



Ashoka Buildcon Limited

June 13, 2020

To
The Manager
The Department of Corporate Services
BSE Limited,
Floor 25, P. J. Towers,
Dalal Street, Mumbai – 400 001

To
The Manager
The Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051

Scrip Code: 533271

Scrip Symbol: ASHOKA EQ.

Sub.: Declaration of Result of the Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”)

The Board of Directors had sought the approval of the Shareholders of the Company pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for the following proposals to be passed by way of Postal Ballot:

1. To re-appoint Mr. Ashok Katariya (DIN: 00112240) as a Whole-time Director to be designated as Chairman for the period of 2 years from April 01, 2020 to March 31, 2022 and to approve the remuneration payable to him on his re-appointment for FY 2020-21;
2. To re-appoint Mr. Satish Parakh (DIN: 00112324), as a Managing Director of the Company for the period of 5 years from April 01, 2020 to March 31, 2025 and to approve the remuneration payable to him on his re-appointment for FY 2020-21;
3. To re-appoint Mr. Sanjay Londhe (DIN: 00112604), as a Whole-time Director of the Company for the period of 5 years from April 01, 2020 to March 31, 2025 and to approve the remuneration payable to him on his re-appointment for FY 2020-21;
4. To revise the remuneration payable to Mr. Milap Raj Bhansali (DIN : 00181897) a Whole-time Director of the Company for FY 2020-21;
5. To approve the continuation of the appointment of Mrs. Ankita Parakh, relative of Director, to the office or place of profit in a wholly owned subsidiary company and to revise the remuneration payable to her for FY 2020-21, on continuation of the appointment;
6. To appoint Mr. Ashish Kataria as a Non-Executive Director w.e.f. April 01, 2020;
7. To approve remuneration payable for the Financial Year 2020-21 to Mr. Ashish Kataria, Non-Executive Director;
8. To appoint Mr. Mahendra Mehta as an Independent Director w.e.f. April 01, 2020;
9. To give Corporate Guarantee to Unison Enviro Private Limited, a Subsidiary of the Company; and
10. To approve fund raising including issue of Commercial Papers.

Mr. Dinesh Trivedi (C.P.No.22407) / Mr. Sachin Sharma (C.P.No.20423), Designated Partners of M/s. S. Anantha & Ved LLP, Company Secretaries (LLPIN AAH 8229) Mumbai, was appointed as the Scrutinizer for conducting the Postal Ballot Process and has submitted his report dated June 13, 2020. A copy of the aforesaid report is enclosed for your records.

**Ashoka Buildcon Limited**

In terms of Regulation 44 of SEBI LODR, the details of the Resolution passed by the Shareholders by way of Postal Ballot are given below:

Item No.	Particulars	Type of Resolution	Mode of Voting (show of hands / Poll / Postal Ballot / E-Voting)	Remark
1.	To re-appoint Mr. Ashok Katariya (DIN: 00112240) as a Whole-time Director to be designated as Chairman for the period of 2 years from April 01, 2020 to March 31, 2022 and to approve the remuneration payable to him on his re-appointment for FY 2020-21	Special Resolution	E-voting	The Resolution was passed with requisite majority
2.	To re-appoint Mr. Satish Parakh (DIN: 00112324), as a Managing Director of the Company for the period of 5 years from April 01, 2020 to March 31, 2025 and to approve the remuneration payable to him on his re-appointment for FY 2020-21	Special Resolution	E-voting	The Resolution was passed with requisite majority
3.	To re-appoint Mr. Sanjay Londhe (DIN: 00112604), as a Whole-time Director of the Company for the period of 5 years from April 01, 2020 to March 31, 2025 and to approve the remuneration payable to him on his re-appointment for FY 2020-21	Special Resolution	E-voting	The Resolution was passed with requisite majority
4.	To revise the remuneration payable to Mr. Milap Raj Bhansali (DIN : 00181897) a Whole-time Director of the Company for FY 2020-21	Special Resolution	E-voting	The Resolution was passed with requisite majority
5.	To approve the continuation of the appointment of Mrs. Ankita Parakh, relative of Director, to the office or place of profit in a wholly owned subsidiary company and to revise the remuneration payable to her for FY 2020-21, on continuation of the appointment	Ordinary Resolution	E-voting	The Resolution was passed with requisite majority
6.	To appoint Mr. Ashish Kataria as a Non-Executive Director w.e.f. April 01, 2020	Ordinary Resolution	E-voting	The Resolution was passed with requisite majority
7.	To approve remuneration payable for the Financial Year 2020-21 to Mr. Ashish Kataria, Non-Executive Director	Special Resolution	E-voting	The Resolution was passed with requisite majority
8.	To appoint Mr. Mahendra Mehta as an Independent Director w.e.f. April 01, 2020	Ordinary Resolution	E-voting	The Resolution was passed with requisite majority

9.	To give Corporate Guarantee to Unison Enviro Private Limited, a Subsidiary of the Company; and	Special Resolution	E-voting	The Resolution was passed with requisite majority
10.	To approve fund raising including issue of Commercial Papers	Special Resolution	E-voting	The Resolution was passed with requisite majority

The Details of physical voting and e-voting in the format prescribed under Regulation 44 of SEBI LODR, along with the Scrutinizers' Report are enclosed herewith for your information and record.

Kindly take the same on record.

Thanking You.

Yours faithfully,

**By Order of the Board of
Ashoka Buildcon Limited**



(Manoj A. Kulkarni)
Company Secretary

ICSI Membership No.: FCS-7377



Encl: As above

The Company hereby declares voting results for the resolutions proposed through Postal Ballot, which are passed with requisite majority by shareholders of the Company.

