



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty Ninth Annual General Meeting of the Company will be held on Friday, the 22nd September, 2023 at 11.00 A.M. through video conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements for the Financial Year ended 31st March, 2023 together with the Directors' Report and Independent Auditors' Report thereon.
2. To appoint a Director in place of Smt Ritu Ansal (DIN: 00667175) who retires by rotation and being eligible offers herself for reappointment.
3. **To ratify the appointment of M/s I.P. Pasricha & Co. Chartered Accountants, New Delhi (FRN 000120N) the Independent Auditors of the Company for the Financial Year 2023-2024 and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139, 142, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 including any Statutory Modification(s) or re-enactment(s) thereof for the time being in force and as recommended by Audit Committee and Board of Directors of the Company in their meeting held on 29th May, 2023, the appointment of, M/s I.P. Pasricha & Co., Chartered Accountants, A-31A, 1st Floor, Ring Road, Rajouri Garden, New Delhi-110 027 (Firm Registration No. 000120N), the Independent Auditors of the Company who holds office until the conclusion of 43rd Annual General Meeting of the Company, be and is hereby ratified for the Financial Year 2023-2024 at such remuneration as may be fixed by the Board of Directors of the Company”.

SPECIAL BUSINESS

4. **Appointment of Shri Gopal Ansal as Senior President of the Company and approval of his remuneration and in this regard to consider and if thought fit, to pass with or without modifications(s) the following resolution as Ordinary Resolution:**

“RESOLVED as Ordinary Resolution that pursuant to the provisions of Section 188(1) (f) as amended from time to time, and any other applicable provision, if any, of the Companies Act, 2013 (“the Act”) and Companies (Meetings of Board and its Powers) Rules, 2014 including any amendment thereto or any re-enactment thereof and provision of Articles of Association of the Company, and as recommended by Nomination and Remuneration Committee at their meeting held on 29th May, 2023 and Board of Directors at their meeting held on 29th May, 2023, approval of



Shareholders be and is hereby accorded to the appointment and payment of remuneration to Shri Gopal Ansal (DIN: 00014172) as Senior President of the Company as set out below with effect from 1st October, 2023.

Basic	:	Rs. 5,00,000/- PM
HRA	:	Rs. 1,50,000/- PM
Conveyance Expenses	:	As per actual
Medical	:	As per Company's rules.
LTC	:	As per Company's rules

Registered Office:

118, Upper First Floor,
Prakashdeep Building,
7, Tolstoy Marg, New Delhi-110 001

By Order of the Board
For Ansal Buildwell Ltd.

Date: 29th May, 2023
Place: New Delhi

ASHOK BABU
Sr.V.P. & Company Secretary
FCS No. 2328

NOTES

- a) In view of the continuing Covid-19 pandemic the Ministry of Corporate Affairs ("MCA") has vide its circular dated May, 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, 13th January, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022 and 28th December, 2022 (collectively referred to as "MCA Circulars") permitted the holding of the "AGM" through Video Conferencing (VC)/Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. Accordingly in compliance with the provisions of the Act SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being conducted through



VC/OAVM, facility which does not require physical presence of members at a common venue. The deemed venue for the 39th AGM shall be at the Registered Office of the Company i.e. 118, UFF, Prakashdeep Building, 7, Tolstoy Marg, New Delhi-110 001.

- b) The AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. **Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
- c) The explanatory statement pursuant to Section 102 of the Companies Act, 2013, which sets out relating to Special Business as item No.4 are annexed here to
- d) Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure, Requirements Regulation 2015 “Listing Regulations” in respect of Director seeking appointment/Reappointment at the Annual General Meeting is annexed hereto as **Annexure-1**.
- e) Corporate Members are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc. authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting to the M/s Link Intime India Private Ltd. the Registrar and Transfer Agents by email through its registered email address to enotices @ linkintime.co.in.
- f) In Compliance with the aforesaid MCA Circulars dated May 5, 2020, April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 the Notice of A.G.M., Audited Financial Statements, Directors’ Report and Auditors’ Report etc. are being sent only through electronic form to the shareholders at their email ID registered with Company’s RTA (in case of physical shares) or at their email ID registered with their respective Depository Participant (in case of Demat shares).
- g) Shareholders are requested to register their ID with their Depository Participant (in case of Demat shares) and in case of physical shares by sending an email to gogreen@ansalabl.com or register at our website www.ansalabl.com by giving details like Name and Folio No., DPID, e-notices @ linkintime.co.in or

