



CIL/SE/2025-26/27

July 25, 2025

BSE Limited

P.J. Towers
Dalal Street
Mumbai- 400 001

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Scrip code: 540710

Symbol: CAPACITE

Sub: Proceedings, Chairman Speech, Voting Results and Scrutinizer Report of 13th Annual General Meeting

Ref: Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

We wish to inform you that the 13th Annual General Meeting ('AGM') of the Company was held today i.e. **Friday, July 25, 2025 at 3:00 P.M. (IST)** through Video Conferencing ('VC') and **concluded at 3:40 P.M. (IST)**.

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the 13th AGM of the Company - **Annexure A**
- 2) Speech by Mr. Rohit Katyal, Chairman of the Company and AGM - **Annexure B**
- 3) Voting Results- **Annexure C**
- 4) Scrutinizer's Reports- **Annexure D**

Kindly take the same on records.

This disclosure will also be hosted on the Company's website viz. www.capacite.in.

For any correspondence/ queries/ clarifications, please write to cs@capacite.in.

Thanking you

Yours faithfully,
For **Capacit'e Infraprojects Limited**

Rahul Kapur
Company Secretary & Compliance Officer

Encl: as above

Capacit'e Infraprojects Limited

Regd. Office: 605-607, Shrikant Chambers, Phase - 1, 6th Floor, Adjacent to R.K. Studios, Sion – Trombay Road, Chembur, Mumbai - 400 071, India. **Tel No.:** +91-022-7173 3733, **Fax.:** +91-022-7173 3733, **Email:** info@capacite.in

CIN: L45400MH2012PLC234318 | www.capacite.in

Summary of Proceedings of the 13th Annual General Meeting**Date:** Friday, July 25, 2025**Time:** 3:00 p.m. (IST) to 3:40 p.m. (IST)**Mode:** Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**Quorum**

40 members holding 2,68,32,832 shares (representing 31.72% of total Share capital of the Company).

Directors - Present

Mr. Rohit Katyal	Executive Chairman
Mr. Rahul Katyal	Managing Director & CEO
Mr. Subir Malhotra	Whole Time Director
Mr. Arun Karambelkar	Independent Director
Dr. Manjushree Ghodke	Independent Director
Mr. Ankit Paleja	Independent Director
Dr. Rukmani Krishnamurthy	Independent Director
Mr. Kartik Rawal	Independent Director

Senior Management Personnel - Present

Mr. Rajesh Das	Chief Financial Officer
Mr. Alok Mehrotra	ED-Finance
Mr. Nishith Pujary	President- Accounts
Rahul Kapur	Company Secretary & Compliance Officer

Auditors and Scrutinizers Present

Mr. Jaiprakash Yadav, Partner and Mr. Anand Jain, Senior Manager, M/s. S.R.B.C. & Co., Chartered Accountants	Statutory Auditors
Shreyans Jain & Co., Company Secretaries	Secretarial Auditor and Scrutinizer

Mr. Rohit Katyal Chairman of the Board & Company, chaired the Meeting.

With the permission of the Chairman, the Company Secretary welcomed the Members, Directors and other participants of the Meeting. Further he informed that:

- the meeting was convened in compliance with the provisions under Companies Act, 2013, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with the MCA & SEBI Circulars.
- the requisite quorum was present;

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- c) statutory registers and other documents were available for inspection electronically;

With the permission of the Members, the Company Secretary has taken the Annual Report containing AGM Notice, Board Report and Auditor's reports (including qualification and observations in Statutory Audit Report and Secretarial Audit Report, not having material adverse effect on the functioning of the Company) for financial year 2024-25 as read.

Directors, Chief Financial Officer (CFO) and Senior Management Personnel (SMP) introduced themselves.

The Chairman then addressed the Members on the performance of the Company during FY2024-25 and strategic plans of the Company.

The Company Secretary opened the floor for 'Questions & Answers' for the members who had registered themselves as 'speaker' to ask questions or express their views. The questions raised by the members were duly responded by the Chairman.

The Company Secretary informed the members that the Company had provided remote e-voting facility to the members holding shares as on the **Cut-off date i.e. Friday, July 18, 2025 (which started at 9:00 a.m. (IST) on Monday, July 21, 2025 and ended at 5:00 p.m. (IST) on Thursday, July 24, 2025)** to cast their votes on all the resolutions set forth in the AGM Notice. Members who were participating in the meeting and had not cast their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting at the meeting.

