

**A. K. Verma & Co.**  
**Company Secretaries**  
(PEER REVIEWED- YEAR 2022-2027)

**SCRUTINIZER'S REPORT**

Date: 19-09-2022

To,  
The Chairman  
Ashiana Housing Ltd.  
Unit No. 4&5, 3<sup>rd</sup> 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 36<sup>th</sup> Annual General Meeting (AGM), by the Board of Directors of your company, in their meeting held on **09<sup>th</sup> August 2022** 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 Wednesday, 14<sup>th</sup> September 2022 from 9.00 A.M. till Friday, 16<sup>th</sup> September 2022 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 17<sup>th</sup> September 2022 wherein members were allowed to vote electronically during the conduct of AGM till 30 minutes after the conclusion the meeting.

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- 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 12:35 p.m. on Saturday, 17<sup>th</sup> September 2022 were considered.
- 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	<b>17<sup>th</sup> September 2022, 11:30 A.M.</b>
Total No. of Shareholders on cut-off date i.e. 10 <sup>th</sup> September 2022	<b>20,373</b>
No. of Shareholders who voted through e-voting (remote e-voting and e-voting in the AGM)	<b>158</b>
Promoters and Promoters Group	<b>5</b>
Public	<b>153</b>
Agenda wise disclosure	<b>Details tabled below:</b>



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**Details of Agenda**

**Item No. 1: To consider and adopt the audited standalone and consolidated financial statements as at 31<sup>st</sup> March 2022, 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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E- voting	39693383	8510336	21.4402	146	8509832	99.9941	7	504	0.0059
<b>Total</b>		<b>102352099</b>	<b>71169052</b>	<b>69.5336</b>	<b>151</b>	<b>71168548</b>	<b>99.9993</b>	<b>7</b>	<b>504</b>	<b>0.0007</b>



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**Item No. 2: To declare dividend of 50 paise per equity share of Rs 2/- each (i.e. 25%)**

**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	% of votes polled on outstanding shares	Details of Votes –in favor			Details of Votes - against		
					No. of Votes	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	100.00	5	62658716	100.00	0	0	0
Public	E- voting	39693383	8510336	21.4402	146	8509832	99.9941	7	504	0.0059
<b>Total</b>		<b>102352099</b>	<b>71169052</b>	<b>69.5336</b>	<b>151</b>	<b>71168548</b>	<b>99.9993</b>	<b>7</b>	<b>504</b>	<b>0.0007</b>

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(PEER REVIEWED- YEAR 2022-2027)

**Item No. 3: To confirm the payment of interim dividend of 40 paise per equity share (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	% of votes polled on outstanding shares	Details of Votes –in favor			Details of Votes - against		
					No. of Vote s	No. of shares for which votes are in favour	% 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	100.00	5	62658716	100.00	0	0	0
Public	E-voting	39693383	8510336	21.4402	146	8509832	99.9941	7	504	0.0059
<b>Total</b>		<b>102352099</b>	<b>71169052</b>	<b>69.5336</b>	<b>151</b>	<b>71168548</b>	<b>99.9993</b>	<b>7</b>	<b>504</b>	<b>0.0007</b>

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**Item No. 4: To appoint a director in place of Mr. Varun Gupta (DIN: 01666653), 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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E – voting	39693383	8510236	21.4399	142	8378852	98.4562	10	131384	1.5438
<b>Total</b>		<b>102352099</b>	<b>71168952</b>	<b>69.5335</b>	<b>147</b>	<b>71037568</b>	<b>99.8154</b>	<b>10</b>	<b>131384</b>	<b>0.1846</b>

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**Item No. 5: To appoint M/s. B. Chhawchharia & Co., Chartered Accountants (Firm Registration No. 305123E) as statutory auditors of the company for a term of five years in place of VMSS & Associates.**

**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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E-voting	39693383	8510236	21.4399	143	8508527	99.9799	9	1709	0.0201
<b>Total</b>		<b>102352099</b>	<b>71168952</b>	<b>69.5335</b>	<b>148</b>	<b>71167243</b>	<b>99.9976</b>	<b>9</b>	<b>1709</b>	<b>0.0024</b>

