

28th September, 2024

Scrip Code : ANSALAPI
National Stock Exchange of
India Ltd
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (East)
Mumbai – 400 051

Scrip Code: 500013
BSE Limited
25th Floor,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Reg: 57th Annual General Meeting of the Company held on the 28th September, 2024.

Ref: 1. Companies Act, 2013 and Rules made there under.

2. Disclosure of events pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Regulations").

3. Disclosure of events pursuant to Regulation 44 of SEBI Regulations.

Dear Sir/Madam,

This is further to our letter dated 06th September, 2024, this is to inform your good office that the 57th (Fifty-Seventh) Annual General Meeting ('AGM') of the Company was held on the 28th September, 2024 (i.e. today) through video Conferencing and the businesses mentioned in the Notice of the AGM were transacted.

In this regard, please find enclosed herewith the following:

- i. Summary of proceedings as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Regulations") as **Annexure - "A"** and
- ii. Report of Scrutinizer dated the 28th September, 2024, pursuant to Section-108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure-"B"**.

You are requested to kindly take above information on your records.

Thanking you.

Yours faithfully,

For **Ansal Properties & Infrastructure Ltd.**


(Abdul Sami)
Company Secretary
M. No. FCS-7135



Encl: a/a

Annexure-A

Summary of the Proceeding of the 57th Annual General Meeting of the Company.

The 57th (Fifty Seventh) Annual General Meeting (AGM) of the members (shareholders) of Ansal Properties and Infrastructure Limited ("the Company") was held on Saturday, the 28th September, 2024 through Video Conference (VC), commenced at 12:30 P.M (IST).

Abdul Sami, Company Secretary welcomed all the members and Directors of the Company. As the quorum was present, he asked the Chairman of the Company to proceed ahead with the meeting.

Thereafter, Shri Pranav Ansal, Chairman and Whole Time Director of the Company took the Chair and welcomed all the members and Directors of the Company.

He further mentioned that this meeting was convened and conducted in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, {Listing Regulations} and the Companies Act, 2013 and the Rules made there under, Secretarial Standards 2 issued by the ICSI with respect to calling, convening and conducting the General Meetings and various circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

The Chairman introduced the Directors and Key Managerial Personnel (KMP) present at the meeting viz.

1. Shri Deepak Mowar, Managing Director and CEO.
2. Shri Dheeraj Goel, Deputy Managing Director.
3. Shri Sunil Kumar Gupta, Independent Director, who is also Chairman of Audit & Stakeholder Relationship Committees.
4. Shri Binay Kumar Singh, Independent Director, who is also a Chairman of Nomination & Remuneration Committee.
5. Smt. Francette Patricia Atkinson, Independent Woman Director.
6. Shri Prashant Kumar, President (Finance & Accounts) and CFO.
7. Shri Abdul Sami, Company Secretary.

He then informed that the representatives of the Statutory Auditors, Shri Saurabh Kuchhal and Secretarial Auditors and Scrutinizer, Shri Chetan Gupta were also present throughout Video Conferencing.

The Chairman informed the Members that the Notice convening this meeting together with the Financial Statements along with Board's and Auditor's Report and other relevant documents thereon were sent to the Members by email on the 06th September, 2024. With the permission of all the members present, the same were taken as read.

He then informed that Secretarial Auditors had given observations viz. delay/non filing of documents/e-forms to ROC/stock exchanges and no Board meetings were held in the first three quarters of Financial year 2023-24 due to initiation of CIRP and non- clarity of the status of Board of Directors; while the Statutory Auditors had given qualified audit opinion/emphasis of matter for the Financial year 2023-24. However, the management's



response/ explanation to Qualifications/ emphasis of matters were mentioned in page nos. 12, 13 and 14 of Annual Report 2023-24, which were self-explanatory.

The Chairman then addressed the members present through his speech and among others, appraised them of Global and Indian economic outlook and overview of the performance of the Company during the Financial year 2023-24 including loan reduction efforts etc. taken by the Company for better performance.

Thereafter, the CFO of the Company read the Qualifications/ Emphasis of Matters mentioned in the page nos. 12, 13 and 14 of Annual Report 2023-24.

The Company Secretary then invited the Member/s who had registered themselves as speakers. Thereafter, the speakers have commended the Chairman's speech and did not raised any further query.

The Chairman then requested Shri Abdul Sami, Company Secretary of the Company to take up the meeting.