With the permission of the Chairman, the Company Secretary explained to the shareholders the resolutions put forth for approval. He stated that since the meeting was held through VC and the resolutions provided in the notice were being put to vote through e-voting, there would be no proposing and seconding of the resolutions.

The following items of businesses as set out in the Notice of AGM were put to vote:

Item No.	Resolution Description	Type of Resolution
Ordinary Business		
1.	Consideration and Adoption of Consolidated and Standalone Financial Statements, for the financial year ended March 31, 2025	Ordinary
2.	Re-appointment of Mr. Subir Malhotra (DIN: 05190208) as a Director, liable to retire by rotation.	Ordinary
3.	Appointment of M/s. M S K A & Associates, Chartered Accountants as the Statutory Auditors of the Company	Ordinary
Special Business		
4.	Revision in remuneration of Mr. Subir Malhotra (DIN: 05190208), Whole Time Director of the Company	Ordinary
5.	Re-appointment of Mr. Rahul Katyal (DIN: 00253046) as Managing Director of the Company	Ordinary
6.	Revision in remuneration of Mr. Rohit Katyal (DIN: 00252944), Whole Time Director (designated as Executive Chairman) of the Company	Ordinary
7.	Appointment of Secretarial Auditor	Ordinary
8.	Ratification of Remuneration payable to Cost Auditor	Ordinary
9.	Alteration of Articles of Association with respect to removal of Common Seal clause	Special

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CS Shreyans Jain, Practicing Company Secretary, who was appointed as the Scrutinizer, was requested to compile the results for remote e-voting as well as e-voting at the AGM and submit Consolidated Scrutinizer's Report within the stipulated time.

As per the scrutinizer's report received, all the above-mentioned resolutions were declared as approved with the requisite majority. The resolutions were deemed to be passed on July 25, 2025.

The Company Secretary thanked all the members and participants for attending and participating in the meeting.

Thanking you

Yours faithfully,

For **Capacit'e Infraprojects Limited**

Rahul Kapur

Company Secretary & Compliance Officer

Capacit'e Infraprojects Limited

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13th Annual General Meeting (AGM)

Address by Mr. Rohit Katyal, Chairman of the AGM and Capacit'e Infraprojects Limited on July 25, 2025

Dear Shareholders,

I am honored to report that FY 2024–25 marks a defining milestone for Capacit'e—our strongest year yet. Our discipline, financial prudence, and focused execution have transformed us into a leading force in India's high-rise and super-high-rise construction sector. The solid groundwork we've built is now propelling us toward sustained excellence, strategic expansion, and enhanced value.

India has emerged as the world's fastest-growing major economy, clocking a robust **6.5% GDP growth**, supported by the momentum of flagship initiatives like *Make in India*. With transformative projects in transportation, logistics, and urban development underway, the environment is rich with opportunity. While luxury and premium segments thrive, affordability challenges persist in mid-market housing—underscoring the need for innovation and strategic alignment.

Capacit'e is uniquely poised to lead. Our expertise in large-scale, high-rise projects aligns perfectly with market dynamics. As the sector evolves, we will broaden our portfolio and deepen our impact on India's infrastructure growth story.

With over **70 landmark projects completed** and a strong **₹10,545-crore order book**, our delivery capability speaks for itself. From Mumbai to Chennai, our teams consistently set new quality, safety, and timeline benchmarks. This isn't just construction—it's a legacy of performance and stakeholder trust.

We are not just building structures—we're building the future. Incorporating cutting-edge digital tools, smart site operations, and advanced project management drives us to faster execution, tighter budgets, and superior outcomes. We stay ahead by design.

Our unwavering commitment to transparency, accountability, and diversity underpins every decision. From vigilant ethics oversight to board diversity and succession frameworks, our governance structure reinforces confidence and sustainable growth.

In a resource-intensive industry, responsibility is non-negotiable. We're embedding sustainable best practices—energy efficiency, responsible sourcing, and robust waste management—to reduce our impact and lead India's march toward greener infrastructure.

Capacit'e is not just building buildings—we're building aspirations. Our journey is only beginning. The future is ours to shape.

To our clients, partners, communities, and employees: your trust and spirit fuel our momentum. You are the architects of our legacy.

With unity, clarity, and unshakable resolve, we stand ready to raise the bar even higher. Thank you for your confidence. Let us continue to build a brighter tomorrow, together.

Thank You!

