

Details of Voting Results

| | |
|--|-----------------------|
| Details of the Annual General Meeting | July 05, 2017 |
| Total number of shareholders on Record Date (i.e June 28, 2017; cutoff date for voting purpose) | 1,24,132 |
| No. of shareholders present in the meeting either in person or through proxy: | 105 |
| a. Promoters and Promoter Group | 0 |
| b. Public | 105 |
| No. of shareholders attended the meeting through Video Conferencing: | |
| a. Promoters and Promoter Group | Not Applicable |
| b. Public | Not Applicable |


Capital First Limited

Details of Agenda

| Resolution Required : Ordinary | | | Resolution No.1: Considered and adopted: | | | | | |
|---|----------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | | a. the audited financial statements of the Company for the financial year ended March 31, 2017 alongwith the Reports of the Board of Directors and the Auditors thereon; and b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon. | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={{[2]/[1]}*100} | [4] | [5] | [6]={{[4]/[2]}*100} | [7]={{[5]/[2]}*100} |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22766676 | 67.6638 | 22766676 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22766676 | 67.6638 | 22766676 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28893069 | 11808049 | 40.8681 | 11808042 | 7 | 99.9999 | 0.0001 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811858 | 40.8813 | 11811840 | 18 | 99.9998 | 0.0002 |
| Total | | 97725424 | 69764136 | 71.3879 | 69764118 | 18 | 100.0000 | 0.0000 |

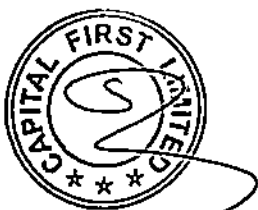


| Resolution Required : Ordinary | | | Resolution No. 2: Declared dividend of Rs. 2.60/- per Equity Share of the Company for the Financial Year ended March 31, 2017. | | | | | |
|---|----------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28893069 | 11808094 | 40.8683 | 11807749 | 345 | 99.9971 | 0.0029 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811903 | 40.8814 | 11811547 | 356 | 99.9970 | 0.0030 |
| Total | | 97725424 | 69784181 | 71.4084 | 69783825 | 356 | 99.9995 | 0.0005 |



Capital First Limited

| Resolution Required : Ordinary | | | Resolution No. 3: Appointed Director in place of Mr. Vishal Mahadevia (DIN 01035771), who retires by rotation and being eligible, offers himself for re-appointment. | | | | | |
|---|----------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 21685988 | 1100688 | 95.1696 | 4.8304 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 21685988 | 1100688 | 95.1696 | 4.8304 |
| Public Non Institutions | E-Voting | 28893069 | 11808151 | 40.8685 | 11807863 | 288 | 99.9976 | 0.0024 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811960 | 40.8816 | 11811661 | 299 | 99.9975 | 0.0025 |
| Total | | 97725424 | 69784238 | 71.4085 | 68683251 | 1100987 | 98.4223 | 1.5777 |



Capital First Limited

| Resolution Required : Ordinary | | | Resolution No. 4: Appointed M/s. B S R & Co., LLP, Chartered Accountants, having ICAI firm Registration No. 101248W/W-100022, as Statutory Auditors of the Company to hold office until the conclusion of the Seventeenth Annual General Meeting of the Company and authorised the Board to fix their remuneration. | | | | | |
|---|----------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={{[2]/[1]}*100} | [4] | [5] | [6]={{[4]/[2]}*100} | [7]={{[5]/[2]}*100} |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28893069 | 11808100 | 40.8683 | 11807948 | 152 | 99.9987 | 0.0013 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811909 | 40.8815 | 11811746 | 163 | 99.9986 | 0.0014 |
| Total | | 97725424 | 69784187 | 71.4084 | 69784024 | 163 | 99.9998 | 0.0002 |



Capital First Limited

| Resolution Required : Special | | | Resolution No. 5: Approved re-appointment of Mr. N. C. Singhal (DIN 00004916) as Non-Executive Independent Director of the Company. | | | | | |
|---|----------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | $[3]=\frac{[2]}{[1]} * 100$ | [4] | [5] | $[6]=\frac{[4]}{[2]} * 100$ | $[7]=\frac{[5]}{[2]} * 100$ |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 22779297 | 7379 | 99.9676 | 0.0324 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 22779297 | 7379 | 99.9676 | 0.0324 |
| Public Non Institutions | E-Voting | 28893069 | 11807816 | 40.8673 | 11807243 | 573 | 99.9951 | 0.0049 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811625 | 40.8805 | 11811041 | 584 | 99.9951 | 0.0049 |
| Total | | 97725424 | 69783903 | 71.4081 | 69775940 | 7963 | 99.9886 | 0.0114 |