The Company Secretary informed the Members that the Register of Contracts or Arrangements, in which directors are interested and Register of Directors & KMPs and their Shareholding and other documents, were available on the website of the Company till the conclusion of this Annual General Meeting.

He also informed that as per the applicable provisions of the Companies Act, 2013 and Rules made thereunder and the SEBI's Listing Regulations, the Company had provided remote e-voting facility to the Members entitled to cast their vote on the AGM's agenda items, mentioned in the Notice, from the 25th September, 2024 to the 27th September, 2024.

He then informed that Members who had not cast their votes by availing the remote e-voting facility, and, present at the AGM may cast their vote through e-voting platform of Link Intime India Private Limited, which would be kept opened for voting for next 15 minutes and the meeting would be deemed to be concluded after such 15 minutes.

He further informed the members that the consolidated result of the remote e-voting and e-voting during the AGM would be announced within 48 hours from the conclusion of AGM.

Post completion of the Annual General Meeting, after scrutiny of votes casted, the Scrutinizer submitted his Report. As per the consolidated report submitted by the Scrutinizer considering the results of the remote e-voting and e-voting during the AGM, all resolutions embodied in the Notice of Annual General Meeting (mentioned below) were approved by the Members and declared as passed: -

Sr. No.	Particulars	Type of Resolutions
1	Adoption of the Audited Financial Statements (Standalone and Consolidated) for the Financial year ended on the 31 st March 2024 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2	Appointment of a Director in place of Shri Pranav Ansal (DIN: 00017804), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution

Ansal Properties & Infrastructure Ltd.

(An ISO 14001 : 2004 OHSAS 18001 : 2007)

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(3)



3	Appointment of a Director in place of Shri Deepak Mowar (DIN: 02195026), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution
4	Approving the appointment of Shri Dheeraj Goel (DIN: 09503113) as Director of the Company.	Ordinary Resolution
5	Approving the appointment of Shri Dheeraj Goel (DIN: 09503113) as Deputy Managing Director of the Company.	Ordinary Resolution
6	Ratification /approval of the remuneration of M/s J.D. Associates, the Cost Auditors of the Company for the Financial Year ended the 31 st March, 2025.	Ordinary Resolution

At the end, Shri Deepak Mowar, Managing Director and CEO gave a vote of thanks to the Chairman and thanked the Members and other Directors of the Company.

The AGM was concluded at 01:03 P.M.

For Ansal Properties and Infrastructure Limited




(Abdul Sami)
Company Secretary
M. No. FCS-7135

Abhishek

Date: 28th September, 2024
Place: New Delhi

Pooja

APAC & ASSOCIATES LLP

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 09/2023, 10/2022, 02/2022, 21/2021, 20/2021, 10/2021, 39/2020, 33/2020, 22/2020, 20/2020, 17/2020 and 14/2020 dated the 25th September, 2023, 28th December, 2022, 05th May, 2022, 14th December, 2021, 08th December, 2021, 23rd June, 2021, 31st December, 2020, 28th September, 2020, 15th June, 2020, 05th May, 2020, 13th April, 2020 and 08th April, 2020, respectively (Collectively referred to as "MCA Circulars"), and the Securities and Exchange Board of India vide its Master Circular dated the 11th July, 2023 and its circular dated the 07th October, 2023 ("SEBI Circular")]

To

The Chairman

Ansal Properties & Infrastructure Limited

115 Ansal Bhawan, 16 K G Marg, New Delhi – 110 001

Sub: Scrutinizer Report on voting through electronic means (remote e-voting and e-voting at Meeting) conducted at the 57th Annual General Meeting (AGM) of the Company (for the Financial year 2023-24) held on Saturday, September 28, 2024, at 12:30 P.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Dear Sir,

I, Chetan Gupta, Company Secretary in Practice (COP No – 7077) & Managing Partner, APAC & Associates LLP, (ICSI Unique Code – P2011DE025300), have been appointed as Scrutinizer by the Board of Directors of the Company for the 57th AGM.

- i. to scrutinize the remote e-voting carried out during September 25, 2024 (9:00 A.M.) to September 27, 2024 (5:00 P.M.); and
- ii. to scrutinize the e-voting at the AGM of the Company held through VC/OAVM, on the resolution(s) proposed in the AGM notice of the Company.

Management's Responsibility

The management of the Company is responsible to ensure the compliances for conducting the 57th AGM of the members of the Company through VC/OAVM and to organize the process of remote e-voting and e-voting during the AGM of the Company in accordance with the provisions of the Companies Act, 2013 read with rules made thereunder and the MCA Circulars issued in this regard.