Above documents Notice, Balance sheet etc. are also available on the Company’s website www.ansalabl.com
- h) The Register of Beneficial Owners, Register of Members and the Share Transfer books of the Company shall remain closed from 15th September, 2023 to 22nd September, 2023 (both days inclusive).
- i) Members holding shares in physical form are to notify change in address, if any, to the Company’s Registrar and Share Transfer Agents (RTA) M/s Link Intime India Pvt. Ltd., Noble Heights, 1st Floor, Plot NH-2, C-1, Block LSC, Near Savitri Market, Janakpuri, New Delhi-110 058 quoting correct Folio Number(s) and in case of shares held in dematerialized form to the concerned Depository Participant.



- j) Members having multiple accounts in identical names or joint accounts in same order are requested to intimate the Company/RTA the ledger folios of such accounts to enable the Company to consolidate all such share holdings into one account.
- k) Members Attending AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- l) The Company has already transferred all unclaimed dividend declared upto the financial year ended 31st March, 1995 to the General Revenue Account of the Central Government as required by the Companies Unpaid Dividend (Transfer to the General Revenue Account of the Central Government) Rules, 1978. Any claim for payment of such unclaimed dividend should be made by an application in the prescribed form to the Registrar of Companies, NCT of Delhi and Haryana, New Delhi.
- m) Pursuant to Section 124 of the Companies Act, 2013, the dividend for the financial year ended 31st March, 1996, 1997, 1998, 1999, 2005, 2006, 2007, 2008, 2009, 2010, 2011, 2012, 2013, 2014 and 2015 which remained unclaimed/unpaid for a period of seven years have been transferred to the Investor Education and Protection Fund established by the Central Government pursuant to Section 125 of the Companies Act, 2013. The Company had accordingly, transferred Rs. 4,18,873/- being the unpaid & unclaimed dividend amount pertaining to dividend of the financial year 2014-2015, to the Investor Education and Protection Fund of the Central Government.

Further, the shareholders who have not en-cashed their dividend warrant(s) for the year ended 31st March, 2016, 31st March, 2018 and 31st March, 2021 are requested to surrender the un-en-cashed dividend warrants to the Company and obtain payment by writing to the Company or its Registrar and Share Transfer Agent immediately.

Once the unclaimed dividend is transferred to the Investor Education & Protection Fund as stated above, no claim against the Company shall lie in respect thereof.

Unclaimed/Unpaid dividend for the financial year ended on March 31, 2016 is due for transfer to the Investor Education and Protection Funds this year in the month of October, 2023.

- n) (i) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, it shall be mandatory for all shareholders of physical securities in the Company to furnish PAN (linked with Aadhar), Nomination, Contact details, Bank A/c details and specimen signature for their corresponding folio numbers. The folio wherein any one of the above cited documents/details are not available on or after October 01, 2023, shall be frozen by the RTA. Members/Shareholders are advised to complete KYC process with RTA M/s Linkintime (India) Pvt. Ltd.



o) THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) VIDE ITS CIRCULAR NO. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 DATED 20TH APRIL, 2018 HAS DIRECTED ALL LISTED COMPANIES TO ENSURE THAT ANY PAYMENT OF DIVIDEND TO THE SHAREHOLDERS IS MADE THROUGH ELECTRONIC CHANNELS SUCH AS NECS/NEFT/RTGS.THE COMPANIES THROUGH THEIR REGISTRAR AND SHARE TRANSFER AGENTS (RTA) ARE FURTHER DIRECTED TO COLLECT COPY OF PAN AND BANK ACCOUNT DETAILS OF ALL SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM, IN VIEW OF THE SAME.

