

Caprihans India Limited

Shivsagar Estate, Block D
Dr. Annie Besant Road Worli
Mumbai - 400 018, India.
Tel (91) 22 2497 8660 / 661 (B)
Email : cil@caprihansindia.com
GSTIN - 27AAACC1646F1Z0
CIN - L29150MH1946PLC004877
www.caprihansindia.com

caprihans
INDIA LIMITED

August 11, 2022

The Secretary
BSE Limited
Dept. of Corporate Services,
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai - 400 001.

Dear Sirs,

Sub: Voting Results of 76th Annual General Meeting of the Company held on August 10, 2022 at 11.00 A.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

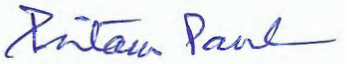
Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We are submitting herewith the voting results of the business transacted at the 76th Annual General Meeting (AGM) held on Wednesday, August 10, 2022 at 11.00 a.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") in the format prescribed in Annexure - A.

We are also enclosing herewith, Combined Report by Scrutinizers on E-Voting and Voting at 76th AGM.

This is for your information and records.

Thanking you,

Yours faithfully,
For Caprihans India Limited


Pritam Paul
CFO & Company Secretary



Encl: A/a

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caprihans
INDIA LIMITED

ANNEXURE-A

CAPRIHANS INDIA LIMITED

76th Annual General Meeting - Voting Results

Pursuant to Regulation 44 (3) of the SEBI {Listing Obligations and Disclosure Requirements}

Sr. No.	Particulars	Details
1.	Day & Date of AGM	Wednesday, August 10, 2022
2.	Total number of shareholders on record date	7914
3.	No. of Shareholders present in the meeting either in person or through proxy	NIL
	Promoter & Promoter Group	NIL
	Public	NIL
4.	No. of Shareholders attended the meeting through Video Conferencing	47
	Promoter & Promoter Group	10
	Public	37

5. Particulars of Resolutions passed:

Sr. No.	Details of the Items	Type of Resolution	Mode of Voting
i.	Adoption of Audited Financial Statements for the year ended on 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	E-voting, Voting during the Meeting
ii.	Appointment of a Director in place of Mr. Chandrashekhar Joglekar (DIN: 07265143) who retires by rotation and is eligible for re-appointment.	Ordinary Resolution	E-voting, Voting during the Meeting
iii.	Appointment of Mr. Tanuj Lodha (DIN:06874388) as a Non-Executive, Independent Director of the Company for a term of five (5) years effective from May 03, 2022 upto May 02, 2027.	Special Resolution	E-voting, Voting during the Meeting
iv.	Ratification of remuneration payable to Cost Auditor M/s. Dhananjay V. Joshi & Associates, Cost Accountants, for the financial year 2022-23.	Ordinary Resolution	E-voting, Voting during the Meeting
v.	Re-appointment of Mr. Robin Banerjee (DIN 00008893) as Managing Director and payment of remuneration to him for the period of one (1) year effective April 29, 2022 up to April 28, 2023.	Special Resolution	E-voting, Voting during the Meeting

All the Resolutions were passed with requisite majority. Agenda wise disclosure separately for each agenda item is attached below.

This is for your information and records.

Thanking you,

Yours faithfully,

For Caprihans India Limited


Pritam Paul

CFO & Company Secretary



Encl: A/a

Caprihans India Limited

Resolution Required : (Ordinary)			1 - To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors 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	9411755	9411755	100.0000	9411755	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9411755	100.0000	9411755	0	100.0000	0.0000
Public Institutions	E-Voting	4666	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3717550	6217	0.1670	6207	10	99.9900	0.0100
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6217	0.1670	6207	10	99.9900	0.0100
Total		13133971	9417972	71.7070	9417962	10	99.9900	0.0100



Caprihans India Limited

Resolution Required : (Ordinary)		2 - Appointment of Mr. Chandrashekhar Joglekar (DIN: 07265143) as a Director liable to retire by rotation.						
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	9411755	9411755	100.0000	9411755	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9411755	100.0000	9411755	0	100.0000	0.0000
Public Institutions	E-Voting	4666	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3717550	2667	0.0720	2657	10	99.9900	0.0100
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2667	0.0720	2657	0	99.9900	0.0100
Total		13133971	9414422	71.6800	9414412	10	99.9900	0.0100



Caprihans India Limited

Resolution Required : (Special)

3 - Appointment of Mr. Tanuj Kumar Lodha (DIN: 06874388) as a 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	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	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	9411755	9411755	100.0000	9411755	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9411755	100.0000	9411755	0	100.0000	0.0000
Public Institutions	E-Voting	4666	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3717550	2667	0.0720	2657	10	99.9900	0.0100
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2667	0.0720	2657	0	99.9900	0.0100
Total		13133971	9414422	71.6800	9414412	10	99.9900	0.0100



Caprihans India Limited

Resolution Required : (Ordinary)

4 - Ratification of remuneration of Cost Auditors for FY 2022-23.

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
Promoter and Promoter Group	E-Voting	9411755	9411755	100.0000	9411755	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9411755	100.0000	9411755	0	100.0000	0.0000
Public Institutions	E-Voting	4666	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3717550	2667	0.0720	2657	10	99.9900	0.0100
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2667	0.0720	2657	0	99.9900	0.0100
Total		13133971	9414422	71.6800	9414412	10	99.9900	0.0100



Caprihans India Limited

Resolution Required : (Special)		5 - Reappointment of Mr. Robin Banerjee (DIN 00008893) as Managing Director and payment of 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
Promoter and Promoter Group	E-Voting	9411755	9411755	100.0000	9411755	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9411755	100.0000	9411755	0	100.0000	0.0000
Public Institutions	E-Voting	4666	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3717550	2667	0.0720	2657	10	99.9900	0.0100
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2667	0.0720	2657	0	99.9900	0.0100
Total		13133971	9414422	71.6800	9414412	10	99.9900	0.0100



MAYANK ARORA & Co.