Capital First Limited

| Resolution Required : Special | | | Resolution No. 6: Approved re-appointment of Mr. M. S. Sundara Rajan (DIN 00169775) as Non-Executive Independent Director of the Company. | | | | | |
|---|----------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28893069 | 11807816 | 40.8673 | 11807241 | 575 | 99.9951 | 0.0049 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811625 | 40.8805 | 11811039 | 586 | 99.9950 | 0.0050 |
| Total | | 97725424 | 69783903 | 71.4081 | 69783317 | 586 | 99.9992 | 0.0008 |



Capital First Limited

| Resolution Required : Special | | | Resolution No. 7: Approved re-appointment of Mr. Hemang Raja (DIN 00040769) as Non-Executive Independent Director of the Company. | | | | | |
|---|----------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | $[3]=\frac{[2]}{[1]} * 100$ | [4] | [5] | $[6]=\frac{[4]}{[2]} * 100$ | $[7]=\frac{[5]}{[2]} * 100$ |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28893069 | 11808071 | 40.8682 | 11807498 | 573 | 99.9951 | 0.0049 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811880 | 40.8814 | 11811296 | 584 | 99.9951 | 0.0049 |
| Total | | 97725424 | 69784158 | 71.4084 | 69783574 | 584 | 99.9992 | 0.0008 |



Capital First Limited

| Resolution Required : Ordinary | | | Resolution No. 8: Approved bonus of Mr. Apul Nayyar (DIN 01738973), Executive Director of the Company for Financial Year 2016-17 and approved revision in his remuneration for Financial Year 2017-18. | | | | | |
|---|----------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – In favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | $[3]=\frac{[2]}{[1]} * 100$ | [4] | [5] | $[6]=\frac{[4]}{[2]} * 100$ | $[7]=\frac{[5]}{[2]} * 100$ |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28893069 | 11097958 | 38.4105 | 11096715 | 1243 | 99.9888 | 0.0112 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11101767 | 38.4236 | 11100513 | 1254 | 99.9887 | 0.0113 |
| Total | | 97725424 | 69074045 | 70.6818 | 69072791 | 1254 | 99.9982 | 0.0018 |



Capital First Limited

| Resolution Required : Ordinary | | | Resolution No. 9: Approved bonus of Mr. Nihal Desai (DIN 03288923), Executive Director of the Company for Financial Year 2016-17 and approved revision in his remuneration for Financial Year 2017-18. | | | | | |
|---|----------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – In favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28893069 | 11807861 | 40.8675 | 11806558 | 1303 | 99.9890 | 0.0110 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811670 | 40.8807 | 11810356 | 1314 | 99.9889 | 0.0111 |
| Total | | 97725424 | 69783948 | 71.4082 | 69782634 | 1314 | 99.9981 | 0.0019 |



Capital First Limited

| Resolution Required : Special | | | Resolution No. 10: Considered and approved 'CFL Employee Stock option Scheme 2017' for Employees of the Company. | | | | | |
|---|----------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 19418945 | 3367731 | 85.2206 | 14.7794 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 19418945 | 3367731 | 85.2206 | 14.7794 |
| Public Non Institutions | E-Voting | 28893069 | 11807557 | 40.8664 | 11806477 | 1080 | 99.9909 | 0.0091 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811366 | 40.8796 | 11810275 | 1091 | 99.9908 | 0.0092 |
| Total | | 97725424 | 69783644 | 71.4079 | 66414822 | 3368822 | 95.1725 | 4.8275 |



Capital First Limited

| Resolution Required : Special | | | Resolution No. 11: Considered and approved 'CFL Employee Stock option Scheme 2017' for Employees of the Subsidiary(ies). | | | | | |
|---|----------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | $[3]=\frac{[2]}{[1]} * 100$ | [4] | [5] | $[6]=\frac{[4]}{[2]} * 100$ | $[7]=\frac{[5]}{[2]} * 100$ |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 19418945 | 3367731 | 85.2206 | 14.7794 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 19418945 | 3367731 | 85.2206 | 14.7794 |
| Public Non Institutions | E-Voting | 28893069 | 11807565 | 40.8664 | 11805730 | 1835 | 99.9845 | 0.0155 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811374 | 40.8796 | 11809528 | 1846 | 99.9844 | 0.0156 |
| Total | | 97725424 | 69783652 | 71.4079 | 66414075 | 3369577 | 95.1714 | 4.8286 |