(A) Members who hold shares in physical form are requested to:

(i) Furnish their PAN (linked with Aadhar) and Bank Account details to the Company or Company's Registrar and Share Transfer Agent namely, Link Intime India Pvt. Ltd. along with self-attested copy of PAN card and cancelled "Name printed Cheque" in original or copy of Bank Passbook/Bank Statement duly attested by the Bank.

(ii) Convert their holding into Demat Form.

(iii) Provide/update their e-mail ID for communication purpose.

(B) Members who hold shares in demat form are requested to:

(i) Update their Bank Account details with the Depository Participant (DP) to avoid any kind of rejection by the banker; and

(ii) Provide/update their e-mail ID with the Depository Participant (DP) for communication purpose.

We wish to highlight the following benefits of receiving payments through the Electronic mode rather than receiving drafts/warrants in physical mode.

- Ensure timely credit of funds to the specified accounts.
- Ensure credits are done seamlessly without manual intervention.
- Eliminates postal/mailling delays.
- Saves your effort of safekeeping and depositing of physical drafts/warrants at a bank.
- Helps track receipt of Payment from the bank statement.

p) Trading in the shares of the Company has been made compulsory in dematerialized form w.e.f. 26th March, 2001. The Company has already joined the Depository system and the ISIN for the shares of the Company is INE030C01015, Members, who desire to have their holding of shares in dematerialized form are requested to approach the Company's RTA through a Depository Participant.

q) As mandated by SEBI effective from April 1, 2019 the securities of Listed Company shall be transferred only in dematerialized form. In view of the above and to avail benefits of dematerialization members are advised to dematerialize share(s) held by them in Physical Form.

r) Any documents and papers as referred to in this notice and as required by the Companies Act, 2013 shall be available at the registered office of the Company for inspection on any working day excluding Saturdays and Public Holidays during business hours upto the date of



ensuing Annual General Meeting to be held on 22nd September, 2023 for the period as required under the provisions of the Act.

- s) The Annual Final Accounts of the Subsidiary companies will also be available for inspection at the Registered Office of the Company on any working day excluding Saturday and Public Holidays upto the date of ensuing Annual General Meeting. The said accounts also be available at Company's website www.ansalabl.com
- t) The Members desirous of appointing their nominee for the shares held by them, may apply in the revised Nomination Form (Form SH-13) as amended by the Central Government vide Section 72 of the Companies Act, 2013.
- u) Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised to be sent only to the Depository Participant by the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the Company/RTA.
- v) Electronic copy of the Annual Report for the year 2022-2023 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) through email for communication purposes, unless any member has requested for a hard copy of the same. For members who have not registered their email address are advised to register their e-mail address to their Depository Participant (DP)
- w) Electronic copy of the Notice of the 39th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) through email for communication purposes. Notice of the 39th Annual General Meeting of the Company inter alia indicating the process and manner for attending the Annual General Meeting through Insta Meet and remote e-voting instructions for shareholders is available on Company's website www.ansalabl.com.
- x) Members may also note that the Notice of the 39th Annual General Meeting and the Annual Report for the year 2022-2023 will also be available on the Company's website www.ansalabl.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at New Delhi for inspection during normal business hours on working days, except Saturday and Public Holidays.
- y) Since the AGM will be held through VC/OAVM the Route Map is not annexed in this Notice.
- z) Attention of the members is drawn to the provisions of Section 124(6) of the Act which require a Company to transfer in the name of IEPF Authority all Shares in respect of which dividend has not been paid or claimed for 7(seven) consecutive years or more.



In accordance with the aforesaid provision of the Act read with the Investor Education and Protection fund Authority (Accounting, Audit, Transfer and refund) Rules, 2016, as amended, the Company has transferred all shares in respect of which the dividend declared for the financial year 2013-14 and later financial years has not been paid or claimed by the members for 7 (seven) consecutive years or more and Members are advised to visit the website of the Company www.ansalabl.com to ascertain details of shares transferred in the name of IEPF Authority.

