent to the members, the e-voting period commenced onWednesday,September 25, 2019 at 09:00 A.M. to Friday, September 27, 2019 at 05:00 P.M.
  - d. At the venue of the AGM, the facility to vote through ballotpapers had been provided to those members who were present in the AGM and have not exercised the option of Remote E-voting.
  - e. I have locked and sealed one empty ballot box in the presence of the members and proxies after showing the empty ballot box to the members. Thereafter, membershave casted their votes and dropped the ballot papers in the ballot box.
  - f. After the closure of the voting at the AGM, the locked ballot box was subsequently opened in my presence along with two witnesses, Ms. MonishaMeghnaand Ms. Saloni Goyalwho are not in the employment of the Company and ballotpapers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
  - g. The ballotpapers, which were incomplete and/ or which were otherwise found defectivehave been treated as invalid and kept separately.
  - After counting the votes casted by the members and proxies present at the 52<sup>nd</sup>AGM,
     through ballotpapers, the votes casted through remote e-voting were unblocked

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onSeptember 28, 2019, in the presence of two witnesses, Ms. MonishaMeghna and Ms. SaloniGoyalwho are not in the employment of the Company.

- Thereafter, the details containing inter-alia, list of members, who voted in "favour" or "against" each of the resolutions that were put to vote, was generated from the e-voting website of the LIIPLand poll conducted at the 52<sup>rd</sup> AGM.
- The ballotpapers were diligently scrutinized, the details of members with signature were verified and the shareholding was matched / confirmed with the Register of Member(s) of the Company.
- k. The particulars of all ballotpapersreceived from the members as well as details of e-voting as recorded through online platform provided by LIPL have been consolidated.
- I. A summary of the ballotpapers received / votes cast electronically is given below:

#### Item No. 1

Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) for the financial year ended 31<sup>st</sup> March, 2019together with the reports of the Board of Directors and Auditors' thereon.

#### (i) Voted in favorof the resolution:

Mode of voting	Number of members who voted (in person or by proxy)		% of total number of valid votes cast
Physical	23	9584	0.01
E-voting	31	76835308	99.99
Total	54	76844892	100.00

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

Mode of voting	Number of members who voted(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-voting	0	0	0
Total	0	0	0

#### (iii) Invalid votes:

Mode of voting	Number of members (in person or by proxy) whosevotes were declared invalid	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

Page 3 of 11

### Item No. 2

**Ordinary Resolution**: To appoint a Director in place of Shri Sushil Ansal (DIN: 00002007), who retires by rotation and offers himself for re-appointment.

# (i) Voted in favor of the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	23	9584	0.01
E-voting	30	76769473	99.90
Total	53	76779057	99.91

## (ii) Voted against the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-voting	1	65835	0.09
Total	1	65835	0.09

### (iii) Invalid votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

#### Item No. 3

**Ordinary Resolution**:To appoint a Director in place of Shri Pranav Ansal (DIN: 00017804), who retires by rotation and offers himself for re-appointment.

### (i) Voted in favor of the resolution:

Mode of voting	Number of members who voted (in person or by proxy)		% of total number of valid votes cast
Physical	23	9584	0.01
E-voting	30	76769473	99.90

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Total	53	76779057	99.91
	33	/0//903/	33.31

# (ii) Voted against the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-voting	1	65835	0.09
Total	1	65835	0.09

### (iii) Invalid votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

### Item No. 4

**SpecialResolution**:To approve the appointment of Smt. Jagath Chandra (DIN: 07147686) as Non-Executive Independent Woman Director.

### (i) Voted in favor of the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	23	9584	0.01
E-voting	31	76835308	99.99
Total	54	76844892	100.00

## (ii) Voted against the resolution:

Mode of	Number of members who	Number of votes	% of total number of
voting	voted (in person or by proxy)	cast by them	valid votes cast
Physical	0	0	0
E-voting	0	0	0
Total	0	0	0

# (iii) Invalid votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	0	them
E-voting	0	0
Total	0	0
Total	0	0

# Item No. 5

Ordinary Resolution: To approve the appointment of Shri. Arvind Kumar Gupta (DIN: 03203379) as Non-Executive Independent Director.

