

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

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

TEL NO.: 022-65643641 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 Monday, 17th July, 2017 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 Central Depository Services (India) Limited (CDSL) 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: 18th July, 2017  
Place: Mumbai

Counter signed by  
**For Capri Global Capital Limited**

**Director**

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

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## **Consolidated Results**



**Report of Scrutinizer on remote e-Voting & Poll by Shareholders of  
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Based on Results of remote e-Voting & Poll at the 23<sup>rd</sup> Annual General Meeting held on Monday, 17th July, 2017 at 4.00 p.m., Consolidated Results of each item on the Agenda as set out in the Notice dated 1st June, 2017 is annexed herewith.

**CONSOLIDATED RESULTS OF ITEM NO. 1 – ORDINARY RESOLUTION**

Subject	To receive, consider and adopt:
	<p>a. the Audited Balance Sheet as at March 31, 2017 and the statement of Profit and Loss Account of the Company for the financial year ended and the Reports of the Board of Directors and Auditors thereon.</p> <p>b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 and the Report of Auditors thereon.</p>

Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	159797414	22480	159819894	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **159819894** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **Nil** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **Nil** % of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 1, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

Report of Scrutinizer on remote e-Voting & Poll by Shareholders of  
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**CONSOLIDATED RESULTS OF ITEM NO. 2 – ORDINARY RESOLUTION**

<b>Subject</b>	<b>To declare Dividend on Equity Shares of the Company for the Financial Year 2016-2017.</b>
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
<b>Assent</b>	159797414	22480	159819894	100.00
<b>Dissent</b>	0	0	0	0
<b>Invalid/Abstain</b>	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **159819894** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **Nil** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **Nil** % of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 2, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

**CONSOLIDATED RESULTS OF ITEM NO. 3 – ORDINARY RESOLUTION**

<b>Subject</b>	<b>To appoint a Director in place of Mr. Rajesh Sharma (DIN: 00020037) who retires by rotation and being eligible offers himself for re-appointment</b>
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
<b>Assent</b>	159797414	22480	159819894	100.00

Report of Scrutinizer on remote e-Voting & Poll by Shareholders of  
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Dissent	0	0	0	0
Invalid/Abstain	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **159819894** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **Nil** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **Nil %** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 3, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

**CONSOLIDATED RESULTS OF ITEM NO. 4 – ORDINARY RESOLUTION**

<b>Subject</b>	<b>To appoint M/s. Deloitte Haskins &amp; Sells LLP, Chartered Accountants, as Statutory Auditors to hold office from the conclusion of this Twenty Third Annual General Meeting, until the conclusion of the Twenty Eighth Annual General Meeting and to fix their remuneration</b>
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
<b>Assent</b>	159797414	22480	159819894	100.00
<b>Dissent</b>	0	0	0	0
<b>Invalid/Abstain</b>	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **159819894** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **Nil** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **Nil %** of the votes polled.

**Report of Scrutinizer on remote e-Voting & Poll by Shareholders of  
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Thus, the **Ordinary Resolution** as contained in Item No. 4, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

**CONSOLIDATED RESULTS OF ITEM NO. 5 – SPECIAL RESOLUTION**

<b>Subject</b>	<b>Issue of Non Convertible Debentures</b>
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
<b>Assent</b>	159797414	22480	159819894	100.00
<b>Dissent</b>	0	0	0	0
<b>Invalid/Abstain</b>	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

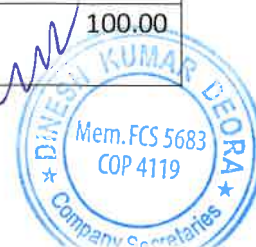
Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **159819894** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; Nil votes were cast **DISSENTING** to the **Special Resolution** constituting **Nil %** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 5, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

**CONSOLIDATED RESULTS OF ITEM NO. 6 – SPECIAL RESOLUTION**

<b>Subject</b>	<b>Borrowing in excess of Paid-Up Capital and Free Reserves</b>			
Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
<b>Assent</b>	159797414	22480	159819894	100.00

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Dissent	0	0	0	0
Invalid/Abstain	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **159819894** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **Nil** votes were cast **DISSENTING** to the **Special Resolution** constituting **Nil %** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 6, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

**CONSOLIDATED RESULTS OF ITEM NO. 7 – SPECIAL RESOLUTION**

Subject	<b>Mortgage / Charge on the assets of the Company</b>
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	159797414	22480	159819894	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **159819894** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **Nil** votes were cast **DISSENTING** to the **Special Resolution** constituting **Nil %** of the votes polled.

Report of Scrutinizer on remote e-Voting & Poll by Shareholders of  
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Thus, the **Special Resolution** as contained in Item No. 7, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

**CONSOLIDATED RESULTS OF ITEM NO. 8 – SPECIAL RESOLUTION**

<b>Subject</b>	<b>Adoption of Articles of Association of the Company</b>
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
<b>Assent</b>	148440853	22480	148463333	92.88
<b>Dissent</b>	11356561	0	11356561	7.12
<b>Invalid/Abstain</b>	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **148463333** votes were cast **ASSENTING** to the **Special Resolution** constituting **92.88%** of the votes cast; **11356561** votes were cast **DISSENTING** to the **Special Resolution** constituting **7.12%** of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 8, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

**CONSOLIDATED RESULTS OF ITEM NO. 9 – ORDINARY RESOLUTION**

<b>Subject</b>	<b>Appoint Mr. Desh Raj Dogra as Independent Director of the Company</b>
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	

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Assent	159797414	22480	159819894	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **159819894** votes were cast **ASSENTING** to the **Ordinary Resolution** constituting **100.00%** of the votes cast; **Nil** votes were cast **DISSENTING** to the **Ordinary Resolution** constituting **Nil %** of the votes polled.

Thus, the **Ordinary Resolution** as contained in Item No. 9, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

**CONSOLIDATED RESULTS OF ITEM NO. 10 – SPECIAL RESOLUTION**

<b>Subject</b>	<b>Enable conversion of loan into equity</b>
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	159797414	22480	159819894	100.00
Dissent	0	0	0	0
Invalid/Abstain	0	20	20	0
<b>Total</b>	<b>159797414</b>	<b>22500</b>	<b>159819914</b>	<b>100.00</b>

Accordingly, out of a total **159819894** valid votes cast via remote e-Voting and Poll, **159819894** votes were cast **ASSENTING** to the **Special Resolution** constituting **100.00%** of the votes cast; **Nil** votes were cast **DISSENTING** to the **Special Resolution** constituting **Nil %** of the votes polled.

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Thus, the **Special Resolution** as contained in Item No. 10, of the Notice dated 1st June, 2017 is passed with **REQUISITE MAJORITY**.

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



Date: 18th July, 2017  
Place: Mumbai

Counter signed by  
For **Capri Global Capital Limited**

**Director**