Annexure-C**VOTING RESULTS OF 13TH ANNUAL GENERAL MEETING**

Particulars	Details
Name of the Company	Capacit'e Infraprojects Limited
Date of Annual General Meeting	July 25, 2025
Total number of shareholders on record date i.e. July 18, 2025	68,301
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: 10 Public: 30	40
No. of resolution passed in the meeting	09

1) Consideration and adoption of Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2025

Resolution required		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		2,68,11,478	100.00	2,68,11,478	0	100.00	0
Public-Institutions	E-Voting	1,91,45,404	76,88,640	40.15	69,04,333	7,84,307	89.79	10.20
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		76,88,640	40.15	69,04,333	7,84,307	89.79	10.20
Public- Non-Institutions	E-Voting	3,86,47,161	3,94,106	1.01	3,94,009	97	99.97	0.02
	Poll		267	0	267	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		3,94,373	1.02	3,94,276	97.00	99.97	0.02
Total		8,46,04,043	3,48,94,491	41.24	3,41,10,087	7,84,404	97.75	2.24

2) Re-appointment of Mr. Subir Malhotra (DIN: 05190208) as a Director, liable to retire by rotation

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		2,68,11,478	100.00	2,68,11,478	0	100.00	0
Public-Institutions	E-Voting	1,91,45,404	1,91,45,404	40.20	53,11,357	23,86,058	69.00	30.99
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		76,97,415	40.20	53,11,357	23,86,058	69.00	30.99
Public- Non-Institutions	E-Voting	3,86,47,161	3,94,106	1.01	3,93,790	316	99.91	0.08
	Poll		267	0	267	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		3,94,373	1.02	3,94,057	316	99.91	0.08
Total		8,46,04,043	3,49,03,266	41.25	3,25,16,892	23,86,374	93.16	6.83

3) Appointment of M/s. M S K A & Associates, Chartered Accountants as the Statutory Auditors of the Company

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		2,68,11,478	100.00	2,68,11,478	0	100.00	0
Public-Institutions	E-Voting	1,91,45,404	76,97,415	40.20	76,97,415	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		76,97,415	40.20	76,97,415	0	100.00	0
Public- Non-Institutions	E-Voting	3,86,47,161	3,94,106	1.01	3,94,069	37	99.99	0
	Poll		267	0	267	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		3,94,373	1.02	3,94,336	37	99.99	0
Total		8,46,04,043	3,49,03,266	41.25	3,49,03,229	37	99.99	0

4) Revision in remuneration of Mr. Subir Malhotra (DIN: 05190208), Whole Time Director of the Company

Resolution required		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
Public-Institutions	E-Voting	1,91,45,404	76,97,415	40.20	76,97,415	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares	1,81,34,769	76,97,415	40.20	76,97,415	0	100.00	0
Public- Non-Institutions	E-Voting	3,86,47,161	3,94,106	1.01	3,93,790	316	99.91	0.08
	Poll		267	0	267	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		3,94,373	1.02	3,94,057	316	99.91	0.08
Total		8,46,04,043	3,49,03,266	41.25	3,49,02,950	316	99.99	0.00

5) Re-appointment of Mr. Rahul Katyal as Managing Director of the Company

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
Public-Institutions	E-Voting	1,91,45,404	76,97,415	40.20	76,97,415	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		76,97,415	40.20	76,97,415	0	100.00	0
Public- Non-Institutions	E-Voting	3,86,47,161	3,94,106	1.02	3,93,790	316	99.91	0.08
	Poll		267	0	267	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		3,94,373	1.02	3,94,057	316	99.91	0.08
Total		8,46,04,043	3,49,03,266	41.25	3,49,02,950	316	99.99	0

6) Revision in remuneration of Mr. Rohit Katyal (DIN: 00252944), Whole Time Director (designated as Executive Chairman) of the Company

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
Public-Institutions	E-Voting	1,91,45,404	76,97,415	40.20	76,97,285	130	99.99	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares	1,81,34,769	76,97,415	40.20	76,97,285	130	99.99	0
Public- Non-Institutions	E-Voting	3,86,47,161	3,94,106	0.01	3,93,730	376	99.90	0.09
	Poll		267	0	267	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		3,94,373	1.02	3,93,997	376	99.90	0.09
Total		8,46,04,043	3,49,03,266	41.25	3,49,02,760	506	99.99	0

7) Appointment of Secretarial Auditor

Resolution required		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
Public-Institutions	E-Voting	1,91,45,404	76,97,415	40.20	76,97,415	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		76,97,415	40.20	76,97,415	0	100.00	0
Public- Non-Institutions	E-Voting	3,86,47,161	3,94,106	1.02	3,93,790	316	99.91	0.08
	Poll		267	0	267	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		3,94,373	1.02	3,94,057	316	99.91	0.08
Total		8,46,04,043	3,49,03,266	41.25	3,49,02,950	316	99.99	0