(A) Process and manner for attending the Annual General Meeting through Insta Meet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

▶ Select the “**Company**” and ‘**Event Date**’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit **Demat Account No. or Folio No**

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**

- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DPID followed by 8 Digit Client ID**

- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. **Mobile No.:** Enter your mobile number.

D. **Email ID:** Enter your email id, as recorded with your DP/Company.

▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure-a) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMeet website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first come first basis depending upon the provision made by the client.



3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through Insta Meet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for Insta MEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through Insta Meet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

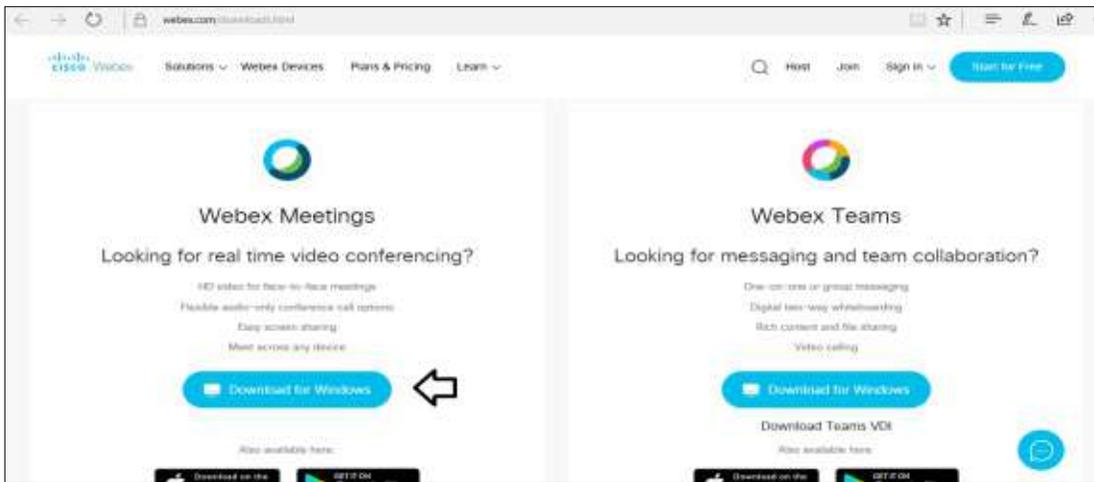
In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.



Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>

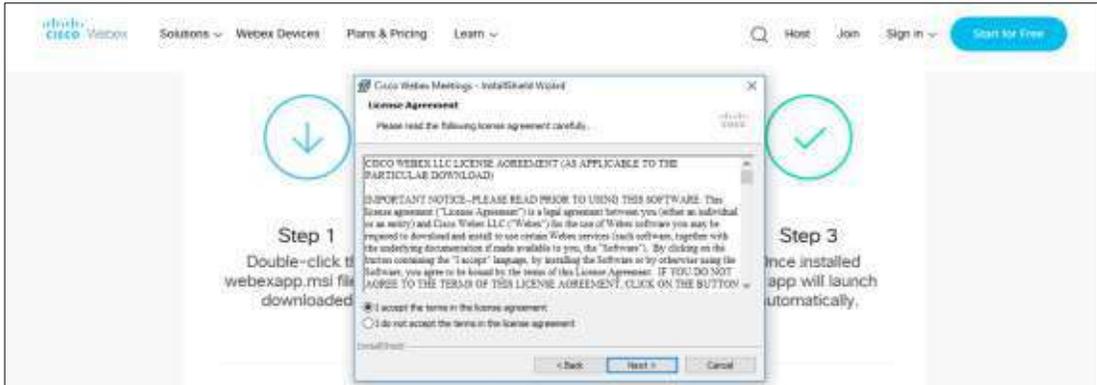


Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now



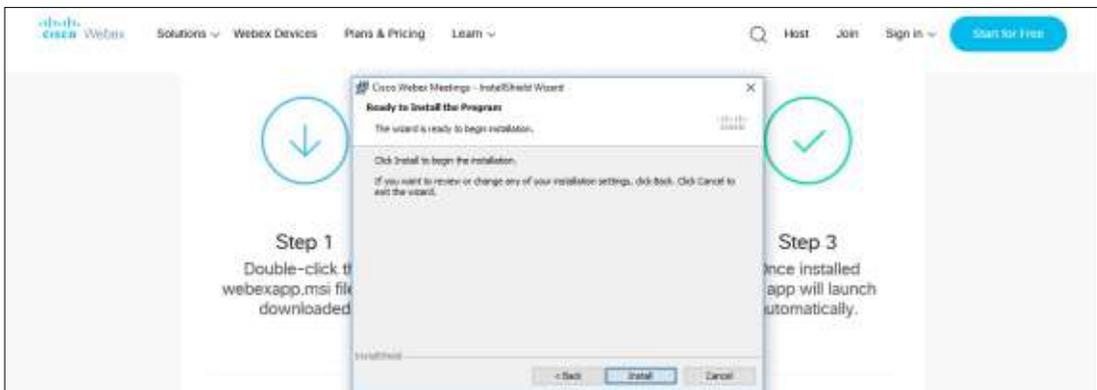
1 (B)

If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application. Click on Run a temporary application. an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now.



or

(b) If you do not want to download and install the webex application, you may join the meeting by following the process mentioned as under.



or

(b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:



B. Remote e-Voting Instructions for shareholders:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015, the Company is pleased to provide members facility to exercise their right to vote at the 39th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Link Intime India Private Limited (LI IPL).
- (i) The voting period begins on 19th September, 2023 at 9.00 A.M. and ends on 21st September, 2023 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. 15th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by Link Intime India Private Limited (LI IPL) for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date may also attend/participate in the AGM through VC/OAVM but would not be entitled to cast their vote again.
- (iii) The Members present in the AGM through VC/OAVM facility and have not cast their vote on the Resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

INSTRUCTIONS

Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat made, pursuant to SEBI circular dated December 9, 2020

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for individual shareholders holding securities in demat mode/physical mode is given below:



Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ul style="list-style-type: none">• If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following <u>URL: https://eservices.nsd.com</u> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS’ section. A new screen will open. You will have to enter your user ID and Password.• After successful authentication, you will be able to see e-Voting services. Click on : “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.• If the user is not registered for UDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal/or/click at https://eservices.nsd.com/SecureWEB/IdeasDirectReg.jsp• Visit the e-Voting website of NSDL. Open web browser by typing the following <u>URL: https://www.evoting.nsd.com/either</u> on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service Provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	<ul style="list-style-type: none">• Existing user who have opted for Easi/Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/ Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.• After successful login of Easi/Easiest the user will be also able to see the E-Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINKINTIME, CDSL, Click on e-Voting service provider name to cast your vote.



	<ul style="list-style-type: none">• If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.• Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E-Voting is in progress.
Individual Shareholders (holding securities) in demat mode & login through their depository participants	<ul style="list-style-type: none">• You can also using the login credentials of your demat account through your Depository Participant registered with NSDL/CSDL for e-Voting facility.• Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in Physical mode & e-voting service Provider is LINKINTIME	<ol style="list-style-type: none">1. Open the internet browser and launch the URL:https://Instavote.linkintime.co.in <ul style="list-style-type: none">• Click on “Sign Up” under “SHARE HOLDER” tab and register with your following details:-<ol style="list-style-type: none">A User ID: Shareholders/members holding shares in physical form shall provide Event No + Folio Number registered with Company.B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence member provided to you, if applicable.C. DOB/DOI: Enter the Date of Birth (DOB)/Date of Incorporation (DOI)D. Bank Account Number: Enter your Bank Account Number (last four digit) as recorded with your DP/Company.• Shareholders/members holding shares in physical form but have not recorded ‘C’ and ‘D’ shall provide their Folio number in ‘D’ above.• Set the password of your choice (The password should contain minimum 8 characters, at least one special character (@!#\$*), at least one numeral, at least one alphabet and at least one capital letter).• Click “confirm” (Your password is now generated).



