

**Transcript of Annual General Meeting of shareholders of the Company held on 25th September 2024 at 11:30 am, through Video Conference**

**Nitin Sharma**

Good morning. Good morning, everybody. Good morning, members, and welcome to the 38th Annual General Meeting of Ashiana Housing Limited being held today, on 25th September 2024.

I welcome Mr. Varun Gupta, our Executive Director, Whole-Time Director of Ashiana Housing Limited; Mr. Narayan Anand, Independent Director and Chairperson of the Audit Committee, Chairperson of the Nomination and Remuneration Committee, and member of the Stakeholders Relationship Committee. I welcome Mr. Suraj K. Muraje, Independent Director and Chairperson of the Stakeholders Relationship Committee, and member of the CSR Committee. I also welcome Mr Vikas Dugar, our Chief Financial Officer; Mr Abhishek Gupta, Partner, Statutory Auditor, Ms B. Chhawchharia & Co.

I also welcome Mr. Ashok Kumar Verma, C/o of A. K. Verma and Company, Secretarial Auditor and Scrutinizer of today's e-voting process. I request Directors present here to elect Mr. Varun Gupta as Chairperson of this meeting. Varun Sir, you being the Chairperson of the meeting, I hand over the proceedings to you, Sir.

**Varun Gupta**

Thank you, Nitin. And so, with the proceedings, let me introduce first who all we have here. We have Mr. Anand Rai, Independent Director; Suraj Muraje, Independent Director, Vikas Dugar, CFO; Abhishek Gupta, Partner at B. Chhawchharia & Co. and A. K. Verma, the Secretarial Auditor.

It's been a, thank you to all the shareholders for joining us. It's been a good year. Over the last year, we had very good pre-sales. We also recorded the best-ever reported revenues for the company. We have had a great sale price improvement. The area booked also slightly improved to 26.4 lakhs square foot from 25.86 lakhs square foot. I think the company's focus on geographical diversification and also focusing more on senior living has started to pay off with Gurgaon now becoming the largest centre of the company in terms of value of area booked. And senior living projects, we are launching two more. The fourth project, running project for the company in this financial year, in 2025 will have four senior living operations under construction and sale projects. We sold Rs 294.4 crores worth of senior living stock last year, which was the best we have ever done in senior living as well.

We have also had our first made-in buyback of Rs 55 crores, which was completed in the last year itself, and which showed a good response. The company was also able to distribute cash back to shareholders through this mechanism. We also had a great year in construction. We constructed more than 20.68 lakhs square foot of equivalent area, which was nearly 4 lakhs square foot more than last year when we did 16.73 lakhs square foot.

We also launched our first elite homes project in Jaipur in the name of 144, which is an elite category project. And we have also made a lot of headway in terms of developing our people and talent management through a specific focus on homegrown leadership, individual development plans, and creating career tracks for the growth of our employees. Overall, it was a great year.

Moving on to the next agenda of the meeting: The AGM notice was circulated to all the members on 3rd September 2024. I would read the first and the last paragraph of the AGM notice here. The first paragraph hereby goes: Notice is hereby given that the 30th annual general meeting of the members of Ashana Housing Limited will be held on Wednesday, 25th September 2024 at 11.30 am through video conference or other audio-visual means for which purpose the registered office of the company situated at 5F Everest, 46/C Chaurangi Road, Kolkata shall be deemed as the venue for the meeting and proceedings of the AGM shall be deemed to be made there at to transact businesses as mentioned in the notice. The last paragraph: therefore, the resolution at item number 8 is recommended for approval of the members by means of ordinary resolution as required under the Companies Act, 2013. Now, I request the shareholders that the notice convening the annual general meeting be taken as read.

### **Varun Gupta**

The second agenda item is to take the auditor's report as read. I would like to update that there are no adverse remarks or any reservations of qualifications either by the statutory auditors of the company or by the secretarial auditor in the report for the year under review. There are no adverse remarks or any reservation of qualifications either by the statutory auditor of the company or by the secretarial auditor in the report for the year under review except that professional tax for financial year 2023-24 was not paid within the prescribed timeline due to an inadvertent mistake. The same has been deposited as per the statute and no amount is outstanding as of the date of this report pertaining to FY 2023-24. Apart from the above, the auditor's report does not contain any qualifications, reservations or adverse remarks.