COMPANY SECRETARIES

FORM NO. MGT-13
SCRUTINIZER'S CONSOLIDATED REPORT
*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman,
Caprihans India Limited,

76th Annual General Meeting of M/s. Caprihans India Limited, held on Wednesday, 10th day of August, 2022 at 11:00 A. M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries have been appointed as Scrutinizer by the Board of Directors of M/s. Caprihans India Limited ("the Company") for the purpose of Scrutinizing the process of voting through electronic means ("e-voting") in a fair and transparent manner on the resolutions contained in the notice dated July 15, 2022 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020 and 02/2022 dated 8 April 2020, 13 April 2020, 5 May 2020 and 5 May 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 75th Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Wednesday, 10th day of August, 2022 at 11:00 A. M IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) process of e-voting at the AGM through electronic voting system ("e-voting").

Management's Responsibility

- 3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

- 4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or National Securities Depository Limited (NSDL) for my verification.

Cut-off date

- 5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Wednesday, August 03, 2022 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:-

- i. The remote e-voting period remained open from Saturday, Sunday, August 07, 2022, (09:00 A.M. IST) to Thursday, August 09, 2022 (5.00 P.M. IST)
- ii. The votes cast were unblocked on Wednesday, August 10, 2022 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Richa Chokhani and Ms. Nishita Gandhi, who are not in the employment of the Company and/or NSDL. They have signed below in confirmation of the same.

Richa

Richa Chokhani

Nishita Gandhi

Nishita Gandhi

- iii. Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL), i.e., <https://www.evoting.nsdl.com/>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM:-

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
 - ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
 - iii. The e-votes cast were unblocked on Wednesday, August 10, 2022 after the conclusion of the AGM.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me as under:-
9. The Results of the voting are as under:-

ORDINARY BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and the Report of the Auditors thereon.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	70	94,17,962	99.99%
Voting at AGM	0	0	0
Total	70	94,17,962	99.99%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	10	0.1%
Voting at AGM	0	0	0
Total	1	10	0.1%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

Appointment of Mr. Chandrashekar Joglekar (DIN: 07265143) as a Director liable to retire by rotation.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	69	94,14,412	99.99%
Voting at AGM	0	0	0
Total	69	94,14,412	99.99%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	10	0.1%
Voting at AGM	0	0	0
Total	1	10	0.1%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

SPECIAL BUSINESS:

RESOLUTION NO 3: (AS A SPECIAL RESOLUTION)

Appointment of Mr. Tanuj Kumar Lodha (DIN: 06874388) as a Non-Executive, Independent Director of the Company.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	69	94,14,412	99.99%
Voting at AGM	0	0	0
Total	69	94,14,412	99.99%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	10	0.1%
Voting at AGM	0	0	0
Total	1	10	0.1%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

Ratification of remuneration of Cost Auditors for FY 2022-23

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	69	94,14,412	99.99%
Voting at AGM	0	0	0
Total	69	94,14,412	99.99%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	10	0.1%
Voting at AGM	0	0	0
Total	1	10	0.1%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

RESOLUTION NO 5: (AS A SPECIAL RESOLUTION)

Reappointment of Mr. Robin Banerjee (DIN 00008893) as Managing Director and payment of remuneration.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	69	94,14,412	99.99%
Voting at AGM	0	0	0
Total	69	94,14,412	99.99%

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	1	10	0.1%
Voting at AGM	0	0	0
Total	1	10	0.1%

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting at AGM	0	0
Total	0	0

Result: Resolution passed with requisite majority

10. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Pritam Paul (Company Secretary), for preserving safely after the Chairman considers, approves and signs the minutes of the AGM
11. The consolidated result of the votes cast (by Remote E-Voting and Voting at AGM) is provided as **Annexure 1** to this report.

Thanking You,
Yours Faithfully,

For Mayank Arora & Co.,
Company Secretaries



Mayank Arora
Proprietor
Place: Mumbai
Date: 10/08/2022
UDIN: F010378D000776704

For Caprihans India Limited



Mr. Pritam Paul
Company Secretary and Compliance Officer

Annexure – 1

Consolidated result of voting (by remote e-voting and Voting at AGM) for resolution numbers 1 to 5 of the Notice of the 76th Annual General Meeting of “CAPRIHANS INDIA LIMITED” held on Wednesday, August 10, 2022 at 11:00 A.M.:-

Resolution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Voting at AGM	Total	Remote E-voting	Voting at AGM	Total	%	Remote E-voting	Voting at AGM	Total	%
1	94,17,972	0	94,17,972	94,17,962	0	94,17,962	99.99	10	0	10	0.01%
2	94,14,422	0	94,14,422	94,14,412	0	94,14,412	99.99	10	0	10	0.01%
3	94,14,422	0	94,14,422	94,14,412	0	94,14,412	99.99	10	0	10	0.01%
4	94,14,422	0	94,14,422	94,14,412	0	94,14,412	99.99	10	0	10	0.01%
5	94,14,422	0	94,14,422	94,14,412	0	94,14,412	99.99	10	0	10	0.01%

Result: All Resolutions passed with requisite majority.

For Mayank Arora & Co.,
Company Secretaries

For Caprihans India Limited



Mayank Arora
Proprietor
Place: Mumbai
Date: 10/08/2022
UDIN: F010378D000776704



Mr. Pritam Paul
Company Secretary and Compliance Officer