



S. Anantha Rama Subramanian
BBA, LLB, FCS

S. ANANTHA & CO.
COMPANY SECRETARIES

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The Board of Directors
ASHOKA BUILDCON LIMITED
S. No. 861, Ashoka House
Ashoka Marg, Vadala
Nashik – 422 011

Dear Sirs,

**Sub.: Result of the Postal Ballot conducted to obtain the approval of the shareholders of
Ashoka Buildcon Limited**

This has reference to the Postal Ballot forms received from the shareholders of **Ashoka Buildcon Limited** (the 'Company'), in connection with the following resolution, as specified in the Notice dated November 14, 2011 ("the said Notice") read with the Explanatory Statement attached thereto:

Creation of further mortgage and/or charge and hypothecation to provide security under Section 293(1)(a) of the Companies Act, 1956

"RESOLVED THAT in partial modification of the resolution passed earlier by the members at the Extraordinary General Meeting held on 21st June, 2006, the consent of the members of the Company be and is hereby accorded, in terms of Section 293(1)(a) and other applicable provisions, if any, of the Companies Act, 1956, as amended or restated, to mortgage and/or charge any of its moveable and/or immovable properties wherever situated, both present and future, or the whole, or substantially the whole, of the undertaking or undertakings of the Company on such terms and in such manner as the Board may think fit, together with power to take over the management of the business or concern of the Company in certain event(s), for securing any loan(s) obtained/to be obtained by the Company or its subsidiaries/joint venture/Special Purpose Vehicles (SPVs) from, or Securities issued/to be issued to Bank(s), Financial or other Institution(s), Mutual Fund(s), Non-Resident Indians (NRIs), Overseas Corporate Bodies (OCBs), Foreign Institutional Investors (FIIs) or any other person(s), body(ies) corporate etc., whether Shareholder of the Company or not (hereinafter collectively referred to as lenders'), for an amount not exceeding Rs. 3,600 Crores (Rupees Three Thousand Six Hundred Crores only) and/or equivalent thereto in any foreign currency, together with interests, compound/additional interest, commitment charges, costs, expenses and all other monies payable by the Company or its subsidiaries / joint venture/Special Purpose Vehicles (SPVs) to the concerned lenders.

RESOLVED FURTHER THAT the Board be and is hereby authorised to severally delegate all or any of its powers herein conferred to any Committee of Directors or any Executive Director or Directors or any other officer of the Company, in order to give effect to the above resolutions".

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Further to the scrutiny of the said forms, we hereby certify the following Results of Postal Ballot in connection with the Ordinary Resolution passed under the provisions of Section 293(1)(a) of the Companies Act, 1956:

Total number of Postal Ballot forms considered in connection with the passing of the above-mentioned Ordinary Resolution:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Equity Shares	% to total votes
A	Votes in favour of the Resolution	297	2,94,95,854	99.992
B	Votes against the Resolution	31	1,508	0.005
C	Total valid votes (A+B)	328	2,94,97,362	99.997
D	Invalid Votes	24	991	0.003
	TOTAL (C+D)	352	2,94,98,353	100.000

The above-mentioned Ordinary Resolution has therefore been approved by the shareholders with the requisite majority.

For S. ANANTHA & Co.,
Company Secretaries

S. Anantha Rama Subramanian
Proprietor

Place: Mumbai

Date: 05th January, 2012