

**GHCL/AHMD/2015-2016**  
**DATE: OCTOBER 01, 2015**

|   |  |
|---|--|
| To<br>Bombay Stock Exchange Ltd.<br>Floor 1, Rotunda Building<br>Dalal Street, Mumbai - 400 001 | To,<br>National Stock Exchange of India Ltd.<br>Exchange Plaza, Plt No. C/1, G Block,<br>Bandra - Kurla Complex, Bandra (E),<br>Mumbai - 400 051 |
| <b>REF: SECURITY CODE NO. 526367</b>  | <b>REF: COMPANY SYMBOL: GANESHHOUC</b>   |

**Sub: Proceedings of the 24<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2015**

Dear Sir/Madam,

Pursuant to Clause 31(d) of the Listing Agreement, we hereby inform you that the 24<sup>th</sup> Annual General Meeting (AGM) of the Company was held today i.e. on 30<sup>th</sup> September, 2015 at 3.00 P.M. at the Registered Office of the Company.

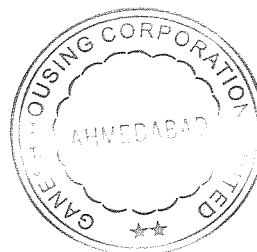
Mr. Dipak G. Patel (Chairman) of the Company chaired the proceedings of the Meeting.

The Chairman informed the Shareholders that in terms of Clause 35B of the Listing Agreement entered into with Stock Exchanges, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their votes electronically on the resolutions proposed in the Notice dated 30<sup>th</sup> June, 2015, of the 24<sup>th</sup> AGM. The Company availed services of Central Depository Services (I) Limited [CDSL] for providing remote e-voting facility. The e-voting was kept open from 9.00 a.m. (IST) on Saturday, 26<sup>th</sup> September, 2015 to 5.00 p.m. (IST) on Tuesday 29<sup>th</sup> September, 2015.

The members who did not cast their votes through remote e-voting were provided with the facility to cast their votes through Poll at the 24<sup>th</sup> Annual General Meeting.

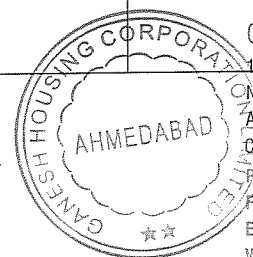
The Board of Directors appointed Mr. Kaushal Shah, Partner on behalf of M/s. J. M. Parikh & Associates, Chartered Accountants, Ahmedabad as the Scrutinizer for e-voting and poll. The Scrutinizer has carried out the scrutiny of all the electronic votes and polling/ballot papers received till the conclusion of the meeting and submitted their Consolidated Report.

Based on the Consolidated Report of the Scrutinizer, as annexed, all the resolutions as set out in Notice of the 24<sup>th</sup> AGM have been duly approved by the shareholders with requisite majority, The Summary of resolutions passed at the AGM is as under:



**GANESH CORPORATE HOUSE**  
100 ft. Hebatpur-Thaltej Road,  
Nr. Sola Bridge, Off. S.G. Highway,  
Ahmedabad-380 054. Gujarat, India.  
CIN:L45200GJ1991PLC015817  
P +91 79 6160 8888  
F +91 79 6160 8899  
E ganesh@ganeshhousing.com  
W www.ganeshhousing.com

| Particulars  | Mode of Voting  | Result   |
|--|-----------------|--|
| <b>Ordinary Businesses:</b>  |                 |  |
| 1. Consideration and Adoption of :<br><br>a. The audited financial statements of the Company for the financial year ended 31 <sup>st</sup> March, 2015, including the audited Balance Sheet as at 31 <sup>st</sup> March, 2015, the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon<br><br>b. The audited Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2015 | E-voting & Poll | Ordinary Resolution Passed by requisite Majority |
| 2. Declaration of dividend on Equity Shares for the year ended 31 <sup>st</sup> March, 2015 at the rate of 26.00% i.e. Rs. 2.60/- per equity share of Rs. 10/- each  | E-voting & Poll | Ordinary Resolution Passed by requisite Majority |
| 3. Re-appointment of Mr. Dipak G. Patel (DIN: 00004766), as Director of the Company liable to retire by rotation   | E-voting & Poll | Ordinary Resolution Passed by requisite Majority |
| 4. Ratification of appointment of M/s. J. M. Parikh & Associates, Chartered Accountants, Ahmedabad as the Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Twenty-Fifth Annual General Meeting of the Company to be held in the year 2016 at such remuneration to be decided by the Board of Directors of the Company.   | E-voting & Poll | Ordinary Resolution Passed by requisite Majority |
| <b>Special Businesses:</b>   |                 |  |
| 5. Appointment of Ms. Aneri D. Patel (DIN: 06587573) as a Director of the Company  | E-voting & Poll | Ordinary Resolution Passed by requisite Majority |
| 6. Ratification of Remuneration of Cost Auditor payable during the year 2014-2015  | E-voting & Poll | Ordinary Resolution Passed by requisite Majority |



|  |                 |  |
|--|-----------------|--|
| 7. Ratification of Remuneration of Cost Auditor payable during the year 2015-2016        | E-voting & Poll | Ordinary Resolution Passed by requisite Majority |
| 8. To adopt new sets of Articles of Association of the Company under Companies Act, 2013 | E-voting & Poll | Special Resolution Passed by requisite Majority  |

Kindly take the same on your record.