Now, I would like to remind the shareholders about e-voting. The e-voting facility is being conducted by Mr. Ashok Kumar Verma, practising Nitin Sharma, C/o A.K. Verma and Company and he has been appointed as scrutinizer. The e-voting facility was available through remote e-voting starting from 22nd September at 9:00 a.m. and ending on 24th September at 5 p.m. The members can also cast their vote through e-voting during this meeting for which facility shall last up to 30 minutes after the conclusion of the meeting.

I request all the members who have not cast their votes to cast their votes on the following resolutions. I will go ahead and read all the resolutions that are applicable today. The first one:

1. To consider and adopt the audited standalone and consolidated financial statements as of 31st March 2024 and the report of the board of directors and auditors thereon.
2. To declare Rs. 1.5 per equity share which is equivalent to 75%.
3. To appoint a director in place Mr. Vishal Gupta with the director's identification number of 00097939 who retires by rotation and is eligible for reappointment, offers to be reappointed.
4. To increase the remuneration of Mr. Vishal Gupta with DIN 00097939, Managing Director of the company.
5. The increase in remuneration of Mr. Ankur Gupta with the Director's identification number of 00059884, Joint Managing Director of the company.
6. Increase in the remuneration of Mr. Varun Gupta, identification number 01666653, Whole-Time Director of the company.
7. To provide security against no one including the issue of secured non-convertible debentures, and bonds on a private placement basis.
8. To consider ratification of remuneration of the cost auditors.

I would like to reiterate that members can cast their vote through e-voting during the meeting and the facility shall last up to 30 minutes after the conclusion of the meeting.

**Nitin Sharma**

Thank you, Sir.

**Nitin Sharma**

Sir, one point I want to confirm here, when this meeting was started, the quorum was present as required. There were 51 members present at the time of the commencement of the meeting. So, it is a statutory requirement to announce this.

**Varun Gupta**

Thank you, Nitin, for that confirmation. And with that, we move to Q&A sessions. Anybody who would like to ask a question, please go ahead. I believe members, and shareholders have registered themselves for this. Nitin, can you call them out, please, and give them an opportunity to speak and ask questions?

**Nitin Sharma**

Thank you very much, Sir. I request members to confine their questions to, we have a paucity of time, to one minute only. And the first shareholder is Mr. Abhijit Panda. Abhijit ji, can you hear me?

**Nitin Sharma**

Good morning, Abhijit ji.

**Abhijit Panda**

I, Abhijit Panda, a shareholder of your company. *Our founder Om Gupta ko shradhanjali dekar mein hamara speech start karta hoon. Hamara jo founder Om Gupta Ji jis tarah se company ko chala rhe the, to hamara aaj ki jo hain MD and Joint MD Sir abhi us tarah se hi company ko chala rha hai. I very much appreciate your work and Sir, Nitin Ji aapne jo shareholders ke liye, shareholders se co-ordinate karte hain uske liye aapko thanks. Aur Sir, mein ye jan an chahta hoon ki is quarter hamare results mein downfall aaya hai uska thoda sa reason bataiyega. Aur Sir, in our CSR activity, mein chahta hoon ki older person ke liye hamara company much kare.* Sir, thank you very much.

**Varun Gupta**

Thank you, Mr. Panda. I will take up the answer first and then we can move to the question, Nitin, this one being on the quarterly results. quarterly results mein the numbers came down *because hamare paas delivery nahi hui is quarter mein. Hamare revenues are linked ki kab delivery kab hoti hai. Aur unfortunately, hamare business mein kabhi kabhi ye deliveries bunch up ho ke kisi particular quarter mein ya particular year mein chale jaate hain kyunki ham 1 poore phase ke ikkatha deliver karte hain when projects get ready. To is saal mere ko lagta hai results acche rahenge but is quarterly kami rhi kyunki hamare paas projects deliver karne ke liye nhi the. And thank you for requesting on the CSR. Mein aapki*

*ye baat CSR committee mein jaroor place kar dunga. Aur wo committee decide karegi fir ham kya karte hain.* Thank you. Nitin, we can move ahead.

**Nitin Sharma**

Mr. Vimal, can you hear us? Please ask your question, Vimal ji.

**Ashit Kumar**

Good morning, respected Chairman, board of directors, Nitin Sharma, and fellow members of the board of directors, joining at 38 AGM of Asiana Housing Limited. My name is Ashit Kumar Pathak. I'm joining from Damdam, Kolkata. Sir, at first, congratulations to my entire management team for the pre-tax operating cash flow near about Rs 304.46 crores. Net consolidated profit achieved nicely, Rs 84 crores against Rs 29 crores. EBITDA also nicely achieved near about Rs 190 crores against Rs 46 crores. And the EBITDA also nicely achieved near about Rs 190 crores against Rs 46 crores. EBITDA payout is Rs. 1.50 per equity share.

