

July 31, 2020

The Secretary  
**BSE Limited**  
Pheeroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai 400 001  
**Scrip Code: 531595**

The Secretary  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.- 'C' Block, G Block  
Bandra-Kurla Complex, Bandra (East),  
Mumbai – 400 051  
**Scrip Code: CGCL**

**Sub.: Proceedings of 26<sup>th</sup> Annual General Meeting of the Company held on Friday, July 31, 2020 at 4.00 P.M. through Video Conferencing and other Audio-Visual Means pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

We wish to inform you that the 26<sup>th</sup> Annual General Meeting (“AGM”) of Capri Global Capital Limited (“the Company”) was held on July 31, 2020 at 4:00 P.M. through Video Conferencing and other Audio-Visual Means.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the AGM as **Annexure A** for your kind reference.

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company will disclose the results of e-voting along with the Scrutinizer’s Report to the Stock Exchanges separately.

You are requested to kindly take the above information on record.

Thanking you,

Yours faithfully,  
for Capri Global Capital Limited



**Abhishek Kanoi**  
Vice President & Group Company Secretary



*Encl.: As above*

**Capri Global Capital Limited**

**CIN: L65921MH1994PLC173469 Regd. Off: 502, Tower A, Peninsula Business Park, Lower Parel, Mumbai – 400013.**  
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**Annexure A**  
**Proceedings of the 26<sup>th</sup> Annual General Meeting**  
**Capri Global Capital Limited ("the Company")**

**A. Date, Time and Venue of the Annual General Meeting (Meeting):**

The 26<sup>th</sup> Annual General Meeting ("AGM") of the Company was held on Friday, July 31, 2020 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The Meeting was commenced at 4:00 P.M. (IST) and concluded at 4:57 P.M. (IST). In compliance with the applicable provisions, the Company had also provided two-way video-conferencing facility and one-way live webcast of the proceedings of the AGM.

**B. Proceedings in brief:**

- Mr. Rajesh Sharma, Managing Director of the Company, chaired the Meeting.
- The Chairmen of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee were present at the Meeting. The representatives of the Statutory Auditors and Secretarial Auditors were also present at the Meeting.
- The requisite quorum being present, the Chairman called the Meeting to order and welcomed the Shareholders to the Company's 26<sup>th</sup> AGM.
- The Chairman informed that the AGM was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- The Chairman informed that the facility for remote e-voting commenced at 9:00 A.M. on Tuesday, July 28, 2020 and concluded at 5:00 P.M. on Thursday, July 30, 2020. He also informed that voting by electronic means was also available during the AGM to those shareholders who had not already voted by means of remote e-voting. The Chairman further informed the Shareholders that that Mr. Ankush Agarwal, a Practicing Company Secretary, Partner, MAKS & Co., Practicing Company Secretaries (FRN : P2018UP067700), was appointed as the scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and voting at the meeting by using electronic system) in a fair and transparent manner and that he was present at the meeting through video-conferencing means.
- The Shareholders were informed that the Company has received 2 Letters alongwith Board Resolution from Corporate Shareholders appointing an authorized representatives to vote and attend the Meeting under Section 113 of the Companies Act, 2013 in respect of 8,53,41,703 Equity Shares, representing 48.73% of the total Paid-up Equity Share Capital of the Company. Since, there is no physical attendance of the Members, the requirement of appointing proxy was not applicable.
- The Chairman informed that the Auditors Report on Standalone and Consolidated Financial Statements and Secretarial Audit Report of the Company for the Financial Year ended March 31, 2020 do not contain any qualifications, reservations and adverse remarks. Hence, the said the reports were not read out in the Meeting as required under the provisions of Companies Act 2013.



- Thereafter, the Chairman addressed the Shareholders of the Company with brief speech wherein he updated on global and Indian economy, Company's strong performance during the Financial Year 2019-20 in a challenging economic environment, the Company's digital initiatives, new brand initiatives and road map ahead. The entire Board of Directors also applauded the tremendous efforts and commitment of Mr. Rajesh Sharma, Managing Director and his team, in making the Company the institution it is today.
- The following items of business as set out in the Notice convening the 26<sup>th</sup> AGM were commended for members consideration and approval:

## Ordinary Business

1. Consideration and adoption of (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2020 including Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Report of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 including Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Report of the Auditors thereon.
2. Declaration of Dividend on Equity Shares of the Company of Rs.0.20 (Twenty Paise only) per equity share on the fully paid-up equity shares of Rs. 2/- (Rupees two only) each for the financial year 2019-20.
3. Appointment of Mr. Rajesh Sharma (DIN: 00020037), a Director retiring by rotation.

## Special Business

4. Approval of Raising of Funds through issuance of Securities.
  5. Approval of Conversion of Loan into Equity.
- The Chairman explained the objectives of proposed resolutions. The Chairman also informed the shareholders that few shareholders have proposed the change in Resolution No. 4 relating to "Approval of Raising of Funds through issuance of Securities" to include Debentures and other securities in the resolution. Accordingly, resolution which has been put to vote is accordingly modified to include raising of funds through issuance of securities including debentures and other securities. After explaining the objectives, the Chairman invited the shareholders to put forth their observations and seek clarifications, if any relating to the annual financial statements, the Annual Report for the year 2019-20 and matters related thereto. Some of the shareholders, attending the meeting through video-conferencing means, expressed their views / sought clarifications on various issues relating to the business and operations of the Company. After hearing from the speaker shareholders as above, Mr. Rajesh Sharma, Managing Director, responded to their observations and provided clarifications.
  - The Chairman informed the Shareholders that the results of e-voting shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company at [www.capriglobal.in](http://www.capriglobal.in) and Link Intime India Private Limited ('Link Intime'), the authorized agency provided e-voting facility at <https://instavote.linkintime.co.in> within 48 hours.
  - The Chairman thanked the shareholders for joining the 26th AGM of the Company and declared the meeting as concluded.

## Capri Global Capital Limited



## C. Voting by Members:

- The Company had provided remote e-voting facility to its members to cast votes electronically on all 5 items of business set out in the Notice.
- Further, the facility to vote on resolutions through electronic voting system at the meeting (Insta Poll) was made available to the members who participated in the meeting and had not cast their votes through remote e-voting.

## Notes:

1. The Company will separately intimate the results of e-voting to the Stock Exchanges.
2. This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.
3. The dividend declared at the Meeting will be credited to the members on or after August 5, 2020 and Demand Draft shall be despatched upon normalisation of postal services.

Thanking you,

Yours faithfully,  
for Capri Global Capital Limited



**Abhishek Kanoi**  
Vice President & Group Company Secretary



Date: July 31, 2020

Place: Mumbai