2. Click on “Login” under ‘SHARE HOLDER’ TAB.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.
4. After successful login, you will be able to see the notification for e-voting. Select ‘View’ Icon.
5. E-voting, page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour/Against’ (if you wish to view the entire Resolution details, click on the **View Resolution**’ file link).
7. After selecting the desired option i.e. Favour/Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, **else to change your vote, click on ‘No’** and accordingly modify your vote.

Institutional shareholders :

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian/Mutual Fund/Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution/authority letter/power of attorney etc. together with attested specimen signature of the duly authorized representative(s) in PDF format in the ‘Custodian/Mutual Fund/Corporate Body’ login for the Scrutinizer to verify the same.

Individual Shareholders holding securities in physical mode & e-voting service Provider is LINKINTIME, have forgotten the password:

- o Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘Forgot password?’
- o Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on ‘Submit’.
 - In case shareholders/members is having valid email address, Password will be sent to his/her registered e-mail address.
 - Shareholders/members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
 - The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/CDSL have forgotten the password :

- Shareholders/members who are unable to retrieve User ID/Password are advised to use Forget user ID and forget password option available at above mentioned depository/depository participants website.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/members holding share in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

In case shareholders/members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/CDSL, they may contact the respective helpdesk given below:

Login Type	Helpdesk Details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.; 1800 1020 990 and 18000 22 44 30
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542-43.

Helpdesk for Individual Shareholders holding securities in physical mode/Institutional shareholders & evoting service Provider in LINKINTIME.

In case shareholders/members holding securities in physical mode/institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked Questions (**'FAQs'**) and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or an to enotices@linkintime.co.in or contact on:- Tel: 022-4918 6000

- II The Voting Rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut off date i.e. 15th September, 2023. In case of Joint Holders, the Members whose name appear as the first holder in the order of names as per the Register of Members of the Company shall be entitled to vote at the AGM.
- III. A person whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting.
- IV. Mr Surrinder Kishore Kapahi, Practising Company Secretary (Membership No. FCS 1407, CP No. 1118) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- V. The Chairman shall, at the Annual General Meeting allow voting, through electronic voting for all those members who are present at the annual General Meeting through VC/OAVM but have not cast their vote by availing the remote e-voting facility.
- VI. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting through electronic e-voting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses, not in the employment of the Company and shall make not later than three days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same and declare the result of voting forthwith



VII. The Results alongwith the Scrutinizer's Report shall be placed on the Company's website www.ansalabl.com and on the website of LIIPL, e-voting immediately after declaration of results and communicated to the Stock Exchange.

VIII. MEMBERS DESIRING ANY INFORMATION/CLARIFICATION ON THE ANNUAL ACCOUNTS ARE REQUESTED TO WRITE TO THE COMPANY AT ITS REGISTERED OFFICE AT LEAST 10 DAYS BEFORE THE DATE OF ANNUAL GENERAL MEETING SO THAT THE SAME MAY BE COMPILED WELL IN ADVANCE.

Registered Office:

118, Upper First Floor,
Prakashdeep Building,
7, Tolstoy Marg, New Delhi-110 001

By Order of the Board
For Ansal Buildwell Ltd.

Date: 29th May, 2023
Place: New Delhi

ASHOK BABU
Sr.V.P. & Company Secretary
FCS No. 2328



**EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS
(Pursuant to Section 102 of the Companies Act, 2013)**

Item No. 4

Shri Gopal Ansal is a qualified Civil Engineer (B.Sc. Engg. Civil) and is associated with the Ansal Group for the last over 50 years. He has to his credit, vast, rich and varied experience in the field of development and construction of multistoreyed buildings and execution of large value of hi-tech engineering projects on turnkey basis. The Company has already executed a large number of commercial, residential and real estate development Projects under his able guidance.

He was a Director of the Company for the last over 32 years and had also been appointed as Chairman cum Managing Director for the last 22 years. However he had resigned from the position of C.M.D. as on 29th March, 2022 and Directorship on 30th September, 2022. The Board of Directors thereafter, appointed Shri Gopal Ansal as Sr. President w.e.f. 1st November, 2022, for the time being at a nominal remuneration of Rs. 2,50,000/- per month (all inclusive). Due to his strenuous efforts, the Company has achieved exponential growth in profitability.

