

# **Capri Global Capital Limited**

**CIN L65921MH1994PLC173469**

(Formerly known as Money Matters Financial Services Limited)

Registered Office: 1-B, Court Chambers, 35, Sir Vithaldas Thackersey Marg.  
New Marine Lines Mumbai 400020

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## **SCRUTINIZERS' REPORT**

**E-VOTING FOR 20<sup>TH</sup> ANNUAL GENERAL MEETING TO BE**

**HELD ON 04<sup>TH</sup> AUGUST, 2014**

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**ALWYN DSOUZA**  
**ALWYN D'SOUZA & CO.**  
**COMPANY SECRETARIES**

Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai 400101. Tel: 022-28549355  
Br Off: D-003, Gr. Flr, Indraprasta, Poonam Vihar, Mira Rd (E) Thane 401107. Tel: 28125781  
Website : [www.alwynjay.com](http://www.alwynjay.com) ; E-mail: [alwyn.co@gmail.com](mailto:alwyn.co@gmail.com) ; Mob: 09820465195

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# ALWYN D'SOUZA

ALWYN D'SOUZA & CO.  
COMPANY SECRETARIES

Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai 400101. Tel: 022-28549355

Branch Office: D-003, Gr. Flr, Indraprasta, Poonam Vihar, Mira Road (E) Thane 401107.

Tel: 022-28125781; **Mob:** 09820465195 ; **E-mail:** [alwyn.co@gmail.com](mailto:alwyn.co@gmail.com)

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To,

The Chairman

**Capri Global Capital Limited**

(Formerly known as Money Matters Financial Services Limited)

Dear Sir,

## RE : SCRUTINIZERS' REPORT

I refer to my appointment as Scrutinizer made on 09<sup>th</sup> May, 2014 pursuant to the authority granted by the Board of Directors of **Capri Global Capital Limited** to scrutinize the e-voting process in a fair and transparent manner as per the provisions of the Companies Act, 2013 and Rules thereunder for the 20<sup>th</sup> Annual General Meeting of Capri Global Capital Limited to be held on **04<sup>th</sup> August, 2014** at Mumbai, Maharashtra.

I have carried out the work as Scrutinizer from the close of working hours on **31<sup>st</sup> July, 2014**. In this connection I need to bring to your attention the following aspects:-

1. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide e-voting facility and the detailed instructions on e-voting process was notified to the members in the notice dated 26<sup>th</sup> June, 2014.
2. The E-voting period commenced on 29<sup>th</sup> July, 2014 from 9.00 AM and concluded on 31<sup>st</sup> July, 2014 at 6.00 PM.
3. I enclose the Scrutinizer's Report along with the relevant listings.



**Alwyn D'souza**

F.C.S No.5559,

Certificate of Practice No.5137

Practising Company Secretary

Place : Mumbai

Date : 01.08.2014



# ALWYN D'SOUZA

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COMPANY SECRETARIES

Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai 400101. Tel: 022-28549355

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Tel: 022-28125781; Mob: 09820465195 ; E-mail: [alwyn.co@gmail.com](mailto:alwyn.co@gmail.com)

## Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
**Capri Global Capital Limited**  
(Formerly known as Money Matters Financial Services Limited)

Dear Sir,

I, Alwyn D'souza of Alwyn Dsouza & Co., Company Secretaries, Mumbai, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process of **Capri Global Capital Limited** ("the Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of the 20<sup>th</sup> Annual General Meeting of the Company to be held on **04<sup>th</sup> August, 2014** submit our report as under:

1. The e-voting period commenced on 29<sup>th</sup> July, 2014 from 9.00 AM and concluded on 31<sup>st</sup> July, 2014 at 6.00 PM. The e-voting services were provided by Central Depository Services (India) Limited (CDSL).
2. The votes were unblocked on 31<sup>st</sup> July, 2014 around 6.00 p.m in the presence of two witnesses **Ms. Jelpine Angel Nadar** residing at A-102, Suyash CHS, Damodar Nagar, Viva College Road, Virar West, 401303 and **Mr. Tushar Sodha** residing at 1<sup>st</sup> Floor, Maganal Mansion, Opp. Wilson School, Dr. Wilson Street, Near Sikka Nagar, Mumba-400004.
3. The Equity Shareholders holding shares as on 04<sup>th</sup> July, 2014, "Cut off date" were entitled to vote on the resolutions stated in the Notice of the 20<sup>th</sup> Annual General Meeting of the Company.
4. The Public Notice regarding the details of AGM and e-voting information was released in Business Standard and Mumbai Lakshdeep (English Edition) newspaper on 12<sup>th</sup> July, 2014 and in Mumbai Lakshdeep (Regional Language) newspaper on 22<sup>nd</sup> July, 2014.
5. The results of e-Voting alongwith the list of shareholders who voted "For" and "Against" the below resolutions were downloaded from the e-voting website of CDSL.
6. The results of the e-voting are as under:

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**A. RESOLUTION NO.1 - ORDINARY RESOLUTION**

Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2014

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**B. RESOLUTION NO.2: ORDINARY RESOLUTION**

Declaration of dividend for the financial year 2013-14

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**C. RESOLUTION NO.3: ORDINARY RESOLUTION**

Re-appointment of Mr. Quintin E Primo III (DIN 06600839), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**D. RESOLUTION NO.4: ORDINARY RESOLUTION**

Appointment of M/s. Karnavat & Co., Chartered Accountants, Mumbai, (Firm Registration No. 104863W), as Statutory Auditors of the Company and fixation of their remuneration.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**E. RESOLUTION NO.5: ORDINARY RESOLUTION**

Appointment of Mr. Sunil Kapoor (DIN 01436404) as a Director

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**F. RESOLUTION NO.6: ORDINARY RESOLUTION**

Appointment of Mr. Sunil Kapoor (DIN 01436404), as a Executive Director effective 24th January, 2014 to 23rd January, 2015

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**G. RESOLUTION NO.7: ORDINARY RESOLUTION**

Appointment of Mr. T. R. Bajalia (DIN 02291892) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**H. RESOLUTION NO.8: ORDINARY RESOLUTION**

Appointment of Mr. Beni Prasad Rauka (DIN 00295213) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**I. RESOLUTION NO.9: ORDINARY RESOLUTION**

Appointment of Mr. Bhagwati Prasad (DIN 05152091) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**J. RESOLUTION NO.10: ORDINARY RESOLUTION**

Appointment of Mr. Mukesh Kacker (DIN 01569098) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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**K. RESOLUTION NO.11: ORDINARY RESOLUTION**

Appointment of Ms. Bhagyam Ramani (DIN 00107097) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

**L. RESOLUTION NO.12: SPECIAL RESOLUTION**

Authorized the Board of Directors of the Company, pursuant to section 180(1)(c) of the Companies Act, 2013 to borrow over and above the paid-up share capital and free reserves of the Company up to Rs. 2000 Crores (Rupees Two Thousand Crores Only).

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
<b>18</b>	<b>30046080</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>





The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 20<sup>th</sup> Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.



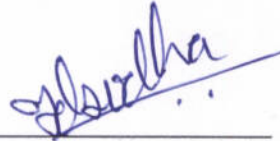
**Alwyn D'souza**

F.C.S No.5559,  
Certificate of Practice No.5137  
Practising Company Secretary  
Place : Mumbai  
Date : 01.08.2014

We the undersigned witnesseth that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.co.in/>) in our presence at 6.00 p.m on 31<sup>st</sup> July, 2014 at the office of the Scrutinizer.



**Ms. Jephine Angel Nadar**  
A-102, Suyash CHS, Damodar  
Nagar, Viva College Road,  
Virar West, 401303



**Mr. Tushar Sodha**  
1<sup>st</sup> Floor, Maganal Mansion, Opp. Wilson School,  
Dr. Wilson Street, Near Sikka Nagar,  
Mumba-400004





**EVSN**  
 EVSN Inquiry  
**Entry**  
 Upload  
 Check File Status  
 Ballot Details  
 Finalise Voting  
 Report  
 Vote Verification  
 Change Password

140708016 for Capri Global Capital Limited  
 INE180C01018:Capri Global Capital Limited  
 10  
 1  
 18

Res. No.				Total
1	30046080 (85.83%)		0 (0.00%)	30046080
2	30046080 (85.83%)		0 (0.00%)	30046080
3	30046080 (85.83%)		0 (0.00%)	30046080
4	30046080 (85.83%)		0 (0.00%)	30046080
5	30046080 (85.83%)		0 (0.00%)	30046080
6	30046080 (85.83%)		0 (0.00%)	30046080
7	30046080 (85.83%)		0 (0.00%)	30046080
8	30046080 (85.83%)		0 (0.00%)	30046080
9	30046080 (85.83%)		0 (0.00%)	30046080
10	30046080 (85.83%)		0 (0.00%)	30046080
11	30046080 (85.83%)		0 (0.00%)	30046080
12	30046080 (85.83%)		0 (0.00%)	30046080

Handwritten signature and initials in blue ink.