

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
COMPANY SECRETARY

OFFICE: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097.

TEL NO.: 9167110063 E-MAIL: dinesh.deora@yahoo.com

To,
The Chairman
of the Annual General Meeting of the Shareholders of
Capri Global Capital Limited
502, Tower A, Peninsula Business Park,
Senapati Bapat Marg, Lower Parel, Mumbai-400013

Dear Sir

At the outset, I would like to thank you for entrusting me with the task of scrutinizing the remote e-Voting and voting on Poll by your Shareholders, at the Annual General Meeting of your Company held on Friday, 2nd August, 2019 at 4.00 p.m.

Please find enclosed Consolidated Results of remote e-Voting & Poll. I have issued separate report on remote e-voting and the Report on Poll results at the AGM is issued by me and Mr. Haresh Sanghvi, Shareholder of the Company appointed as Scrutinizer at the AGM.

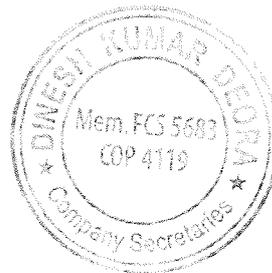
My report on remote e-Voting is based on the data downloaded from the e-Voting platform provided by National Securities Depository Limited (NSDL) and the Report on Poll Results prepared by me and Mr. Haresh Sanghvi, Shareholder of the Company appointed as Scrutinizer at AGM, is based on the data provided / authenticated by your Registrar and Share Transfer Agent, M/s. Link Intime India Private Limited.

I trust you will find Report to be comprehensive and self-explanatory in all respects. I will, however, be happy to answer your queries, if any, on the same.



DINESH KUMAR DEORA
Practising Company Secretary
Membership No F5683
CP No. 4119

Date: 2nd August, 2019
Place: Mumbai



**Report of Scrutinizer on remote e-Voting & Poll by Shareholders of
Capri Global Capital Limited**

**DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
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Consolidated Results

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
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Based on Results of Remote e-Voting & Poll at the 25th Annual General Meeting held on Friday, 2nd August, 2019 at 4.00 p.m., Consolidated Results of each item on the Agenda as set out in the Notice dated 4th June, 2019 is annexed herewith.

CONSOLIDATED RESULTS OF ITEM NO. 1 – ORDINARY RESOLUTION

Subject	To receive, consider and adopt: a. the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss of the Company for the financial year ended and the Reports of the Board of Directors and Auditors b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the Report of Auditors thereon.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0 %** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 1, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

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CONSOLIDATED RESULTS OF ITEM NO. 2 – ORDINARY RESOLUTION

Subject	To declare Dividend on Equity Shares of the Company for the Financial Year 2018-19
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0 %** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 2, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 3 – ORDINARY RESOLUTION

Subject	To appoint a Director in place of Mr. Rajesh Sharma (DIN: 00020037) who retires by rotation and being eligible offers himself for reappointment.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

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Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0 %** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 3, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 4 – SPECIAL RESOLUTION

Subject	Re-appointment of Mr. Beni Prasad Rauka as an Independent Director of the Company for a second term of 5 consecutive years with effect from April 01, 2019 to March 31, 2024
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Special Resolution** constituting **0 %** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 4, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

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CONSOLIDATED RESULTS OF ITEM NO. 5 – SPECIAL RESOLUTION

Subject	Re-appointment of Ms. Bhagyam Ramani as an Independent Director of the Company for a second term of 5 consecutive years with effect from April 01, 2019 to March 31, 2024
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,43,281	1,173	16,02,44,454	99.99
Dissent	13,948	0	13,948	0.01
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,44,454** votes were cast **ASSENTING** to the **Special Resolution** constituting **99.99%** of the votes cast; **13,948** votes were cast **DISSENTING** to the **Special Resolution** constituting **0.01%** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 5, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 6 – SPECIAL RESOLUTION

Subject	Re-appointment of Mr. Mukesh Kacker as an Independent Director of the Company for a second term of 5 consecutive years with effect from April 01, 2019 to March 31, 2024
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0

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Total	16,02,57,229	1,173	16,02,58,402	100.00
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Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Special Resolution** constituting **0 %** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 6, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 7 – SPECIAL RESOLUTION

Subject	Re-appointment of Mr. T. R. Bajalia as an Independent Director of the Company for a second term of 5 consecutive years with effect from June 19, 2019 to June 18, 2024
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Special Resolution** constituting **0 %** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 7, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

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CONSOLIDATED RESULTS OF ITEM NO. 8 – ORDINARY RESOLUTION

Subject	Appointment of Mr. Ajay Kumar Relan as a Director and as an Independent Director of the Company for a term of 5 years commencing from December 04, 2018 to December 03, 2023
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0 %** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 8, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 9 – ORDINARY RESOLUTION

Subject	Appointment of Mr. Ajit Mohan Sharan as a Director and as an Independent Director of the Company for a term of 5 years commencing from June 01, 2019 to May 31, 2024
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Report of Scrutinizer on remote e-Voting & Poll by Shareholders of
Capri Global Capital Limited

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Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **0 %** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 9, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 10 – SPECIAL RESOLUTION

Subject	Borrowing in excess of Paid-up Capital & Free Reserves up to Rs. 6,500 Crores
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Special Resolution** constituting **0 %** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 10, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

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CONSOLIDATED RESULTS OF ITEM NO. 11 – SPECIAL RESOLUTION

Subject	Mortgage / Create charge on the assets of the Company for credit facilities availed by the Company upto a sum not exceeding Rs.6500 crores
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Special Resolution** constituting **0 %** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 11, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 12 – SPECIAL RESOLUTION

Subject	Issue of Non-convertible Debentures up to Rs. 1,000 Crore
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

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Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Special Resolution** constituting **0 %** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 12, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 13 – SPECIAL RESOLUTION

Subject	Amend the main object clause of the Memorandum of Association of the Company
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	16,02,57,229	1,173	16,02,58,402	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of a total **16,02,58,402** valid votes cast via remote e-Voting and Poll, **16,02,58,402** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **0** votes were cast **DISSENTING** to the **Special Resolution** constituting **0 %** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 13, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.

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CONSOLIDATED RESULTS OF ITEM NO. 14 – SPECIAL RESOLUTION

Subject	Approval for raising of funds by way of issue of securities through Qualified Institutional Placement (QIP) for an aggregate amount not exceeding Rs.1,000 crores
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	15,91,21,637	1,173	15,91,22,810	99.29
Dissent	11,35,592	0	11,35,592	0.71
Invalid/Abstain	0	0	0	0
Total	16,02,57,229	1,173	16,02,58,402	100.00

Accordingly, out of **16,02,58,402** total valid votes cast (excluding Abstained) via remote e-Voting and Poll, **15,91,22,810** votes were cast **ASSENTING** to the **Special Resolution** constituting **99.29%** of the votes cast; 11,35,592 votes were cast **DISSENTING** to the **Special Resolution** constituting **0.71%** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 14, of the Notice dated 4th June, 2019 is passed with **REQUISITE MAJORITY**.



DINESH KUMAR DEORA
Practising Company Secretary
Membership No F 5683
CP No. 4119

Date: 2nd August, 2019
Place: Mumbai