The Nomination and Remuneration Committee in their meeting held on 29th May, 2023 and Board of Directors at their meeting held on 29th May, 2023, has recommended the appointment of Shri Gopal Ansal as a Senior President w.e.f. 1st October, 2023 and approved his revised remuneration as mentioned in body of the resolution subject to the approval of the Shareholders.

In terms of Section 188(1) (f) as amended from time to time, and any other applicable provision, if any, of the Companies Act, 2013 (“the Act”) and Companies (Meetings of Board and its Powers) Rules, 2014 including any amendment thereto or any re-enactment thereof and provision of Articles of Association of the Company, Shareholders’ approval by way of Ordinary Resolution is necessary for the appointment and payment of remuneration up to an amount as stated in the Resolution at Item No. 4 of the accompanying Notice. Your Directors recommend to pass the proposed resolution given in Item No. 4 as Ordinary Resolution.

The aforesaid appointment and payment of remuneration of Shri Gopal Ansal, Senior President may be regarded as abstract of the terms of appointment and memorandum of Interest under Section 188(1) (f) as amended from time to time, and any other applicable provision, if any, of the Companies Act, 2013 (“the Act”) and Companies (Meetings of Board and its Powers) Rules, 2014 including any amendment thereto or any re-enactment thereof and provision of Articles of Association of the Company.

All relevant documents in connection with above can be inspected by the members, of the Company at its Registered Office on any working day excluding Saturday and Public Holidays during business hours upto the date of ensuing Annual General Meeting.



Except Shri Gopal Ansal being an appointee, Smt. Ritu Ansal, Director and Shri Shobhit Charla, Wholetime Director, none of other Directors or key managerial personnel or their relatives is concerned or interested financially or otherwise in the resolution as set out at the item No. 4. This Explanatory Statement may also be regarded as disclosure under Regulation of SEBI (LODR) Regulation, 2015.

**DETAIL OF SHAREHOLDING/OTHER CONVERTIBLE INSTRUMENTS OF
NON-EXECUTIVE DIRECTORS OF THE COMPANY**

**(Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulation 2015)**

Sl.No	Name of Directors	No. of Equity Shares	Other convertible Instruments
01	Shri Subhash Verma	5200	Nil
02	Smt. Ritu Ansal	94771	Nil
03	Smt. Suman Dahiya	Nil	Nil
04	Shri Gopal Ansal	1,52,508	Nil
05	Shri Shobhit Charla	Nil	Nil

**ANNEXURE-1****DETAILS OF DIRECTOR SEEKING APPOINTMENT/REAPPOINTMENT AT THE FORTH COMING ANNUAL GENERAL MEETING (Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015)**

Name of the Director	Smt. Ritu Ansal
Designation	Woman Director
Date of Birth	29/09/1956
Date of Appointment	13/11/2014
Experience in Specific Functional Areas	She is an educationist and was appointed as Woman Director of the Company w.e.f. 13 th November, 2014. She is a Trustee in Gyan Bharati Trust which runs renowned School of Delhi. She also looks after Interior and Horticulture activities of 'Ansal Group'.
Qualification	B.A.
Directorship in other Indian Public Ltd. Companies/excluding Private companies which are subsidiary of Public Company	NIL
Chairman/Member of Committee of the Board of Public Ltd. Companies on which she is a Director	As a Member 1.Nomination and Remuneration Committee 2.Stakeholders Relationship Committee
Relationships of Directors' inter-se	Smt. Ritu Ansal, is wife of Shri Gopal Ansal, Director of the Company, but Shri Gopal Ansal resigned from the Directorship of the Company w.e.f. 30/09/2022. She is also related to Mr. Shobhit Charla, Wholetime Director, as Mr. Shobhit Charla is son-in-law of Smt. Ritu Ansal
Details of shareholding in the Company	94771