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

To
The Chairman
Ashoka Buildcon Limited
S. No. 861, Ashoka House
Ashoka Marg, Vadala
Nashik - 422 011

Dear Sir,

Sub: Result of the Postal Ballot conducted through e-voting to obtain the approval of Shareholders of Ashoka Buildcon Limited (the ‘Company’)

I, Sachin Sharma (CP No.:20423), Designated Partner of S. Anantha & Ved LLP (LLPIN:AAH-8829), Practising Company Secretaries, Mumbai, was appointed as the Scrutinizer by the Company for conducting the Postal Ballot by way of remote e-voting process, carried out as per Section 108 and 110 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 read with the General Circular No.14/ 2020 dated April 8, 2020 and the General Circular No.17/ 2020 dated April 13, 2020 (“MCA Circulars”) and in line with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations, 2015”), in connection with the passing of the resolutions as mentioned in the Notice of Postal Ballot dated May 09, 2020.

In view of the situation arising due to COVID-19 pandemic and lockdown, MCA has issued Circulars giving certain relaxations in the provisions of the Act and the Rules for facilitating passing of ordinary and special resolutions by the Companies, realizing the challenges faced by the Companies in providing physical Postal Ballot voting facility to shareholders. Accordingly, the Company had engaged the services of its Registrars and Transfer Agents (RTA) viz. Link Intime India Private Limited, who made necessary arrangements for shareholders of the Company to access the e-voting facility on their Instavote platform (link: <https://www.instavote.linkintime.co.in>)

On account of threat posed by this pandemic and in terms of the MCA Circulars, the Company had sent the Postal Ballot Notice in electronic form only to those members whose email id was registered with the Depositories and the RTA and hard copy of Postal Ballot Notice along with



Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Accordingly, the communication of the assent or dissent of the Members had to take place through the E-voting system only.

In order to provide the facility to those shareholders who had not yet registered their e-mail address, a proper procedure was laid down to get their e-mail ID registered with the RTA so that they could also participate in the e-voting facility extended by the Company.

All the required instructions in relation to e-voting by the shareholders were duly mentioned in the Notice sent to the shareholders of the Company through e-mail, wherever e-mail ids were available. The above activities were completed by Tuesday, May 12, 2020.

As per applicable provisions of the Companies Act, 2013 and Rules made thereunder, SEBI (LODR) Regulations, 2015 and as provided in the MCA circular mentioned above, an advertisement was published by the Company in “Free Press Journal” (English) and “Punyanagari” (Vernacular -Marathi) newspapers, both on May 12, 2020, informing about the sending of the Postal Ballot Notice by e-mail. Suitable mention was also made therein for those members who have not provide their email id, to contact the RTA for voting through electronic means.

The Company and Link Intime India Private Limited had uploaded the Notice together with the explanatory statement on their respective websites www.ashokabuildcon.com and <https://www.instavote.linkintime.co.in>. The Company had generated Event Number: 200030 on Instavote online portal of Link Intime India Private Limited for the casting votes through e-voting mode.

The Shareholders holding the shares as on the “cut-off” date i.e., Friday, May 01, 2020, were entitled to vote on the proposed resolutions through e-voting.

The remote e-voting period commenced on Wednesday, May 13, 2020 (09:00 a.m. IST) and ended on Thursday, June 11, 2020 (05:00 p.m. IST) for the shareholders exercising their vote through remote e-voting. The remote e-voting module was disabled by Link Intime India Private Limited for voting thereafter. All votes cast by e-voting received upto Thursday, June11, 2020 (05:00 p.m. IST) being last date fixed by the Company for exercise of vote by e-voting, were considered for my scrutiny.

The remote e-voting Notice dated May 09, 2020 were sent to 40,463 shareholders vide electronic mode to their email addresses registered with the Depositories and RTA, out of which 230 Shareholders had cast their vote through e-voting.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI (LODR) Regulations, 2015, relating to the items being placed for approval of the shareholders through Postal Ballot by e-voting.



My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on votes cast through e-voting as also the reports generated from the e-voting system provided by Link Intime India Private Limited.

The Report of the Postal Ballot was duly compiled and accordingly the results of Postal Ballot through remote e-voting for the following resolutions are as under:

1. To re-appoint Mr. Ashok Katariya (DIN: 00112240) as a Whole-time Director, to be designated as the Chairman, for a period of two (2) years from April 01, 2020 and to approve the remuneration payable to him on his re-appointment

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013(hereinafter referred to as “the Act”), if any, read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modifications or re-enactments thereof for the time being in force), the relevant provision(s) of the Articles of Association of the Company, Regulation 23 and other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals as may be required and pursuant to the recommendation of the Nomination and Remuneration Committee and Audit Committee, the consent of the members of the Company be and is hereby accorded to re-appoint Mr. Ashok Katariya (DIN:00112240), who has attained the age of 70 years, as a Whole-time Director of the Company, to be designated as the Chairman, for a period of Two (2) years with effect from April 1, 2020 to March 31,2022 upon such terms and conditions and at such remuneration for FY 2020-21 as mentioned in the explanatory statement forming part of this notice and whose period of office shall be liable to determination by retirement by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (on the recommendations of the Nomination & Remuneration Committee) be and is hereby authorized to revise, amend, alter and vary the remuneration and other terms and conditions of re-appointment of Mr. Ashok Katariya (DIN:00112240), as a Chairman, in such a manner as may be permissible in accordance with the provisions of the Act and Schedule V or any modification or enactment thereto and subject to the approval of the Central Government, if required, and as may be agreed to, by and between the Board of Directors and Mr. Ashok Katariya (DIN:00112240), without any further reference to the shareholders in general meeting.

RESOLVED FURTHER THAT in the absence or an inadequacy of profits in financial year 2020-21, he shall be paid remuneration, allowances and perquisites as set out in the explanatory statement forming part of this Notice or the revised remuneration as approved by the Board of Directors from time to time, as recommended by the Nomination and Remuneration Committee, as the Minimum Remuneration in accordance with Schedule V and other applicable provisions of the Act.



RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all actions and steps expedient or desirable to give effect to this resolution in conformity with the provisions of the Act and also to settle any question, difficulty or doubt that may arise in this regard without requiring to secure any further consent or approval of the shareholders of the Company and to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard.”

Total number of e-Votes considered in connection with the passing of the above mentioned Special Resolution:

Sr. No.	Particulars	*No. of e-Votes	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	196	148138268	99.9982
B	Votes against the Resolution	8	2694	0.0018
C	Total Valid Votes (A + B)	204	148140962	100.0000

***Note:**

- a) 12 (Twelve) folios holding in aggregate 50,49,803 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.
- b) 2 (Two) folios voted less by 210 equity shares of face value of Rs.5/- each, in the above resolution.
- c) 16 (Sixteen) folios holding in aggregate 9,94,28,599 equity shares of face value of Rs.5/- each, not voted in the above resolution being interested persons.
- d) 2 (Two) folios voted fully. However, they voted partially in favour and partially against the above resolution.

2. To re-appoint Mr. Satish Parakh (DIN: 00112324), as a Managing Director of the Company for a period of five (5) years from April 01, 2020 and the remuneration payable to him on his re-appointment.

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications, amendments or re-enactments thereto for the time being in force), the relevant provisions of the Articles of Association of the Company, Regulation 23 and other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals as may be required and pursuant to the recommendation of the Nomination and Remuneration Committee and Audit Committee, the consent and approval of the Company be and is hereby accorded for the re-appointment of Mr. Satish Parekh (DIN:00112324) as the Managing Director of the Company, for a period of five (5) years with effect from April 01, 2020 on such remuneration for FY 2020-21 and terms and conditions as set out in the Explanatory Statement annexed to this Notice and whose period of office shall be liable to determination by retirement by rotation.



RESOLVED FURTHER THAT the Board of Directors of the Company (on the recommendations of the Nomination & Remuneration Committee) be and is hereby authorized to revise, amend, alter and vary the remuneration and other terms and conditions of re-appointment of Mr. Satish Parakh, as Managing Director in such a manner as may be permissible in accordance with the provisions of the Act and Schedule V or any modification or enactment thereto and subject to the approval of the Central Government, if required, and as may be agreed to by and between the Board of Directors and Mr. Satish Parakh, without any further reference to the shareholders in general meeting.

RESOLVED FURTHER THAT in the absence or an inadequacy of profits in financial year 2020-21, he shall be paid the remuneration, allowances and perquisites as set out in the explanatory statement forming part of this Notice as the Minimum Remuneration in accordance with Schedule V and other applicable provisions of the Act.

RESOLVED FURTHER THAT as Managing Director of the Company, Mr. Satish Parakh shall, subject to the supervision, control and directions of the Board of Directors of the Company, continue to exercise substantial powers of the management and shall manage the business and affairs of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all actions and steps expedient or desirable to give effect to this resolution in conformity with the provisions of the Act and also to settle any question, difficulty or doubt that may arise in this regard without requiring to secure any further consent or approval of the shareholders of the Company and to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard.”

Total number of e-Votes considered in connection with the passing of the above mentioned Special Resolution:

Sr. No.	Particulars	*No. of e-Votes	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	194	191432194	99.9284
B	Votes against the Resolution	16	137233	0.0716
C	Total Valid Votes (A + B)	210	191569427	100.0000

***Note:**

- a) 12 (Twelve) folios holding in aggregate 51,24,766 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.
- b) 1 (One) folio voted less by 225 equity shares of face value of Rs.5/- each, in the above resolution.
- c) 10 (Ten) folios holding in aggregate 5,59,25,156 equity shares of face value of Rs.5/- each, not voted in the above resolution being interested persons.
- d) 2 (Two) folios voted fully. However, they voted partially in favour and partially against the above resolution.



3. To re-appoint Mr. Sanjay Londhe (DIN: 00112604), as a Whole-time Director of the Company for a period of five (5) years from April 01, 2020 and to approve the remuneration payable to him on his re-appointment.

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications, amendments or re-enactments thereto for the time being in force) the relevant provision(s) of the Articles of Association of the Company, Regulation 23 and other applicable Regulations, if any, of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals as maybe required and pursuant to the recommendation of the Nomination and Remuneration Committee and Audit Committee, the consent and approval of the Company be and is hereby accorded for the re-appointment of Mr. Sanjay Londhe (DIN: 00112604) as a Whole-time Director of the Company, for a period of five (5) years with effect from April 01, 2020 on such remuneration for FY 2020-21 and terms and conditions as set out in the Explanatory Statement annexed to this Notice and whose period of office shall be liable to determination by retirement by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (on the recommendations of the Nomination & Remuneration Committee) be and is hereby authorized to revise, amend, alter and vary the terms and conditions and / or the remuneration for the financial year 2020-21 of re-appointment of Mr. Sanjay Londhe, as a Whole-time Director, in such a manner as may be permissible in accordance with the provisions of the Act and Schedule V or any modification or enactment thereto and subject to the approval of the Central Government, if required, and as may be agreed to, by and between the Board of Directors and Mr. Sanjay Londhe, without any further reference to the shareholders in general meeting.

RESOLVED FURTHER THAT in the absence or an inadequacy of profits in the financial year 2020-21, he shall be paid remuneration, allowances and perquisites as set out in the explanatory statement forming part of this Notice as the Minimum Remuneration in accordance with Schedule V and other applicable provisions of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take all actions and steps expedient or desirable to give effect to this resolution in conformity with the provisions of the Act and also to settle any question, difficulty or doubt that may arise in this regard without requiring to secure any further consent or approval of the shareholders of the Company and to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard.”



