

A. K. Verma & Co.

Company Secretaries

SCRUTINIZER'S REPORT

The Chairman
Ashiana Housing Ltd.
Unit No. 4&5, 3rd Floor, Plot No. D-2,
Southern Park, Saket District Centre,
Saket, New Delhi-110 017

Dear Sir,

Re: Consolidated Scrutinizer's Report on voting through Remote e-voting and E-voting in AGM in terms of provisions of Section 108 of the Companies Act, 2013 read with rules issued there under and the applicable provisions of the SEBI (LODR) Regulation, 2015

A. I, Ashok Kumar Verma, Partner of A. K. Verma & Co, Practicing Company Secretary, appointed as Scrutinizer for the 35th Annual General Meeting (AGM), by the Board of Directors of your company, in their meeting held on 26th June 2021 to conduct the following:

Remote e-voting process and to scrutinize the votes cast by the members through E-voting (remote e-voting and e-voting in the AGM) of the Company pursuant to provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management & Administration) Rules, 2014.

B. The Company had availed the remote e-voting facility provided by National Depository Services Limited (NSDL) for conduction of e-voting by the shareholders.

C. The remote e-voting commenced on Sunday, 5th September 2021 from 9.00 A.M. till Tuesday 7th September 2021 till 05:00 P.M. and remote e-voting through NSDL was blocked thereafter.

D. The Company had also provided e-voting facility to the members who were present in the Annual General Meeting held on 8th September 2021 wherein members were allowed to vote electronically during the conduct of AGM till 30 minutes after the conclusion the meeting.

E. For the preparation of the Scrutinizer's Report, votes cast through remote e-voting and votes cast electronically during the AGM received up to 30 minutes after the closure of the AGM i.e. by 12:55 p.m. on Wednesday, 8th September 2021 were considered.

**13-B, IIND FLOOR, ABOVE, CENTRAL BANK OF INDIA, NETAJI SUBASH MARG,
DARYAGANJ, NEW DELHI-110002**
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F. After the closure of the voting at the Annual General Meeting, the report on e- voting (remote e-voting and e-voting done in the AGM) done was generated in my presence and the voting was diligently scrutinized.

G. I have scrutinized and reviewed the remote e-voting and votes tendered electronically in the AGM based on the data downloaded from the NDSL e-voting system.

H. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of e-voting in the AGM in respect of the below mentioned resolutions:

Voting Results

Date and Time of Annual General Meeting	8th September 2021, 11:30 A.M.
Total No. of Shareholders on cut-off date i.e. 01 st September 2021	22,759
No. of Shareholders who voted through e-voting (remote e-voting and e-voting in the AGM)	145
Promoters and Promoters Group	5
Public	140
Agenda wise disclosure	Details tabled below:

Details of Agenda

Item No. 1: To consider and adopt the Audited Standalone and Consolidated Financial Statements as at 31st March 2021, and Report of the Board of Directors’ and Auditors’ thereon.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against
Promoter and Promoter Group	E – voting	62658716	62658716	5	62658716	84.2516	-	-	-

Public	E-voting	39693383	11712247	132	11711817	15.7478	08	430	0.0006
Total		102352099	74370963	137	74370533	99.9994	08	430	0.0006

Item No. 2: To declare dividend of 40 paisa per equity share of Rs 2/- each (i.e. 20%)

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: Yes

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favour	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against
Promoter and Promoter Group	E – voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	131	11711317	15.7471	09	930	0.0013
Total		102352099	74370963	136	74370033	99.9987	09	930	0.0013

Item No. 3: To appoint a Director in place of Mr. Vishal Gupta (DIN: 00097939) who retires by rotation and, being eligible for re-appointment, offers himself to be re-appointed.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: Yes

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favour	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against
Promoter and Promoter Group	E –voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	131	11711454	15.7473	09	793	0.0011
Total		102352099	74370963	136	74370170	99.9989	09	793	0.0011

Item No. 4: Increase in the remuneration of Mr. Vishal Gupta (DIN: 00097939), Managing Director of the Company.

