

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF ANSAL PROPERTIES & INFRASTRUCTURE LIMITED, HELD ON FRIDAY, THE 12<sup>TH</sup> AUGUST, 2022 AT NEW DELHI.**

**Approving the proposal to re-appoint Shri Pranav Ansal (DIN: 00017804), as Vice Chairman and Whole Time Director for period of 3 (three) years.**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 196, 197, 203 of the Companies Act, 2013 (Act) and other applicable provisions, if any, of the Act, and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule V (including any statutory modifications or re-enactment(s) thereof for the time being in force) and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended ("LODR Regulations"), and, provisions of the Articles of Association of the Company, as amended, from time to time and subject to the approval of the shareholders by way of passing an Ordinary Resolution, the re-appointment of Shri Pranav Ansal (DIN: 00017804) as Vice Chairman & Whole Time Director, the period of whose office shall be liable to determination by retirement by rotation, for a period of three years commencing from the 01st November, 2022 to the 31st October, 2025 with NIL remuneration and other terms and conditions, as approved by the Nomination and Remuneration Committee and the Board of Directors ("Board") at their respective meetings held on the 12th August, 2022, be and is hereby approved.

**RESOLVED FURTHER THAT** Shri Pranav Ansal shall not be entitled to any sitting fees or other payments for attending meetings of the Board, or where applicable, any committee/s thereof.

**RESOLVED FURTHER THAT** in the event of profits of the Company arising in any financial year, in future and/or continuation of profit thereafter, remuneration (including its variation and/or modification thereafter), with or without a salary grade, as may be decided, be paid to Shri Pranav Ansal, and such remuneration shall be regulated in accordance with applicable parts/sections of the Schedule V and/or other applicable provisions of the Act, as existing from time to time and shall be subject to the approval of the Nomination and Remuneration Committee and the Board of Directors of the Company.

**RESOLVED FURTHER THAT** Shri Pranav Ansal be permitted use of Company's car/s with driver/s and also telephone/s at his residence for official purposes of the Company.

**RESOLVED FURTHER THAT** during the period Shri Pranav Ansal remains Vice Chairman and Whole Time Director, all other rules, regulations, etc. of the Company shall be applicable to him, unless otherwise decided by the Board.



**RESOLVED FURTHER THAT** the duties and authorities assigned/delegated to Shri Pranav Ansal, in the past, from time to time, shall continue to remain in force, beside such other duties and authorities as may be assigned/ delegated by the Board from time to time, and, his existing membership in the Committee/s of the Board shall continue, unless decided otherwise by the Board.

**RESOLVED FURTHER THAT** Shri Anoop Sethi, Managing Director & CEO, Shri Prasant Kumar, Vice President (Finance and Accounts) and CFO and Shri Abdul Sami, General Manager {Corporate Affairs} & Company Secretary of the Company be and are hereby authorized, severally, to take various steps in this regard and filing of Forms, with the Registrar of Companies, NCT of Delhi and Haryana and to do all the necessary acts/ deeds/ things including taking all consequential/ incidental step/s, (including seeking the approval of the shareholders ) to give effect to this Resolution."

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**For Ansal Properties & Infrastructure Limited**

  


**Abdul Sami**  
**General Manager (Corporate Affairs)**  
**& Company Secretary**  
**Mem. No.: F7135**

**Address: 115, Ansal Bhawan, 16 K.G. Marg, New Delhi-110001**