Total number of e-Votes considered in connection with the passing of the above Special Resolution:

Sr. No.	Particulars	*No. of e-Votes	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	205	246770492	99.9989
B	Votes against the Resolution	11	2739	0.0011
C	Total Valid Votes (A + B)	216	246773231	100.0000

***Note:**

- a) 11 (Eleven) folios holding in aggregate 50,49,766 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.
- b) 1 (One) folio voted less by 225 equity shares of face value of Rs.5/- each, in the above resolution.
- c) 5 (Five) folios holding in aggregate 7,96,352 equity shares of face value of Rs.5/- each, not voted in the above resolution being interested persons.
- d) 2 (Two) folios voted fully. However, they partially voted in favour and partially voted against the above resolution.

4. To approve the revision of remuneration payable to Mr. Milap Raj Bhansali (DIN: 00181897) as a Whole-time Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (here in after referred to as “The Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modifications or re-enactments thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and Audit Committee, the relevant provision of the Articles of Association of the Company, Regulation 23 and other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the consent and approval of the Members of the Company be and is hereby accorded to revise the remuneration payable to Mr. Milap Raj Bhansali (DIN:00181897), Whole-time Director of the Company, for financial year 2020-21, on the terms and conditions and as per the Explanatory Statement attached to this notice, and as may be agreed to, by and between the Board of Directors and Mr. Milap Raj Bhansali.

RESOLVED FURTHER THAT in the absence or an inadequacy of profits in the financial year 2020-21, he shall be paid the remuneration, allowances and perquisites as set out in the explanatory statement forming part of this Notice as the Minimum Remuneration in accordance with Schedule V and other applicable provisions of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all actions and steps expedient or desirable to give effect to this resolution in conformity with the provisions of the Act and also to settle any question, difficulty or



doubt that may arise in this regard without requiring to secure any further consent or approval of the shareholders of the Company and to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard.”

Total number of e-Votes considered in connection with the passing of the above mentioned Special Resolution:

Sr. No.	Particulars	*No. of e-Votes	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	205	247566798	99.9989
B	Votes against the Resolution	13	2673	0.0011
C	Total Valid Votes (A + B)	218	247569471	100.0000

***Note:**

- a) 13 (Thirteen) folios holding in aggregate 50,49,873 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.
- b) 1 (One) folio voted less by 230 equity shares of face value of Rs.5/- each, in the above resolution.
- c) 1 (One) folio voted fully. However, he partially voted in favour and partially voted against the above resolution.

5. To approve the continuation of the appointment of Mrs. Ankita Parakh, relative of a Director, to the office or place of profit in a subsidiary company and to revise the remuneration payable to her on continuation of the appointment

“**RESOLVED THAT** pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 including statutory modification or re-enactment thereof for the time being in force, the Articles of Association of the Company and other applicable provisions, if any, of the Companies Act, 2013, Regulation 23 and other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the Nomination and Remuneration Committee and Audit Committee, the consent of the Company be and is hereby accorded for the continuation of appointment of Mrs. Ankita Parakh, Daughter-In-Law of Mr. Satish Parakh, Managing Director of the Company, in Viva Highways Limited, (“VHL”) a Wholly Owned Subsidiary of the Company, to be designated as an Assistant General Manager, with effect from April 01, 2020, at such remuneration and on such terms and conditions, as mentioned in the Explanatory Statement attached to this notice, with liberty to the Board of Directors of the Company and VHL to vary, amend or revise the remuneration in accordance

with the provisions of the Act, within the limits as approved by the Shareholders of the Company and as may be agreed to, by and between the Board of Directors and Mrs. Ankita Parakh.



RESOLVED FURTHER THAT any one Director or the Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary and to file necessary e-Form(s) with Ministry of Corporate Affairs and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board to any Committee thereof in this connection.”

Total number of e-Votes considered in connection with the passing of the above mentioned Ordinary Resolution:

Sr. No.	Particulars	*No. of e-Votes ()	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	183	165225431	86.24833
B	Votes against the Resolution	27	26343977	13.75167
C	Total Valid Votes (A + B)	210	191569408	100.0000

***Note:**

- a) 12 (Twelve) folios holding in aggregate 51,24,766 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.
- b) 3 (Three) folios voted less by 244 equity shares of face value of Rs.5/- each, in the above resolution.
- c) 10 (Ten) folios holding in aggregate 5,59,25,156 equity shares of face value of Rs.5/- each, not voted in the above resolution being interested persons.
- d) 2 (Two) folios voted fully. However, they partially voted in favour and partially voted against the above resolution.

6. To appoint Mr. Ashish Kataria (DIN: 00580763) as a Non-Executive Director of the Company from April01, 2020

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 of the Companies Act, 2013 and other applicable provisions, if any, the relevant provision(s) of the Articles of Association of the Company, Regulation 23 and other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals as may be required and pursuant to the recommendation of the Nomination and Remuneration Committee and Audit Committee, Mr. Ashish Kataria (DIN - 00580763) who has been appointed as an Additional Director (Non-Executive & Non-Independent) with effect from 1st April, 2020, on the Board of the Company and who holds office until passing of this resolution and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013 proposing his candidature for the office of a Director, be and is hereby appointed as a Non- Executive Director of the Company, liable to retire by rotation.



RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all actions and steps expedient or desirable to give effect to this resolution in conformity with the provisions of the Act and also to settle any question, difficulty or doubt that may arise in this regard without requiring to secure any further consent or approval of the shareholders of the Company and to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard.”

Total number of e-Votes considered in connection with the passing of the above mentioned Ordinary Resolution:

Sr. No.	Particulars	*No. of e-Votes	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	193	148112305	99.9807
B	Votes against the Resolution	11	28589	0.0193
C	Total Valid Votes (A + B)	204	148140894	100.00

***Note:**

- a) 12 (Twelve) folios holding in aggregate 50,49,836 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.
- b) 2 (Two) folios voted less by 245 equity shares of face value of Rs.5/- each, in the above resolution.
- c) 16 (Sixteen) folios holding in aggregate 9,94,28,599 equity shares of face value of Rs.5/- each, not voted in the above resolution being interested persons.
- d) 2 (Two) folios voted fully. However, they partially voted in favour and partially voted against the above resolution.