# (i) Voted in favor of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	0001	
	9584	0.01
31	76835308	
EA.		99.99
54	76844892	100.00
	voted (in person or by	23 9584 31 76835308

# (ii) Voted against the resolution:

- Control	voted (in	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	rand votes cast
E-voting	0	0	0
Total	0	0	0
rotai	0	0	0

### (iii) Invalid votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by
Physical	0	them
E-voting	0	0
Total	0	0
No.	U	0

Page 6 of 1



## Item No. 6

Ordinary Resolution: To approve the appointment of Shri. Malay Chatterjee (DIN: 00380683) as Non-Executive Independent Director.

# (i) Voted in favor of the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	23	CONTRACTOR OF THE PARTY OF THE	
E-voting		9584	0.01
-	31	76835308	
Total	54		99.99
		76844892	100.00

# (ii) Voted against the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	cast built	% of total number of
Physical	0	O C	valid votes cast
E-voting	0	0	0
Total	0	0	0
	J	0	0

## (iii) Invalid votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	0	them
E-voting	0	0
Total	0	0
	· ·	0

Note: The matter became infructuous because Shri Malay Chatterjee has resigned from directorship w.e.f. September 09, 2019.





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### Item No. 7

Ordinary Resolution: To approve the appointment of Shri Yogesh Gauba (DIN: 02604798) as Director of the Company.

## (i) Voted in favor of the resolution:

Mode of voting	i ii	Number of votes cast by them	% of total number of valid votes cast
Physical	23	9584	0.01
E-voting	30	76835288	99.99
Total	53	76844872	100.00

## (ii) Voted against the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-voting	1	20	0.00
Total	1	20	0.00

### (iii) Invalid votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

#### Item No. 8

Ordinary Resolution: To approve the appointment of Shri Yogesh Gauba (DIN: 02604798) as Whole-Time Director and CEO of the Company.

(i) Voted in favor of the resolution:

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Page 8 of 11

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	23	9584	0.01
E-voting	31	76835308	99.99
Total	54	76844892	100.00

# (ii) Voted against the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-voting	0	0	0
Total	0	0	0

### (iii) Invalid votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

### Item No. 9

**Special Resolution**: To approve the re-appointment of Dr. Lalit Bhasin (DIN: 00001607) as Non-Executive Independent Director of the Company.

## (i) Voted in favor of the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	23	9584	0.01
E-voting	31	76835308	99.99
Total	54	76844892	100.00

### (ii) Voted against the resolution:



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voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-voting	0	0	0
Total	0	0	0

### (iii) Invalid votes:

Mode of voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

### Item No. 10

**Ordinary Resolution**: To ratify/ approve the remuneration of M/s J.D. Associates, the Cost Auditors of the Company for the Financial Year ending 31<sup>st</sup> March, 2020.

### (i) Voted in favor of the resolution:

Mode of voting	Number of members who voted (in person or by proxy)		% of total number of valid votes cast
Physical	23	9584	0.01
E-voting	31	76835308	99.99
Total	54	76844892	100.00

## (ii) Voted against the resolution:

Mode of voting	Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

A (

Page 10 of 13

voting	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
Physical	0	0
E-voting	0	0
Total	0	0

- Based on the aforesaid results, I report that 9 Ordinary/Special Resolutions as set out in Items
  No. 1 to10 of the Notice of 52<sup>nd</sup>AGM have been passed with requisite majorityon September
  28, 2019, except Item No. 6 which became infructuous because Shri Malay Chatterjee has
  resigned from directorship w.e.f. September 09, 2019. You may declare the result accordingly.
- The relevant records relating to poll including voting by electronic means shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 52<sup>nd</sup>AGM and the same shall thereafter be handed over to the Company Secretary for safe keeping.
- 4. It is to be noted:
  - a. The members abstained from voting were not considered;
  - Body Corporates whose authorization resolutions/letter were not received were considered as invalid; and
  - c. In terms of Procedure and Instructions for E-voting given along with Notice, the votes via e-voting mode were considered valid in case the members opted to vote through both modes i.e. physical as well as electronically.

#### Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) to be placed on website of the Company and (iii) website of LIIPL. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you, Yours faithfully,

For APAC & Associates LLP

Company Secretaries

Chetan Gupta

Partner

C P No.:7077

Date: 28.09.2019 Place: New Delhi

UDIN: F006496A000017551

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