

**BOARD OF DIRECTORS**

Shri Subhash Verma  
*Non Executive Chairman and Independent Director*  
Shri Shobhit Charla  
*Whole Time Director*  
Shri Gopal Ansal  
*Director*  
Smt. Ritu Ansal  
*Woman Director*  
Smt Suman Dahiya  
*Independent Director*

**CHIEF FINANCIAL OFFICER**

Shri Ravinder Kumar Jain

**SR. V.P. & COMPANY SECRETARY**

Shri Ashok Babu

**AUDITORS**

M/s I.P. Pasricha & Co.  
Chartered Accountants  
New Delhi

**BANKERS**

Punjab National Bank  
State Bank of India  
Punjab & Sind Bank  
HDFC Ltd.  
Axis Bank Limited

**REGISTERED OFFICE**

118, Upper First Floor,  
Prakashdeep Building,  
7, Tolstoy Marg  
New Delhi - 110001.

**REGISTRAR & SHARE  
TRANSFER AGENT**

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

<b>CONTENTS</b>	<b>Page</b>
Board.....	1
Notice.....	2
Directors' Report .....	22
Management Discussion & Analysis.....	42
Corporate Governance Report .....	50
Independent Auditors' Report.....	68
Balance Sheet.....	80
Statement of Profit & Loss .....	81
Statement of Cash Flows.....	82
Notes forming part of Financial Statements.....	84
Consolidated Accounts .....	137



## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty eighth Annual General Meeting of the Company will be held on Friday, the 30<sup>th</sup> **September, 2022 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 31<sup>st</sup> March, 2022 together with the Directors' Report and Independent Auditors' Report thereon.
2. To appoint a Director in place of Shri. Gopal Ansal (DIN: 00014172) who retires by rotation and being eligible offers himself for reappointment.
3. **To re appoint M/s I.P. Pasricha & Co. Chartered Accountants, New Delhi (FRN 000120N) the Statutory Auditors of the Company for the five Financial Years 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 amended, and recommended by Audit Committee and Board of Directors of the Company in their meeting held on 30th May, 2022, M/s I.P. Pasricha & Co., Chartered Accountants, A-31A, 1st Floor, Ring Road, Rajouri Garden, New Delhi-110 027 (Firm Registration No. 000120N), for which they have confirmed their eligibility for appointment as Statutory Auditors of the Company and offered themselves for re-appointment, be and are hereby re appointed a Statutory Auditors of the Company for the second term of 5 (five) consecutive years from the conclusion of 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting at such remuneration as may be fixed by the Board of Directors of the Company for every financial year”.

### SPECIAL BUSINESS

4. **Appointment and fixation of Remuneration of the Cost Auditors for the financial year 2022-2023 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 provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or enactment(s) thereof, for the time being in force, M/s Gaurav Kumar & Co., Cost Accountants (Firm Registration No. 101428), appointed as the Cost Auditors of the Company by



the Board of Directors for the conduct of audit of the cost records of the Company for the financial year 2022-2023, be paid a remuneration of Rs. 75,000/- excluding service tax, travelling and other out of pocket expenses incurred by them in connection with the aforesaid audit.

**Registered Office:**

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

By Order of the Board  
For Ansal Buildwell Ltd.

**ASHOK BABU**

Sr.V.P. &amp; Company Secretary

FCS No. 2328

**Date :** 30<sup>th</sup> May, 2022**Place :** New Delhi**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, 13<sup>th</sup> January, 2021, 8<sup>th</sup> December, 2021, 14<sup>th</sup> December, 2021 and 5<sup>th</sup> May, 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 as a common venue. The deemed venue for the 38<sup>th</sup> 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, is annexed hereto
- d) Shri Gopal Ansal was convicted by the Court of Law, hence, he has vacated as Chairman cum Managing Director of the Company in the Board Meeting held on 29th March, 2022 but continue as Director of the Company and seeking his reappointment. 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) Shri Shobhit Charla was appointed as Wholetime Director of the Company in the Board Meeting held on 29/03/2022 through Postal Ballot notice dated 29th March, 2022 alongwith his brief particulars. Statement pursuant to Clause IV of Amended Schedule V of the Companies Act, 2013 for Managerial Remuneration by Company having inadequate profit is annexed as **Annexure-2**.



- f) 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.
- g) In Compliance with the aforesaid MCA Circular 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).