7. To approve remuneration payable to Mr. Ashish Kataria (DIN - 00580763), Non-Executive Director of the Company

“**RESOLVED THAT** pursuant to the recommendations of the Nomination & Remuneration Committee and Board of Directors and pursuant to the provisions of Sections 196, 197 and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendment(s) thereto or re-enactment(s) thereof for the time being in force) and pursuant to Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the said regulations and such other approval(s)/ permission(s), if any as may be required, approval of the Shareholders of the Company be and is hereby accorded for payment of remuneration, in the nature of commission or perquisite(s) up to 0.30% of the Net Profit or Rs.75,00,000/-, whichever is lower, plus applicable taxes, to Mr. Ashish Kataria (DIN - 00580763), Non-Executive Director of the Company, which may be in excess of fifty per cent of the total remuneration payable to all Non-Executive Directors of the Company for the Financial Year 2020-21.



RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all actions and steps expedient or desirable to give effect to this resolution in conformity with the provisions of the Act and also to settle any question, difficulty or doubt that may arise in this regard without requiring to secure any further consent or approval of the shareholders of the Company and to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard.”

Total number of e-Votes considered in connection with the passing of the above mentioned Special Resolution:

Sr. No.	Particulars	*No. of e-Votes	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	182	146673771	99.0096
B	Votes against the Resolution	22	1467203	0.9904
C	Total Valid Votes (A + B)	204	148140974	100.0000

**Note:*

- a) *11 (Eleven) folios holding in aggregate 50,49,766 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.*
- b) *1 (One) folio voted less by 235 equity shares of face value of Rs.5/- each, in the above resolution.*
- c) *16 (Sixteen) folios holding in aggregate 9,94,28,599 equity shares of face value of Rs.5/- each, not voted in the above resolution being interested persons.*
- d) *1 (One) folio voted fully. However, he partially voted in favour and partially voted against the above resolution.*

8. To appoint Mr. Mahendra Mehta (DIN: 07745442) as an Independent Director for the first term of 5consecutive years.

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mr. Mahendra Mehta (DIN: 07745442), who has been appointed as an Additional Director designated as an Independent Director of the Company who holds office until passing of this resolution and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) and the Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)



Regulations, 2015 (including any statutory modification(s) or amendment(s) thereof for the time being in force), Mr. Mahendra Mehta (DIN: 07745442), Director of the Company, who

has submitted a declaration to the effect that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) consecutive years with effect from April 01, 2020 to March 31, 2025, not liable to retire by rotation.

RESOLVED FURTHER THAT any one of the Directors and/or the Company Secretary, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this Resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this Resolution.”

Total number of e-Votes considered in connection with the passing of the above mentioned Ordinary Resolution:

Sr. No.	Particulars	*No. of e-Votes	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	211	247567615	99.9992
B	Votes against the Resolution	8	1883	0.0008
C	Total Valid Votes (A + B)	219	247569498	100.000

***Note:**

- a) 12 (Twelve) folios holding in aggregate 50,49,836 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.
- b) 1 (One) folio voted less by 240 equity shares of face value of Rs.5/- each, in the above resolution.
- c) 1 (One) folio voted fully. However, he partially voted in favour and partially voted against the above resolution.

9. To give Corporate Guarantee to Unison Enviro Private Limited, a Subsidiary of the Company

“RESOLVED THAT in accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) and Sections 185, 186, 188 and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder (“the Act”), if any, and the relevant provisions of the Memorandum and Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the following Material Related Party Transaction(s) proposed to be entered into by the Company with its Subsidiary viz. Unison Enviro Private Limited (“UEPL”):



Nature of Transaction(s)	Details of transaction(s)	Amount (Rs.)
Issuing Corporate Guarantee	Corporate Guarantee and / or security proposed to be given by the Company to banks / financial institutions for credit facility to be availed by UEPL for financing its City Gas Distribution (CGD) projects at its authorised Geographical Areas viz., Ratnagiri, Latur & Osmanabad Districts in Maharashtra and Chitradurga & Davanagere Districts in Karnataka, awarded to it by Petroleum & Natural Gas Regulatory Board (PNGRB) of Govt. of India.	Aggregate amount not exceeding Rs.550 Crore.

RESOLVED FURTHER THAT the Board of Directors, including any Committee constituted by the Board or any person authorised by the Board or Committee for this purpose, be and are hereby severally authorized to:

- negotiate, finalise, vary, amend, renew and revise the terms and conditions of the transaction(s);
- enter into, sign, execute, renew, modify and amend all agreements, documents, letters, undertaking thereof, from time to time, provided that such amendments etc. are on arms' length basis; and
- do all such deeds, matters and things as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto.”

Total number of e-Votes considered in connection with the passing of the above mentioned Special Resolution:

Sr. No.	Particulars	*No. of e-Votes	No of Equity Shares	% to Total Votes
A	Votes in favour of the Resolution	199	226519810	90.1505
B	Votes against the Resolution	25	24748585	9.8495
C	Total Valid Votes (A + B)	224	251268395	100.0000

***Note:**

- 8 (Eight) folios holding in aggregate 13,50,949 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.*
- 1 (One) folio voted less by 230 equity shares of face value of Rs.5/- each, in the above resolution.*
- 2 (Two) folios voted fully. However, they partially voted in favour and partially voted against the above resolution.*



