

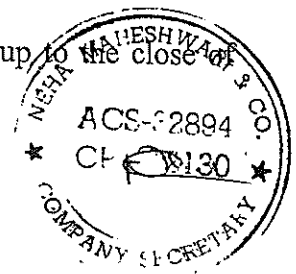
**Scrutinizer's Report**

[Pursuant to Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014]

To  
Ashiana Housing Limited  
5F, Everest,  
46/C, Chowringhee Road,  
Kolkata- 700071.

Dear Sir,

1. I, Neha Maheshwari, a Practising Company Secretary, appointed by the Board of Directors of Ashiana Housing Limited as a scrutinizer for the purpose of scrutinizing the postal ballot papers as per the provisions of Section 110 of the Companies Act, 2013 (Rules) on the resolutions contained in the notice of voting through postal ballot.
2. Further to the above, I submit my report as under:-
  - i. The notice dated 9<sup>th</sup> February, 2016 under Section 110 of the Companies Act, 2013, regarding Postal Ballot was issued individually to all the shareholders and the notices were dispatched by e-mail and courier.
  - ii. The postal ballot notice dispatched to the shareholders stated that all postal ballot forms received up to the closure of working hours on 27<sup>th</sup> March, 2016, the last date and time fixed by the Company for receipt of the forms, according to Section 110 of the Companies Act, 2013 will be considered.
  - iii. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
  - iv. Particulars of all the postal ballot forms received from the members were entered in a register separately maintained for the purpose.
  - v. All postal ballot forms received up to Sunday, 27<sup>th</sup> March, 2016 up to the close of working hours (17.00 hrs) were scrutinized by me.



- vi. The postal ballot envelopes were opened on 28<sup>th</sup> March, 2016 in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company /list of beneficiaries as on 19<sup>th</sup> February, 2016.
- vii. During the course of scrutiny of Postal Ballot Forms, I have not come across any defaced/mutilated Postal Ballot Forms.
- viii. I have handed over the postal ballot forms and related papers/registers and records to the Company Secretary authorized by the Board to supervise the postal ballot process, on date along with the Reports.
- ix. The results of postal ballot forms are as follows:

Table A:

Details	Number of Ballot Forms	Number of Shares
Total Postal Ballot Forms Received		
• Valid Postal Ballot Forms	18	62485230
• Invalid Postal Ballot Forms	1	1750
Returned Undelivered Postal Ballot Forms	-	-

- x. The particulars of the valid postal ballot forms received depicting the assent and dissent of the shareholders for the purpose of seeking their approval for the resolutions mentioned in the notice by way of Postal Ballot pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2013 are elucidated herein below:

Item No. 1 :-

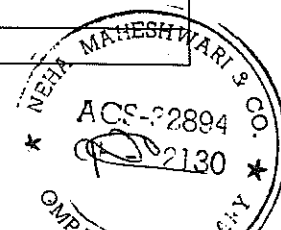
Special Resolution to issue Secured Non Convertible Debentures and Bonds on private placement:

- i. Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
18	62485230	100%

- ii. Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
0	0	0



iii. **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	1750

Item No. 2 :-

Special Resolution to provide security in connection to issue Secured Non Convertible Debentures and Bonds

i. **Voted in favour of the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
18	62485230	100%

ii. **Voted against the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
0	0	0

iii. **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	1750

Thanking You,  
Yours faithfully,

*Nehe Maheshwari*

**NEHA MAHESHWARI**  
Practising Company Secretary  
Membership No. 32894  
C.P. No. 12130

Place: Kolkata  
Date: 29<sup>th</sup> March, 2016