Therefore you are kindly requested to register your email ID with your Depository Participant (in case of Demat shares) and in case of physical shares by sending an email to [gogreen@ansalabl.com](mailto:gogreen@ansalabl.com) or register at our website [www.ansalabl.com](http://www.ansalabl.com) by giving details like Name and Folio No., DPID, e-notices @ [linkintime.co.in](http://linkintime.co.in) or

Above documents Notice, Balance sheet etc. are also available on the Company's website [www.ansalabl.com](http://www.ansalabl.com)

- h) The Register of Beneficial Owners, Register of Members and the Share Transfer books of the Company shall remain closed from 24th September, 2022 to 30th September, 2022 (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 and 2014 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. 5,50,516/- being the unpaid & unclaimed dividend amount pertaining to dividend of the financial year 2013-2014, 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, 2015, 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, 2015 is due for transfer to the Investor Education and Protection Funds this year in the month of October, 2022.

- n) 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.
- 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 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 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/ mailing 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 30th September, 2022 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](http://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 2021-2022 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(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, physical copies of the Annual Report for the year 2021-2022 is being sent in the permitted mode.
- w) Electronic copy of the Notice of the 38th 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 38th Annual General Meeting of the Company inter alia indicating the process and manner for attending the Annual General Meeting through InstaMeet and remote e-voting instructions for shareholders is available on Company's website [www.ansalabl.com](http://www.ansalabl.com).



- x) Members may also note that the Notice of the 38th Annual General Meeting and the Annual Report for the year 2021-2022 will also be available on the Company's website [www.ansalabl.com](http://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 2012-13 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](http://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 InstaMeet:**

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 DP ID 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 cum 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 InstaMeet:**

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.

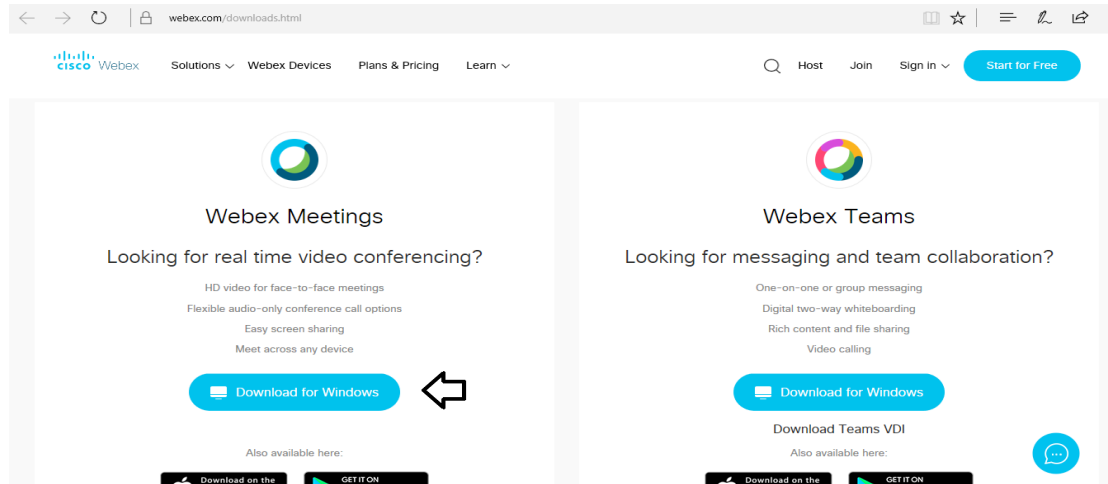
In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

### Annexure (a)

#### **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/>





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To open the app double-click the Webex Meetings icon on your desktop.



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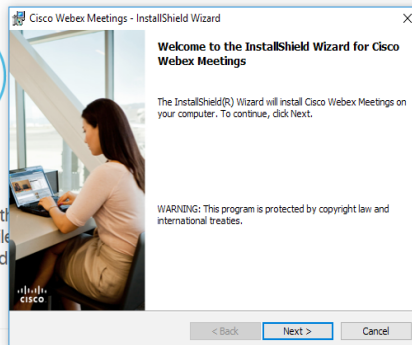
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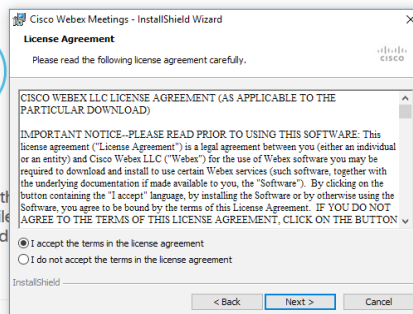
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