10. To raise the Funds including issuing of Commercial Papers

“RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c), Section 71 and other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) including any Rules made thereunder and any statutory modification/(s) or re-enactment/(s) thereof, to the extent notified for the time being in force and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to and in accordance with any other applicable law or regulations, in India or outside India, including without limitation, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the **“SEBI ICDR Regulations”**), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“LODR 2015”**), (including any statutory modification or re-enactment thereof, for the time being in force) the provisions of the Foreign Exchange Management Act, 1999, as amended, including the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993, as amended, and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India (**“GOI”**), the Reserve Bank of India (**“RBI”**), the Securities and Exchange Board of India (**“SEBI”**), the Registrar of Companies (the **“RoC”**), the stock exchanges where the shares of the Company are listed (the **“Stock Exchanges”**), and/ or any other competent authorities, and subject to approvals, consents, permissions and / or sanctions required, if any, of the Ministry of Finance (Department of Economic Affairs), the Ministry of Commerce & Industry (Foreign Investment Promotion Board / Secretariat for Industrial Assistance), the SEBI, the RoC, the RBI and any other appropriate statutory, regulatory or other authority and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter called the **“Board”** which term shall be deemed to include any committee which the Board has constituted or may hereinafter constitute to exercise its powers including the power conferred by this Resolution), the consent, authority and approval of the Company be and is hereby accorded to the Board to, create, issue, offer and allot (including with provisions for reservation on firm and / or competitive basis, of such part of issue and for such categories of persons including employees of the Company, as may be permitted), either in India or in the course of international offering(s) in one or more foreign markets, equity shares of the Company with a face value of Rs.5/- (Rupees Five only) each (the **“Equity Shares”**), American Depository Receipts (ADRs), Global Depository Receipts (GDRs), Foreign Currency Convertible Bonds (FCCBs) and/ or other financial instruments convertible into or exercisable for Equity Shares (including warrants or otherwise), fully convertible debentures, partly convertible debentures, non-convertible debentures, optionally convertible debentures, convertible / non-convertible debentures with warrants and/or any security convertible into Equity Shares with or without voting / special rights and/ or securities linked to Equity Shares and / or securities with or without detachable warrants with rights exercisable by the warrant holder to convert or subscribe to Equity Shares pursuant to a green shoe option, Commercial Papers, if any (all of which are hereinafter collectively referred to as the **“Securities”**), or any combination of



Securities, in one or more tranches, whether rupee denominated or denominated in any foreign currency, by way of a public offer and / or private offerings and / or on preferential allotment basis and / or qualified institutions placement or any combination thereof or by issue of prospectus and / or private placement document and/ or other permissible requisite offer document(s) to any eligible person(s), including but not limited to qualified institutional buyers (QIBs) in accordance with Chapter VIII of the SEBI ICDR Regulations, or otherwise, foreign resident investors (whether institutions, incorporated bodies, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), alternative investment funds, foreign institutional investors, foreign portfolio investors, Indian and / or bilateral and / or multilateral financial institutions, non-resident Indians, stabilizing agents, State industrial development corporations, insurance companies, provident funds, pension funds, and / or any other categories of investors whether or not such Investors are members of the Company (collectively called the "Investors"), as may be decided by the Board at its discretion and permitted under applicable laws and regulations for an aggregate amount not exceeding Rs.1,000,00,00,000/- (Rupees One Thousand Crore only) or US Dollar equivalent thereof inclusive of such premium as may be fixed on such Securities at such a time or times, in such a manner and on such terms and conditions including security, rate of interest, discount (as permitted under applicable law) etc. as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of Investors to whom the offer, issue and allotment shall be made to the exclusion of other categories of Investors at the time of such offer, issue and allotment considering the prevailing market conditions and other relevant factors and wherever necessary in consultation with lead manager(s) and /or placement agents and /or underwriter(s) and / or other advisor(s) for such issue.

RESOLVED FURTHER THAT if any issue of securities is made by way of a Qualified Institutions Placement in terms of Chapter VIII of the SEBI ICDR Regulations (hereinafter referred to as 'Eligible Securities' within the meaning of the SEBI ICDR Regulations), the allotment of the Eligible Securities, or any combination of Eligible Securities as may be decided by the Board, shall only be to Qualified Institutional Buyers within the meaning of Chapter VIII of the ICDR Regulations, such Securities shall be fully paid-up and shall be completed within a period of twelve months from the date of passing of this Resolution or such other time as may be allowed under the SEBI ICDR Regulations from time to time at such a price being not less than the price determined in accordance with the pricing formula provided under Chapter VIII of the SEBI ICDR Regulations. The Company may, in accordance with applicable law, also offer a discount of not more than 5% or such other higher percentage as may be permitted under applicable law / SEBI Regulations on the price calculated in accordance with the pricing formula provided under Chapter VIII of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT in the event that Equity Shares are issued to Qualified Institutional Buyers under Chapter VIII of the SEBI ICDR Regulations, the relevant date for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board decides to open the proposed issue of Equity Shares and in the event that convertible securities (as defined under the SEBI ICDR Regulations) are issued to Qualified Institutional Buyers under Chapter VIII of the ICDR Regulations, the relevant date for the purpose of pricing of such securities, shall be the date of the meeting in which the Board decides to open the issue of such convertible securities.



RESOLVED FURTHER THAT the relevant date for the determination of applicable price for the issue of any other Securities shall be as per the regulations / guidelines prescribed by SEBI, the Ministry of Finance, the RBI, the GOI through their various departments, or any other regulator and the pricing of any Equity Shares issued upon the conversion of the Securities shall be made subject to and in compliance with the applicable rules and regulations.

RESOLVED FURTHER THAT in case of an issuance of Foreign Currency Convertible Bonds/American Depository Receipts/Global Depository Receipts pursuant to the provisions of the Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme 1993 and other applicable pricing provisions issued by the

Ministry of Finance, Government of India, the relevant date for the determination of the issue price of the Securities offered, shall be the date of the meeting in which the Board decides to open the Issue after the date of this resolution.

RESOLVED FURTHER THAT in case of a preferential issuance of Securities, the relevant date for the determination of the issue price of the Securities offered shall be determined in accordance with the provisions of Chapter VII of the SEBI ICDR Regulations and applicable provisions if any of the Companies Act, 2013 and any other applicable laws, rules, regulations and guidelines.