Capital First Limited

| Resolution Required : Special | | Resolution No. 12: Approved increase in Borrowing limits under section 180 (1) (c) upto Rs. 30,000 crore over and above the aggregate, for the time being, of the paid-up capital and free reserves of the Company. | | | | | | |
|---|----------------------------|---|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 19798383 | 2988293 | 86.8858 | 13.1142 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 19798383 | 2988293 | 86.8858 | 13.1142 |
| Public Non Institutions | E-Voting | 28893069 | 11807205 | 40.8652 | 11806954 | 251 | 99.9979 | 0.0021 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811014 | 40.8784 | 11810752 | 262 | 99.9978 | 0.0022 |
| Total | | 97725424 | 69783292 | 71.4075 | 66794737 | 2988555 | 95.7174 | 4.2826 |



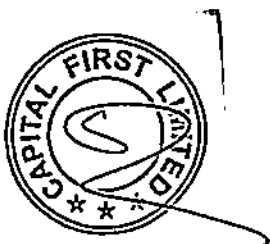
Capital First Limited

| Resolution Required : Special | | | Resolution No. 13: Approved issue of Non-Convertible Debentures in one or more tranches. | | | | | |
|---|----------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22766069 | 67.6620 | 19471956 | 3294113 | 85.5306 | 14.4694 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22766069 | 67.6620 | 19471956 | 3294113 | 85.5306 | 14.4694 |
| Public Non Institutions | E-Voting | 28893069 | 11807927 | 40.8677 | 11807737 | 190 | 99.9984 | 0.0016 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811736 | 40.8809 | 11811535 | 201 | 99.9983 | 0.0017 |
| Total | | 97725424 | 69763407 | 71.3872 | 66469093 | 3294314 | 95.2779 | 4.7221 |



Capital First Limited

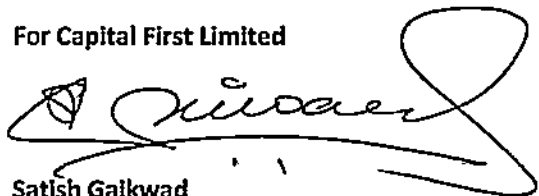
| Resolution Required : Special | | | Resolution No. 14: Approved Raising of funds through issue of Securities. | | | | | |
|---|----------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | $[3]=\frac{[2]}{[1]} * 100$ | [4] | [5] | $[6]=\frac{[4]}{[2]} * 100$ | $[7]=\frac{[5]}{[2]} * 100$ |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28893069 | 11808015 | 40.8680 | 11807841 | 174 | 99.9985 | 0.0015 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811824 | 40.8812 | 11811639 | 185 | 99.9984 | 0.0016 |
| Total | | 97725424 | 69784102 | 71.4083 | 69783917 | 185 | 99.9997 | 0.0003 |



Capital First Limited

| Resolution Required : Special | | | Resolution No. 15: Approved change in place of keeping, maintaining, preserving and inspection of registers, returns etc. | | | | | |
|---|----------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – In favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | $[3]=\frac{[2]}{[1]} * 100$ | [4] | [5] | $[6]=\frac{[4]}{[2]} * 100$ | $[7]=\frac{[5]}{[2]} * 100$ |
| Promoter and Promoter Group | E-Voting | 35185602 | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 35185602 | 100.0000 | 35185602 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 33646753 | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| | Poll (tablet based voting) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 22786676 | 67.7233 | 22786676 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 28893069 | 11807908 | 40.8676 | 11807776 | 132 | 99.9989 | 0.0011 |
| | Poll (tablet based voting) | | 3809 | 0.0132 | 3798 | 11 | 99.7112 | 0.2888 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 11811717 | 40.8808 | 11811574 | 143 | 99.9988 | 0.0012 |
| Total | | 97725424 | 69783995 | 71.4082 | 69783852 | 143 | 99.9998 | 0.0002 |

For Capital First Limited



Satish Gaikwad

Head – Legal, Compliance & Company Secretary



Capital First Limited

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Capital First Limited
One Indiabulls Centre,
Tower 2A & 2B, 10th Floor,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai - 400013

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting by tablet based electronic voting system at the 12th Annual General Meeting of Capital First Limited held on Wednesday, July 05, 2017 at 3:00 p.m.

I, P. N. Parikh, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Capital First Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 12th Annual General Meeting (AGM) of Capital First Limited on Wednesday, July 05, 2017 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 05, 2017.

The notice dated May 10, 2017 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.