Sir, also nicely conducted maiden buyback. Congratulations, to the entire of my management team. Sir, I have some views I'd like to share.

It mentions sales value increased by 37% from Rs. 1,313.43 to Rs. Sorry, sorry, I'm sorry. Sales price is near about Rs. 6,811 per square foot. Sir, any impact or increase of sales value to sell our buildings? Share your thoughts.

And are we getting better margin for senior citizens? Also, the new product category you mentioned, elite homes through the project launch of 144 crafted for the classified. Because premium homes, elite homes, are we getting better margins? Share your thoughts. And many housing companies are ongoing greenhouses according to 17:47 framework. Have we same strategies? Share your thoughts. And new GST and RERA, any impact in our operation? Because we paid Rs 77 crores GST and direct cash Rs 74 crores. I noticed nicely finance cost was reduced to near about Rs. 205 lakhs. And Sir, what we're making cost optimization? Because advertisement and business promotion, near about increase to Rs 29 crores against Rs 18 crores. And other expenses also Rs 35 crores against Rs 30 crores.

So share your thoughts about the cost optimization model. Share your thoughts. Also, various locations, our ongoing project, but our registered office in Kolkata. Any our plan for project in West Bengal? Share your thoughts. Because West Bengal is not at present in our company's list. So share your thoughts.

And also, I noticed area book near about 26.40 lakh square feet against 25.86 square feet. Present status of this booking status of this. Share your thoughts.

Also, network nicely attached. And also share your thoughts, and present status. Thanking you, Sir. Thank you, Sir.

**Varun Gupta**

Thank you. We'll take up answers all together later on, Nitin. I'm noting things down. So we'll go through it. Sure, sir.

**Nitin Sharma**

Sir, our next shareholder is Deepayan Pradhan. Can you hear us, sir? Please ask your question, Deepayan ji. Deepayan Pradhan. Mr. Gautam Nandy. Please ask your question, Sir. Gautam ji.

**Gautma Nandy**

Namaskar. Respected chairman, board of directors, and my online fellow shareholders. Myself, Gautam Nandy from Calcutta, a very old equity shareholder of your company. I'd like to give thanks to your secretarial department for rendering very good services to our minority shareholders. I have also received your hard copy of your annual report, Sir. Sir, I'd like to know what the direct and indirect impact on our company after the implementation of the union budget is 2024-25.

Sir, what are the safety measures taken in your various projects and your other premises? Please let us know, Sir. Sir, in your segment, there is a very tough competition. How are you able to manage this? And another thing, Sir, who are the main competitors of our company? Sir, how many employees do you have at present, both permanent and non-permanent? And among themselves, how many males and how many female employees are working in our company? Sir, have you adopted the latest AI technology in our company for further modernization? Sir, what is the roadmap of our company for the next 3-4 years, especially related to the growth of our company? Sir, what is the order book position at this right moment? Nothing to say more.

I have full trust on our strong management, Sir. So along with my family, wholeheartedly support your all decisions, which you have already cast through our e-voting. Sir, looking forward with a positive outlook towards our company with a higher profit margin, good dividend and return.

May God bless you, Sir. *Namaskar*. Thank you, Sir.

**Nitin Sharma**

Thank you. Thank you very much, Sir. Our next shareholder is Jaideep Bakshi. Jaideep ji, please ask your question.

**Jaideep Bakshi**

Hello. Good morning, Chairman and Board of Directors. Myself, Jaideep Bakshi, connecting from the city of Kolkata. Sir, many questions have come to me. I want to know what is our future actions so that we can remain on the positive path. So, kindly share the thoughts and I just want to know any hurdles or any this, what you can say, these irregularities are there in the path in our progress. Kindly share something. Thank you, Sir, for giving me an opportunity.

**Nitin Sharma**

Thank you very much, sir. Our next shareholder is Lily Pradhan. Lily, please ask your question. Hello.

Mr. Subhash Kar. Subhash ji, please ask your question.

**Subhash Kar**

Yes, Sir. Good morning, everyone, and greetings of the day to our respected chairman, sir, and all the board members. My name is Subhash Kar, joining from Kolkata.

Sir, I would like to congratulate you and the entire management for excellent performance, the financial year 2023-24. Sir, I strongly support all the resolutions. My sincere thanks to well-experienced Nitin Sharma, Mr. Nitin Sharma, and the entire team, the wonderful investor service, and for registering my name as a speaker.