RESOLVED FURTHER THAT in pursuance of the aforesaid Resolutions:

- a) the Securities to be so offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company; and
- b) The Equity Shares that may be issued by the Company shall rank pari passu with the existing Equity Shares of the Company in all respects.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the aforesaid Securities may have such features and attributes or any terms or combination of terms in accordance with international practices to provide for the tradability and free transferability thereof as per the prevailing practices and regulations in the capital markets including but not limited to the terms and conditions in relation to payment of dividend, issue of additional Equity Shares, variation of the conversion price of the Securities or period of conversion of Securities into Equity Shares during the duration of the Securities and the Board or any committee thereof formed for the purpose be and is hereby authorised in its absolute discretion in such manner as it may deem fit, to dispose-of such of the Securities that are not subscribed.



RESOLVED FURTHER THAT the Board be and is hereby authorized to create, issue, offer and allot such number of Equity Shares as may be required to be issued and allotted, including issue and allotment of Equity Shares upon conversion of any depository receipts or other Securities referred to above or as may be necessary in accordance with the terms of their issue, all such Equity Shares shall rank pari passu inter se and with the existing Equity Shares of the Company in all respects.

RESOLVED FURTHER THAT the Board be and is hereby authorized to engage / appoint the lead managers, underwriters, guarantors, depositories, custodians, registrars, stabilizing agent, trustees, bankers, legal counsel, advisors and all such agencies as may be involved or concerned in such offerings of Securities and to remunerate them by way of commission, brokerage, fees or the like and also to enter into and execute all such arrangements, agreements, memoranda, documents etc. with such agencies and the Board be and is hereby authorised on behalf of the Company to seek listing of any or all of such Securities on one or more Stock Exchanges in India or outside India and the listing of Equity Shares underlying the ADRs and/or GDRs on the Stock Exchanges in India.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Equity Shares or Securities or instruments representing the same, as described above, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of terms and conditions for issuance of Securities including the number of Securities that may be offered in domestic and international markets and proportion thereof, timing for issuance of such Securities and shall be entitled to vary, modify or alter any of the terms and conditions as it may deem expedient, entering into and executing arrangements for managing, underwriting, marketing, listing, trading and providing legal advice as well as acting as depository, custodian, registrar, stabilizing agent, paying and conversion agent, trustee, escrow agent and executing other agreements, including any amendments or supplements thereto, as necessary or appropriate and to finalise, approve and issue any document(s), including but not limited to prospectus and/or letter of offer and/or circular, documents and agreements including filing of registration statements, prospectus and other documents (in draft or final form) with any Indian or foreign regulatory authority or stock exchanges and sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to the issue, offeror allotment of Securities and take all steps which are incidental and ancillary in this connection, including in relation to utilization of the issue proceeds, as it may in its absolute discretion deem fit without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.




RESOLVED FURTHER THAT Board be and is hereby authorised to delegate all or any of the powers conferred by this resolution on it, to any committee of Directors, any other Director(s) or officer(s) of the Company to negotiate, approve, sign, execute, modify and amend necessary documents and other agreements that may be required and to take any action and execute any instrument that may be deemed necessary or advisable and do all such acts, deeds, matters and things for and on behalf of the Company including executing such other agreements, deeds, contracts, undertakings, letters, documents, forms, authority letter, power of attorneys, disclosure letters, regulatory filings and intimations with any regulator whether in India or abroad and such other documents which may be required to be entered into by the Company in connection with the proposed issuance of Securities.”

Total number of e-Votes considered in connection with the passing of the above mentioned Special Resolution:

Sr. No.	Particulars	*No. of e-Votes	No of Equity Shares	% -to Total Votes
A	Votes in favour of the Resolution	202	225747816	89.3669
B	Votes against the Resolution	22	26860040	10.6331
C	Total Valid Votes (A + B)	224	252607856	100.0000

***Note:**

- a) 7 (Seven) folios holding in aggregate 11,498 equity shares of face value of Rs.5/- each, abstained from voting in the above resolution.
- b) 2 (Two) folios voted less by 220 equity shares of face value of Rs.5/- each, in the above resolution.
- c) 1 (One) folio voted fully. However, he partially voted in favour and partially voted against the above resolution.

<p>For S. ANANTHA &VED LLP Company Secretaries</p> <div style="text-align: center;">  </div> <hr/> <p>Sachin Sharma Designated Partner CP No.: 20423</p> <p>Date : 13th June, 2020 Place : Jodhpur</p>	<p>Countersigned by</p> <hr/> <p>Ashok Motilal Katariya Chairman Ashoka Buildcon Limited</p> <p>Date :13th June, 2020 Place : Nashik</p>
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Company Name	Ashoka Buildcon Limited
Date of the AGM/EGM/Postal Ballot	13-06-2020
Total number of shareholders on record date	44983
No. of shareholders present in the meeting either in	N.A
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through	0
Promoters and Promoter Group:	0
Public:	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited

Resolution Required : (Special)		1 - To re-appoint Mr. Ashok Katariya (DIN: 00112240) as a Whole-time Director to be designated as Chairman for the period of 2 years from April 01, 2020 to March 31, 2022 and to approve the remuneration payable to him on his re-appointment for FY 2020-21;							
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes							
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	152933177	53504578	34.9856	53504578	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		53504578	34.9856	53504578	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	89014171	86.8324	89014171	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		89014171	86.8324	89014171	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	25277425	5622213	22.2420	5619519	2694	99.9521	0.0479	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5622213	22.2420	5619519	2694	99.9521	0.0479	0
Total		280723217	148140962	52.7712	148138268	2694	99.9982	0.0018	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited									
Resolution Required : (Special)		2 - To re-appoint Mr. Satish Parakh (DIN: 00112324), as a Managing Director of the Company for the period of 5 years from April 01, 2020 to March 31, 2025 and to approve the remuneration payable to him on his re-appointment for FY 2020-21;							
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes							
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	152933177	96933021	63.3826	96933021	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		96933021	63.3826	96933021	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	89014171	86.8324	88879726	134445	99.8490	0.1510	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		89014171	86.8324	88879726	134445	99.8490	0.1510	0
Public Non Institutions	E-Voting	25277425	5622235	22.2421	5619447	2788	99.9504	0.0496	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5622235	22.2421	5619447	2788	99.9504	0.0496	0
Total		280723217	191569427	68.2414	191432194	137233	99.9284	0.0716	0