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**Item No. 6: To re-appoint Mr. Vishal Gupta (DIN: 00097939) as 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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E- voting	39693383	8510336	21.4402	145	8509827	99.9940	8	509	0.0060
<b>Total</b>		<b>102352099</b>	<b>71169052</b>	<b>69.5336</b>	<b>150</b>	<b>71168543</b>	<b>99.993</b>	<b>8</b>	<b>509</b>	<b>0.0007</b>



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(PEER REVIEWED- YEAR 2022-2027)

**Item No. 7: To re-appoint Mr. Ankur Gupta (DIN: 00059884) as 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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E-voting	39693383	8510336	21.4402	143	8378952	98.4562	10	131384	1.5438
<b>Total</b>		<b>102352099</b>	<b>71169052</b>	<b>69.5336</b>	<b>148</b>	<b>71037668</b>	<b>99.8154</b>	<b>10</b>	<b>131384</b>	<b>0.1846</b>



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**Item No. 8: To re-appoint Mr. Varun Gupta as Whole Time Director of the Company (DIN: 01666653)**

**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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E-voting	39693383	8510336	21.4402	143	8378952	98.4562	10	131384	1.5438
Total		102352099	71169052	69.5336	148	71037668	99.8154	10	131384	0.1846



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(PEER REVIEWED- YEAR 2022-2027)

**Item No. 9: To re-appoint Mr. Narayan Anand (DIN: 02110727) as Independent Director of the Company and approve payment of remuneration to him in terms of the provisions of the Companies Act, 2013**

**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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E-voting	39693383	8510236	21.4399	143	8508527	99.9799	9	1709	0.0201
<b>Total</b>		<b>102352099</b>	<b>71168952</b>	<b>69.5335</b>	<b>148</b>	<b>71167243</b>	<b>99.9976</b>	<b>9</b>	<b>1709</b>	<b>0.0024</b>



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(PEER REVIEWED- YEAR 2022-2027)

**Item No. 10: To re-appoint Ms. Piyul Mukherjee (DIN: 00182034) as Independent Director of the Company and approve payment of remuneration to her in terms of the provisions of the Companies Act, 2013.**

**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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E-voting	39693383	8510236	21.4399	143	8508527	99.9799	9	1709	0.0201
<b>Total</b>		<b>102352099</b>	<b>71168952</b>	<b>69.5335</b>	<b>148</b>	<b>71167243</b>	<b>9.9976</b>	<b>9</b>	<b>1709</b>	<b>0.0024</b>



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(PEER REVIEWED- YEAR 2022-2027)

**Item No. 11: To obtain approval for Payment of Remuneration to Executive Directors exceeding 5% of the net profits 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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E-voting	39693383	8510227	21.4399	135	8507559	99.9686	15	2668	0.0314
<b>Total</b>		<b>102352099</b>	<b>71168943</b>	<b>69.5335</b>	<b>140</b>	<b>71166275</b>	<b>99.9963</b>	<b>15</b>	<b>2668</b>	<b>0.0037</b>



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**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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E-voting	39693383	8510227	21.4399	139	8508108	99.9751	11	2119	0.0249
<b>Total</b>		<b>102352099</b>	<b>71168943</b>	<b>69.5334</b>	<b>144</b>	<b>71166824</b>	<b>99.9970</b>	<b>11</b>	<b>2119</b>	<b>0.0030</b>



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**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	% of votes polled on outstanding shares	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	100.00	5	62658716	100.00	0	0	0
Public	E-voting	39693383	8510234	21.4399	143	8509725	99.9940	8	509	0.0060
Total		102352099	71168950	69.5335	148	71168440	99.9993	8	509	0.0007



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

*Notes:*

- 1. 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, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 02/2022 dated May 05, 2022.*

For A. K. VERMA & CO  
(Practicing Company Secretaries)  
FRN: P1997DE091500



**ASHOK KUMAR VERMA**  
Senior Partner  
FCS: 3945  
CP No: 2568  
PR No: 2099/2022  
UDIN: F003945D000994792

Date: 19.09.2022  
Place: New Delhi

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