The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting by tablet based electronic voting system to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of Wednesday, June 28, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Saturday, July 01, 2017 at 09:30 a.m. (IST) and ended on Tuesday, July 04, 2017 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system and voting by tablet based electronic voting system at the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting by tablet based electronic voting system at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting by tablet based electronic voting system at the AGM in respect of the said resolutions.



Resolution 1: Ordinary Resolution

Adoption of standalone and consolidated financial statements for the year ended March 31, 2017.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 252 | 6,97,64,118 | 100.00(Rounded off) |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 6 | 18 | 0.00 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 2: Ordinary Resolution

Declaration of a dividend of Rs. 2.60 per Equity Share of the Company for the Financial Year ended March 31, 2017.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 252 | 6,97,83,825 | 100.00(Rounded off) |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 8 | 356 | 0.00 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 3: Ordinary Resolution

Appointment of a Director in place of Mr. Vishal Mahadevia (DIN: 01035771), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 215 | 6,86,83,251 | 98.42 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 46 | 11,00,987 | 1.58 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 4: Ordinary Resolution

Appointment of M/s. B S R & Co., LLP, Chartered Accountants, having ICAI firm Registration No. 101248W/W-100022, as Statutory Auditors of the Company to hold office until the conclusion of the Seventeenth Annual General Meeting of the Company and to authorise the Board to fix their remuneration.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 247 | 6,97,84,024 | 100.00(Rounded off) |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 11 | 163 | 0.00 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 5: Special Resolution

To approve re-appointment of Mr. N. C. Singhal (DIN: 00004916) as Non - Executive Independent Director of the Company.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 243 | 6,97,75,940 | 99.99 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 16 | 7,963 | 0.01 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 6: Special Resolution

To approve re-appointment of Mr. M. S. Sundara Rajan (DIN: 00169775) as Non - Executive Independent Director of the Company.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 243 | 6,97,83,317 | 100.00(Rounded off) |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 16 | 586 | 0.00 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 7: Special Resolution

To approve re-appointment of Mr. Hemang Raja (DIN: 00040769) as Non - Executive Independent Director of the Company.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 242 | 6,97,83,574 | 100.00(Rounded off) |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 15 | 584 | 0.00 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 8: Ordinary Resolution

To approve bonus of Mr. Apul Nayyar (DIN: 01738973), Executive Director of the Company for Financial Year 2016-2017 and approve revision in his remuneration for Financial Year 2017-2018.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 233 | 69,072,791 | 100.00(Rounded off) |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 24 | 1,254 | 0.00 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 9: Ordinary Resolution

To approve bonus of Mr. Nihal Desai (DIN: 03288923), Executive Director of the Company for Financial Year 2016-2017 and approve revision in his remuneration for Financial Year 2017-2018.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 230 | 6,97,82,634 | 100.00(Rounded off) |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 25 | 1,314 | 0.00 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 10: Special Resolution

To consider and approve 'CFL Employees Stock Option Scheme 2017' for Employees of the Company.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 200 | 6,64,14,822 | 95.17 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 55 | 33,68,822 | 4.83 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 11: Special Resolution

To consider and approve 'CFL Employees Stock Option Scheme 2017' for Employees of the Subsidiary(ies).

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 194 | 6,64,14,075 | 95.17 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 62 | 33,69,577 | 4.83 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 12: Special Resolution

To approve increase in Borrowing limits under section 180(1)(c) upto Rs. 30,000 Crore, over and above the aggregate, for the time being, of the paid-up capital and free reserves of the Company.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 211 | 6,67,94,737 | 95.72 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 45 | 29,88,555 | 4.28 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 13: Special Resolution**To approve issue of Non-Convertible Debentures in one or more tranches.**

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 204 | 6,64,69,093 | 95.28 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 49 | 32,94,314 | 4.72 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 14: Special Resolution**To approve raising of funds through issue of Securities.****(i) Voted in favour of the resolution:**

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 245 | 6,97,83,917 | 100.00(Rounded off) |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 13 | 185 | 0.00 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution 15: Special Resolution

To approve change in place of keeping, maintaining, preserving and inspection of registers, returns, etc.

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 245 | 6,97,83,852 | 100.00(Rounded off) |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 12 | 143 | 0.00 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

Thanking you,
Yours faithfully,

F.N. Parikh
F.N. Parikh
Parikh & Associates
Practising Company Secretaries
FCS: 327 CP No.: 1228
111,11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp.Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053



[Signature]
[Signature]

Place: Mumbai
Dated: July 05, 2017