By Order of the Board of
Ashoka Buildcon Limited


(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited

Resolution Required : (Special)

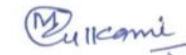
3 - To re-appoint Mr. Sanjay Londhe (DIN: 00112604), as a Whole-time Director of the Company

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	152933177	152136825	99.4793	152136825	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		152136825	99.4793	152136825	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	89014171	86.8324	89014171	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		89014171	86.8324	89014171	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	25277425	5622235	22.2421	5619496	2739	99.9513	0.0487	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5622235	22.2421	5619496	2739	99.9513	0.0487	0
Total		280723217	246773231	87.9062	246770492	2739	99.9989	0.0011	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary




ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited

Resolution Required : (Special)		4 - To revise the remuneration payable to Mr. Milap Raj Bhansali (DIN : 00181897) a Whole-time Director of the Company for FY 2020-21;							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting	152933177	152933177	100.0000	152933177	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		152933177	100.0000	152933177	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	89014171	86.8324	89014171	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		89014171	86.8324	89014171	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	25277425	5622123	22.2417	5619450	2673	99.9525	0.0475	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5622123	22.2417	5619450	2673	99.9525	0.0475	0
Total		280723217	247569471	88.1899	247566798	2673	99.9989	0.0011	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited

Resolution Required : (Ordinary)		5 - To approve the continuation of the appointment of Mrs. Ankita Parakh, relative of Director, to the office or place of profit in a wholly owned subsidiary company and to revise the remuneration payable to her for FY 2020-21, on continuation of the appointment;							
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	152933177	96933021	63.3826	96933021	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		96933021	63.3826	96933021	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	89014171	86.8324	62673379	26340792	70.4083	29.5917	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		89014171	86.8324	62673379	26340792	70.4083	29.5917	0
Public Non Institutions	E-Voting	25277425	5622216	22.2420	5619031	3185	99.9433	0.0567	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5622216	22.2420	5619031	3185	99.9433	0.0567	0
Total		280723217	191569408	68.2414	165225431	26343977	86.2483	13.7517	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited

Resolution Required : (Ordinary)

6 - To appoint Mr. Ashish Kataria as a Non-Executive Director w.e.f. April 01, 2020;

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	152933177	53504578	34.9856	53504578	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		53504578	34.9856	53504578	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	89014171	86.8324	88987437	26734	99.9700	0.0300	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		89014171	86.8324	88987437	26734	99.9700	0.0300	0
Public Non Institutions	E-Voting	25277425	5622145	22.2418	5620290	1855	99.9670	0.0330	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5622145	22.2418	5620290	1855	99.9670	0.0330	0
Total		280723217	148140894	52.7712	148112305	28589	99.9807	0.0193	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited

Resolution Required : (Special)		7 - To approve remuneration payable for the Financial Year 2020-21 to Mr. Ashish Kataria, Non-Executive Director;							
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	152933177	53504578	34.9856	53504578	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		53504578	34.9856	53504578	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	89014171	86.8324	87549833	1464338	98.3549	1.6451	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		89014171	86.8324	87549833	1464338	98.3549	1.6451	0
Public Non Institutions	E-Voting	25277425	5622225	22.2421	5619360	2865	99.9490	0.0510	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5622225	22.2421	5619360	2865	99.9490	0.0510	0
Total		280723217	148140974	52.7712	146673771	1467203	99.0096	0.9904	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited

Resolution Required : (Ordinary)

8 - To appoint Mr. Mahendra Mehta as an Independent Director w.e.f. April 01, 2020

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	152933177	152933177	100.0000	152933177	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		152933177	100.0000	152933177	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	89014171	86.8324	89014171	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		89014171	86.8324	89014171	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	25277425	5622150	22.2418	5620267	1883	99.9665	0.0335	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5622150	22.2418	5620267	1883	99.9665	0.0335	0
Total		280723217	247569498	88.1899	247567615	1883	99.9992	0.0008	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited

Resolution Required : (Special)

9 - To give Corporate Guarantee to Unison Enviro Private Limited, a Subsidiary of the Company;

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	152933177	152933177	100.0000	152933177	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		152933177	100.0000	152933177	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	92713408	90.4410	67967879	24745529	73.3097	26.6903	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		92713408	90.4410	67967879	24745529	73.3097	26.6903	0
Public Non Institutions	E-Voting	25277425	5621810	22.2404	5618754	3056	99.9456	0.0544	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5621810	22.2404	5618754	3056	99.9456	0.0544	0
Total		280723217	251268395	89.5075	226519810	24748585	90.1505	9.8495	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377

Ashoka Buildcon Limited

Resolution Required : (Special)

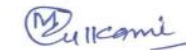
10 - To approve fund raising including issue of Commercial Papers.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	152933177	152933177	100.0000	152933177	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		152933177	100.0000	152933177	0	100.0000	0.0000	0
Public Institutions	E-Voting	102512615	94052576	91.7473	67194536	26858040	71.4436	28.5564	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		94052576	91.7473	67194536	26858040	71.4436	28.5564	0
Public Non Institutions	E-Voting	25277425	5622103	22.2416	5620103	2000	99.9644	0.0356	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5622103	22.2416	5620103	2000	99.9644	0.0356	0
Total		280723217	252607856	89.9847	225747816	26860040	89.3669	10.6331	0

By Order of the Board of
Ashoka Buildcon Limited



(Manoj A. Kulkarni)
Company Secretary



ICSI Membership No.: FCS-7377