Sir, what kind of revenue growth are we looking at in terms of revenue over the next two to three years? Sir, last query, next query, Sir, the carbon neutrality and green energy for building a clean nation and bringing a smile to our future generation. What is your thought process? Nothing to add more. I wish you and the entire team very good health and great success and prosperity in the coming future. Thank you. Namaskar.

**Nitin Sharma**

Thank you very much, sir. Our last shareholder is Mr. Sujan Modak. Sujan ji, can you hear us? Please ask your question.

**Sujan Modak**

Yeah. I'm Sujan Modak. Namaskar. Good morning. Respected Chairman and the board of directors, I'm Sujan Modak. Sir, I'm attending this meeting from my residence in Kolkata, Sir. Sir, my previous speakers, they have already asked questions. So those questions, I don't want to repeat it. But definitely, sir, our company's result is very good. Absolutely spot on. Very nice result. For that, I really congratulate our management, and all the workers for their nice guidance and all doing a very good job, Sir. Sir, could you tell us about the

new projects in our hands or what we are looking for, sir? And Sir, overall, this scenario, if you can please tell us.

And my last question is that since in America, the interest rates have come down. So we believe it will come down in our country also very soon. So, do you think any positive in our section, Sir? These are the three questions I have got. And before I finish, I'd like to definitely thank our Nitin Sharma, Nitin ji. Nitin ji, thank you very much, Sir.

*Bahut din ho gye ham log mile nahi hain. Pehle Calcutta aate the, bahut acche se ham log milte the.* Definitely, we are missing all our Executive Directors, all directors and all. That I think may not happen within 2-3 years. Anyway, Nitin Ji, *Namaskar*.

Thank you very much to you and your team for doing a very good investor service to the investor community. Thank you. Over to you for further questions.

**Manas Banerjee:** A very good morning to everyone. Honorable Chairman, Sir. Esteemed directors and fellow shareholders. Myself, Manas Banerjee, joining from Kolkata.

Sir, I am honoured to be here today to express my appreciation for the outstanding performance of Ashiana Housing Limited. I really appreciate the management team in terms of a consistent dividend policy. I fully support all the resolutions.

Now, I come to my queries. Sir, I want to understand that what would be amount of launches that you will be doing in the financial year 2025. Sir, on the senior living space, I just wanted to understand how you are seeing the demand in Pune right now.

Sir, I convey my gratitude to our respected Nitin Sharma, Mr. Nitin Sharma, and his full team for rendering very good investor services. I look forward to seeing the companies continue to thrive and prosper in the years to come. Thank you for your patient sharing.

Thank you, Nitin Ji.

**Nitin Sharma**

Thank you very much, Sir!

**Indrani Chakraborty**

Very good morning, Sir. I am Indrani Chakraborty, attending VC Bomb Kolkata, a small shareholder of your company. At first, I congratulate my Nitin Sharma, board of director, and my fellow shareholders to give me a chance on this platform. I casted vote along with my family member in favour of you in this AGM.



I believe my company will perform better to better in coming future. Nothing more to say. Sir, next, Sudipto Chakraborty, tell me here.

**Sudipto Chakraborty**

Sir, I am Sudipto Chakraborty, a small shareholder of Ashiana Housing. Sir, at first, I congratulate my Nitin Sharma, my board of directors, and my fellow shareholders for giving me a chance to speak something on this platform.

Sir, I believe my company is in a strong hand and it will perform better to better in the coming future for our leadership. And, Sir, I just want to say, Sir, our company is always an investor-friendly company and always speaks something for the service of minority shareholders. It is very pleasant for us.

Our Nitin Sharma, Nitin Sharma, always cooperates with us. Sir, at last, I want to say, sir, my sister, Devjanita, also applied for speaker, but somehow her name is missing. She just wants to know, Sir, how can you control your liabilities and interest cost? And the second question is, how many female members are in our company, sir? Thank you. Thank you, everybody.

**Nitin Sharma**

Thank you very much, sir. Sir, our last shareholder, sir, Abhijeet. Hello. Please ask your question. Sir, there is no more shareholders.

Yes, Sir. Sir, apart from that, there are other shareholders who have asked written questions. *Unka jawab ham baad mein denge.*

**Unknown speaker**

Varunji, are you there? Nitin, I can't locate Varunji.

**Nitin Sharma**

Yes, even I cannot see him.

**Unknown speaker**

Just give me a moment.

