

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF ANSAL PROPERTIES & INFRASTRUCTURE LIMITED, HELD ON THURSDAY, THE 26TH MAY, 2022 AT NEW DELHI

Approving the appointment of Shri Sandeep Kohli (Din: 00300767) as Non-Executive Independent Chairman of the Company .

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161 of the Companies Act, 2013 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof) and pursuant to all applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), and Articles of Association of the Company and subject to the approval of shareholders by way of passing an Ordinary Resolution in the general meeting (including through Postal Ballot), Shri Sandeep Kohli (Din: 00300767), be and is hereby appointed as an Additional Director on the Board of the Company with effect from the 26th May, 2022, on the recommendation of the Nomination and Remuneration Committee at its meeting held on the 26th May, 2022, holding the position as Non-Executive Independent Director of the Company (not liable to retire by rotation) for a term of 03 (Three) years w.e.f. the 26th May, 2022 till the 25th May, 2025 with NIL remuneration.

RESOLVED FURTHER THAT Shri Sandeep Kohli be designated as Chairman of the Company while holding the position of Non-Executive Independent Director.

RESOLVED FURTHER THAT Shri Sandeep Kohli shall be entitled to sitting fees or other payments for attending meetings of the Board, or where applicable, any committee/s thereof.

RESOLVED FURTHER THAT in the event of profits of the Company arising in any financial year, in future and/or continuation of profit thereafter or in the event of inadequacy of profits, remuneration as may be decided, be paid to Shri Sandeep Kohli, and such remuneration shall be regulated in accordance with applicable parts/sections of the Schedule V and/or other applicable provisions of the Companies Act, 2013 and Rules made there under as existing from time to time and shall be subject to the approval of the Nomination and Remuneration Committee and the Board of Directors of the Company without being required to seek any fresh approval of the members of the Company.

RESOLVED FURTHER THAT Shri Pranav Ansal, Vice Chairman & Whole Time Director and Shri Abdul Sami, General manager (Corporate Affairs) & Company Secretary of the Company be and are hereby authorized, severally, to take various steps in this regard and filing of Forms, with the Registrar of Companies, NCT of Delhi and Haryana.



RESOLVED FURTHER THAT Shri Pranav Ansal, Vice Chairman & Whole Time Director be and is authorized to issue Appointment Letters/or any other Letter to Shri Sandeep Kohli (Din: 00300767) to give effect to this Resolution.

RESOLVED FURTHER THAT certified true copy of the Resolution be submitted, wherever required, under the signature of any Director or Company Secretary of the Company."

For **Ansal Properties & Infrastructure Limited**



Abdul Sami

**General Manager (Corporate Affairs) &
Company Secretary**

FCS-7135

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