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: Yes

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against
Promoter and Promoter Group	E –voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E –voting	39693383	11712247	118	11657482	15.6748	22	54765	0.0736

Total		102352099	74370963	123	74316198	99.9264	22	54765	0.0736
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Item No. 5: Increase in the remuneration of Mr. Ankur Gupta (DIN: 00059884), Joint Managing Director of the Company

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: Yes

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against
Promoter and Promoter Group	E –voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	118	11657482	15.6748	22	54765	0.0736
Total		102352099	74370963	123	74316198	99.9264	22	54765	0.0736

Item No. 6: Increase in the remuneration of Mr. Varun Gupta (DIN: 01666653), Whole Time Director of the Company.

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: Yes

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for	% of votes	No. of Voters	No. of shares for	% of votes

					which votes are in favor	cast in favor		which votes cast are against	cast against
Promoter and Promoter Group	E -voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	118	11657482	15.6748	22	54765	0.0736
Total		102352099	74370963	123	74316198	99.9264	22	54765	0.0736

Item No. 7: To approve payment of remuneration to Mr. Abhishek Dalmia (DIN:00011958), Independent Director of the Company.

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	E -voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	121	11582183	15.5735	19	130064	0.1749
Total		102352099	74370963	126	74240899	99.8251	19	130064	0.1749

Item No. 8: To approve payment of remuneration to Mr. Hemant Kaul (DIN: 00551588), Independent Director of the Company.

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against
Promoter and Promoter Group	E –voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	122	11584033	15.5760	18	128214	0.1724
Total		102352099	74370963	127	74242749	99.8276	18	128214	0.1724

Item No. 9: To approve payment of remuneration to Ms. Sonal Mattoo (DIN: 00106795), Independent Director of the Company.

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against

Promoter and Promoter Group	E -voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	122	11584033	15.5760	18	128214	0.1724
Total		102352099	74370963	127	74242749	99.8276	18	128214	0.1724

Item No. 10: To approve payment of remuneration to Ms. Piyul Mukherjee (DIN: 00182034), Independent Director of the Company.

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes cast are against	% of votes cast against
Promoter and Promoter Group	E -voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	122	11584033	15.5760	18	128214	0.1724
Total		102352099	74370963	127	74242749	99.8276	18	128214	0.1724

Item No. 11: To approve payment of remuneration to Mr. Narayan Anand (DIN:02110727), Independent Director of the Company.

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against
Promoter and Promoter Group	E –voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	122	11584033	15.5760	18	128214	0.1724
Total		102352099	74370963	127	74242749	99.8276	18	128214	0.1724

Item No. 12: To provide security against loan including the issue of secured non-convertible debentures/ bonds on private placement basis.

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against
Promoter and Promoter Group	E –voting	62658716	62658716	5	62658716	84.2516	-	-	-

Public	E-voting	39693383	11712247	128	11685345	15.7122	12	26902	0.0362
Total		102352099	74370963	133	74344061	99.9638	12	26902	0.0362

Item No. 13: To consider ratification of remuneration of the Cost Auditors

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes cast	Details of Votes –in favor			Details of Votes - against		
				No. of Voters	No. of shares for which votes are in favor	% of votes cast in favor	No. of Voters	No. of shares for which votes are against	% of votes cast against
Promoter and Promoter Group	E –voting	62658716	62658716	5	62658716	84.2516	-	-	-
Public	E-voting	39693383	11712247	130	11674756	15.6980	10	37491	0.0504
Total		102352099	74370963	135	74333472	99.9496	10	37491	0.0504

Based on above remote e-voting and e-voting in the Annual General Meeting (AGM), all the above mentioned ordinary as well as special resolutions were passed by the requisite majority of shareholders.

Notes:

- 1. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General meeting is done away with vide Notification dated 07th May 2018 issued by the Ministry of Corporate Affairs (MCA), New Delhi. Accordingly, no resolution was proposed for ratification of appointment of Statutory Auditors who were appointed in the Annual General Meeting held on 28th August 2017.*
- 2. No Voting was conducted through poll at the Annual General Meeting (AGM) as the AGM was held through Video Conferencing and not by physical presence of members pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 .*

For A.K. Verma & Co.
Company Secretaries

(Ashok Kumar Verma)
Partner

FCS: 3945
COP: 2568
UDIN: F003945C000926768

Date: 09th September 2021
Place: New Delhi