**Nitin Sharma**

Yes, Sir.

**Unknown speaker**

He is having some technical issues. He will join from my seat and answer my queries.

**Nitin Sharma**

Sure, Sir. We will wait for a minute, Nitin, for that. Sure, sir.

**Unknown speaker**

Am I clearly audible from this location, this place?

**Nitin Sharma**

Yes, sir.

**Varun Gupta**

Okay. Thank you. Sorry about that, guys. Something on my connectivity and technical IT issues. I would like to take all the questions.

Some of the questions that came up, I can't take up all the questions for that. And I will also refer to some of the questions I have answers within the disclosed annual report and the quarterly updates that we provide. For some of those, I would request that we refer to those.

And if I miss out on any questions in any form, please do write to the secretarial team. We'll happily take those up in that question. Because some of the answers I do not have at this moment of time with me and therefore cannot address them right away.

Now, just starting with some questions around margins in senior living and elite homes and the impact of higher sale prices on sale volumes that we had in the beginning. We do see better margins in senior living projects. We've been able to charge a higher price point than we usually would in that particular location because of a differentiated product being able to capture a better market.

In elite homes right now in Jaipur, I don't think we'll see better margins than usual. On a percentage basis, we will see similar margins, but we'll make more money on a per-square-foot basis in the location because we'll be taking a higher sale price with relatively similar margins on a percentage basis. Just one second.

And the sale prices have improved overall, without impacting sales volume and have significantly improved our overall sales value. This has been primarily driven by us participating in locations which have higher prices. So our product mix and focus of the company has become higher in, let's say, Gurgaon and Chennai and Pune, which have

better pricing than our historically large markets like Jaipur, Bhiwadi and Jamshedpur and we are seeing overall there.

And some of you guys also asked about how do we optimize costs. I believe costs will continue to increase as we grow in scale and size. We hope that it will increase at a lesser pace than the increase in our revenues. But we will continue to see increasing prices because we'll add on more people. We'll add on more office space.

We'll have more travel. All of those costs will go to more consultants for different kinds of work. Costs will get added on.

On the number of employees front, we have a little bit more than 1,000 on-role employees across the consolidated group. The number of male and female employees, I do not have data on that.

And on safety, we follow safety measures at the site. In construction, we use safety equipment and have safety protocols at the site. But we will focus on improving safety further, keeping with changing times and changing construction methodologies.

The budget, I don't think, has any impact on us. The union budget does not have any direct or indirect impact on the company in the short term. I think the overall focus on infrastructure spending is good for real estate companies as better road connectivity will improve urbanization and also unlock lands for development in the long term. So long term, definitely the budget is helpful because there is an increased focus on infrastructure spend.

In terms of future plans, order book, revenue growth, and how do we see that? The current future stock, order book, and revenue growth kind of estimates are there in the annual reports and in the quarterly updates. We seek to, on a six-year basis, hopefully from starting 1st April 2024 to 31st March 2030, we seek to hopefully get 2,000 crores of net profits into the company over all the projects that we have today and some of the projects we require going forward.

And in terms of demand for senior living in Pune, we see good demand for senior living in Pune. Ashiana Aamod as a project has done well. We are launching Phase 2 in the next quarter. How that goes into the next quarter, the launch of Ashiana Aamod Phase 2, will also give us a better sense of how demand is looking. But the company is positive and excited about doing more senior living in the Bombay Pune region. In the financial year 2024-2025, we hope to launch between 2 to 3 million square feet across phases in different projects and one new project in terms of Ashiana Swarang, which is also getting launched in the next quarter. So, yes, I think that's it for me.

If I've not been able to take a question, please reach out to us directly to the Secretarial team. We are happy to facilitate answers to those questions. And a lot of the information that was asked for is like order book and launches and stock available, all of that is available in the annual report and our quarterly updates. So, I will not add specific data here in case I am a little off from that information, which is more correct and provided. Yes, thank you.

Nitin, anything else before we move ahead to the vote of thanks?

**Varun Gupta**

Please, Nitin, anything else that we need to do?

**Nitin Sharma**

No, all the agendas have been taken up, Sir.

**Varun Gupta**

With that, I would like to thank everyone here, all the members who have joined, the Independent Directors, the statutory auditors, and the secretarial team of Ashiana. Thank you for this. With this, I would like to conclude the meeting.

**Nitin Sharma**

Thank you very much, Sir.

**Varun Gupta**

Thank you, everyone. Thank you for joining.

**Nitin Sharma**

Thanks a lot.