APAC & Associates LLP, a Limited Liability Partnership with LLP Registration No. AAF-7948

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5

Scrutinizer's Responsibility

My responsibility as a Scrutinizer is ascertaining the requisite majority on voting through remote e-voting and voting through e-voting facility at the AGM offered by **Link Intime India Private Limited (LIPL)**, and submit the Scrutinizer's report of the votes cast "in favor" or "against" the resolutions, based on the data downloaded from e-voting website of LIPL.

1. Further for the above, I submit my report as under:
 - a. The voting rights were reckoned on September 21, 2024, being the "Cut-Off Date" to determine entitlements of the members to vote on the resolutions outlined in the AGM Notice through remote e-Voting before the 57th AGM and e-voting during the AGM on the resolutions (item nos. 1 to 6 as set out in the AGM notice of the Company).
 - b. The notice dated August 12, 2024, as confirmed by the Company, was sent to the members on September 06, 2024 in respect of the below-mentioned resolution(s), through electronic mode to those members whose e-mail addresses are registered with the Company/ depositories.
 - c. After the conclusion of the e-voting at the AGM, the votes cast by the members present through VC/OAVM at the AGM through the e-voting system and remote e-voting facility, were downloaded from the e-voting website of LIPL on September 28, 2024, at around 01:09 PM in the presence of two witnesses, Divya and Vinayak who are not in the employment of the Company.
 - d. A summary of the votes cast electronically is given as under:

ORDINARY BUSINESS

Item No. 1

Ordinary Resolution: Adoption of the Audited Financial Statements (Standalone and Consolidated) for the Financial Year ended on the 31st March 2024 together with the reports of the Board of Directors and Auditors thereon.

- (i) Voted **in favor** of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
168	75753742	99.9984%

- (ii) Voted **against** the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
29	1197	0.0016%



(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 2

Ordinary Resolution: Appointment of a Director in place of Shri Pranav Ansal (DIN: 00017804), who retires by rotation and being eligible, offers himself for re-appointment.

(i) **Voted in favor** of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
168	75753742	99.9984%

(ii) **Voted against** the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
29	1197	0.0016%

(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 3

Ordinary Resolution: Appointment of a Director in place of Shri Deepak Mowar (DIN: 02195026), who retires by rotation and being eligible, offers himself for re-appointment.

(i) **Voted in favor** of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
168	75753742	99.9984%

7



(ii) Voted **against** the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
29	1197	0.0016%

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

SPECIAL BUSINESS

Item No. 4

Ordinary Resolution: Appointment of Shri Dheeraj Goel (DIN: 09503113) as a Director of the Company.

(i) Voted **in favor** of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
168	75753742	99.9984%

(ii) Voted **against** the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
29	1197	0.0016%

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0



Item No. 5

Ordinary Resolution: Appointment of Shri Dheeraj Goel (DIN: 09503113) as Deputy Managing Director of the Company.

(i) Voted **in favor** of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
168	75753742	99.9984%

(ii) Voted **against** the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
29	1197	0.0016%

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 6

Ordinary Resolution: Ratification/Approval of remuneration of M/s. J.D. Associates, the Cost Auditors of the Company for the Financial Year ended 31st March, 2025.

(i) Voted **in favor** of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
168	75753742	99.9984%

(ii) Voted **against** the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
29	1197	0.0016%

9



(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

2. Based on the aforesaid results, I report that all resolutions as set out in Item Nos. 1 to 6 of the Notice of 57th AGM dated August 12, 2024, have been **passed with the requisite majority**. You may declare the result accordingly.
3. It is to be noted:
 - a. The members abstained from voting were not considered; and
 - b. Body Corporates whose authorization resolutions/letter were not received were considered as invalid.

Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) to be placed on website of the Company and (iii) website of LI IPL. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,

For **APAC & Associates LLP**
Company Secretaries

CHETAN GUPTA
Digitally signed by
CHETAN GUPTA
Date: 2024.09.28
15:00:04 +05'30'

Chetan Gupta
Managing Partner
C P No.:7077
Membership No: F6496
Unique ICSI Code: P2011DE025300
Peer Reviewed No.: 3688/2023
UDIN: **F006496F001358737**

Date: September 28, 2024
Place: New Delhi



Countersigned by:
For and on behalf of
Ansal Properties & Infrastructure Limited