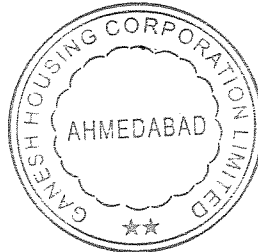
Thanking You,

Yours faithfully,

**For GANESH HOUSING CORPORATION LIMITED**



**BRITVANI  
COMPANY SECRETARY**



Encl: As above

**GANESH CORPORATE HOUSE**

100 ft. Hebatpur-Thaltej Road,  
Nr. Sola Bridge, Off. S.G. Highway,  
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E ganesh@ganeshhousing.com

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 **J.M. PARIKH & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**

B – 705 , 7<sup>TH</sup> Floor , Nirman Complex , Opp : Havmor Restaurant,  
Navrangpura, Ahmedabad-380 009. Phone : 26563949 Telefax : 26569093  
E-mail : [jvparikh@yahoo.com](mailto:jvparikh@yahoo.com)

To,  
The Chairman  
Ganesh Housing Corporation Limited  
Ganesh Corporate House,  
100 Feet Hebatpur-Thaltej Road,  
Nr. Sola Bridge, Off S.G. Highway,  
Ahmedabad-380054

Respected Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting by use of ballot at the 24<sup>th</sup> Annual General Meeting of Ganesh Housing Corporation Limited held on Wednesday, September 30, 2015 at 3.00 p.m. at the Registered Office of the Company.**

I, Kaushal Shah, Partner on behalf of M/ s. J.M. Parikh & Associates, Chartered Accountants in Practice, Ahmedabad was appointed as the Scrutinizer by the Board of Directors of Ganesh Housing Corporation Limited, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the Annual General Meeting of Ganesh Housing Corporation Limited held on Wednesday, September 30, 2015 at 3.00 p.m. at the Registered Office of the Company.

I was also appointed as Scrutinizer to scrutinize the voting by use of ballot/poll papers at the said 24<sup>th</sup> Annual General Meeting held on September 30, 2015.

The Notice dated June 30, 2015 along with explanatory statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 24<sup>th</sup> Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company..

The Company had also provided voting facility to vote by use of ballot/poll papers to the shareholders present at the 24<sup>th</sup> Annual General Meeting who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of September 23, 2015 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting through remote e-voting. Further, the voting period for remote e-voting commenced on Saturday, September 26, 2015 at 09:00 a.m. (IST) and ended on Tuesday, September 29, 2015 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the 24<sup>th</sup> Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.



The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the 24<sup>th</sup> Annual General Meeting the votes cast thereunder were recounted.

I have scrutinized and reviewed the remote e-voting and and  
 votes tendered therein based on the data downloaded from the Central Depository  
 Services Limited (CDSL) e-voting system.

I have rendered Scrutinizer's Report separately on the remote e-voting and by using ballots at the meeting and I hereby submit Consolidated Report on results of remote e-voting and poll pursuant 20(4)(xii) in respect of all the Eight (8) resolutions contained in the Notice of aforesaid 24<sup>th</sup> Annual General Meeting.

**Item No. 1 – Ordinary Resolution**

**To consider and adopt the audited Financial Statements of the Company for the financial year ended 31st March, 2015, including the audited Balance Sheet as at 31st March, 2015, the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon**

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 58                      | 21246382                     | 100%                                  |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| Nil                     | Nil                          | Nil                                   |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| Nil   | Nil                          |

**Item No. 2 – Ordinary Resolution**

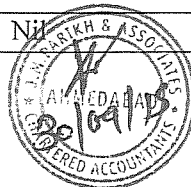
**To declare a dividend on equity shares for the year ended 31st March, 2015.**

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 58                      | 21246382                     | 100%                                  |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| Nil                     | Nil                          | Nil                                   |



(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| Nil   | Nil                          |

**Item No. 3 – Ordinary Resolution**

**To appoint a Director in place of Mr. Dipak G. Patel (DIN: 00004766), who retires by rotation and being eligible offers himself for re-appointment.**

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 57                      | 21246205                     | 99.9992%                              |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 1                       | 177                          | 0.0008%                               |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| Nil   | Nil                          |

**Item No. 4 – Ordinary Resolution**

**Ratification of appointment of Auditors and fixation of their remuneration.**

(i) Voted in favour of the resolution:

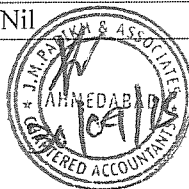
| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 57                      | 21246205                     | 99.9992%                              |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 1                       | 177                          | 0.0008%                               |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| Nil   | Nil                          |



**Item No. 5 – Ordinary Resolution**

**Appointment of Ms. Aneri D. Patel as a Director of the Company**

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 57                      | 21246205                     | 99.9992%                              |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 1                       | 177                          | 0.0008%                               |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| Nil   | Nil                          |

**Item No. 6 – Ordinary Resolution**

**Ratification of Remuneration to Cost Auditor for the financial year 2014-2015**

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 57                      | 21246205                     | 99.9992%                              |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 1                       | 177                          | 0.0008%                               |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| Nil   | Nil                          |

**Item No. 7 – Ordinary Resolution**

**Ratification of Remuneration to Cost Auditor for the financial year 2015-2016**

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 57                      | 21246205                     | 99.9992%                              |



(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 1                       | 177                          | 0.0008%                               |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| Nil   | Nil                          |

**Item No. 8 – Special Resolution**

To adopt new set of Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 57                      | 21246205                     | 99.9992%                              |

(ii) Voted against the resolution:


| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 1                       | 177                          | 0.0008%                               |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|------------------------------|
| Nil   | Nil                          |

Thanking you,  
Yours faithfully

FOR, J.M PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN :118007W

  
KAUSHAL SHAH  
PARTNER  
MEM. NO. 127379



J. M. PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
7th Floor, B/705, Nirman Complex,  
Opp. Havmor Restaurant,  
Navrangpura, AHMEDABAD-9.

Countersigned by:

  
Dipak G. Patel  
Chairman  
Ganesh Housing Corporation Limited