8) Ratification of Remuneration Payable to Cost Auditor

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
Public-Institutions	E-Voting	1,91,45,404	76,97,415	40.20	76,97,415	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		76,97,415	40.20	76,97,415	0	100.00	0
Public- Non-Institutions	E-Voting	3,86,47,161	3,94,106	1.01	3,93,790	316	99.91	0.08
	Poll		267	0	267	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		3,94,373	1.02	3,94,057	316	99.91	0.08
Total		8,46,04,043	3,49,03,266	41.25	3,49,02,950	316	99.99	0.00

9) Alteration of Articles of Association with respect to removal of common seal clause

Resolution required			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0
Public-Institutions	E-Voting	1,91,45,404	76,97,415	40.20	76,97,415	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		76,97,415	40.20	76,97,415	0	100.00	0
Public- Non-Institutions	E-Voting	3,86,47,161	3,94,106	1.02	3,93,790	316	99.91	0.08
	Poll		267	0	267	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total Shares		3,94,373	1.02	3,94,057	316	99.91	0.08
Total		8,46,04,043	3,49,03,266	41.25	3,49,02,950	316	99.99	0.00



Shreyans Jain & Co.

Company Secretaries

Off: 603, Ashok Heights, Opp. Saraswati Apartments, Near Nicco Circle,
Niklaswadi Road, Gundavali, Andheri (E), Mumbai - 400069, Maharashtra.
Tel: 022-46002079; **Website:** www.sjcocs.com; **email:** shreyanscs@gmail.com

CONSOLIDATED REPORT OF THE SCRUTINIZER

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

To,
The Chairman
13th Annual General Meeting
Capacit'e Infraprojects Limited,
605-607, Shrikant Chambers, Phase-1,
6th Floor, Sion Trombay Road,
Mumbai – 400071, Maharashtra

Dear Sir,

The Board of Directors of CAPACIT'E INFRAPROJECTS LIMITED ("Company") at its meeting held on May 26, 2025 had approved to provide the facility for voting by Shareholders through electronic mode, for the items set out in the Notice of 13th Annual General Meeting held on Friday, 25th July, 2025 ("AGM") of the Company in terms of provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") read along with General Circular No. 14/2020, 17/2020, 20/2020, 02/2022, 10/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 5th May, 2022, 28th December, 2022 and September 25, 2023 respectively and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated 5th January, 2023 and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 03, 2024 (hereinafter referred to as "SEBI Circulars") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), to determine the result of the voting on resolutions set out in the Notice of AGM.

I, Shreyans Jain, proprietor of Shreyans Jain & Co. Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Company to scrutinize the;

- i. Voting by Shareholders through Remote e-voting in terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and
- ii. E-voting by Shareholders at the AGM;





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In a fair and transparent manner for the resolution(s) as contained in the Notice of the said AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respects.

Management's Responsibility:

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder; the MCA Circulars; the SEBI Circular; and Listing Regulations pertaining to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice of the AGM.

Scrutinizer's Responsibility:

My responsibility as a scrutinizer for the voting through electronic means i.e. by remote e-voting and e-voting at the AGM is to make a Consolidated Scrutinizer's report of the total votes cast, votes cast in favour and against including the details of invalid votes, if any, on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting platform i.e. <https://evoting.kfintech.com/> provided by KFin Technologies Limited (hereinafter "KFin"), the authorised agency to provide e-voting facilities, engaged by the Company.

Dispatch of Notice Convening the Meeting:

Pursuant to MCA Circulars and SEBI Circular, the Notice dated 26th May, 2025 convening the 13th Annual General Meeting of the Company held on Friday, 25th July, 2025 alongwith explanatory statement setting out material facts under Section 102 of the Act was sent to the Members of the Company through electronic mode.

Cut-Off Date:

The Shareholders of the Company as on Friday, 18th July, 2025, being the cut-off as set out in the Notice were entitled to vote on the Resolutions (item nos. 1 to 9 as set out in the Notice convening the AGM).

Remote E-Voting:

The Company has engaged KFin as an agency for providing the remote e-voting platform.

The remote e-voting period commenced on Monday, 21st July, 2025 at 9:00 a.m. I.S.T. and concluded on Thursday, 24th July, 2025 at 5:00 p.m. I.S.T. on KFin's e-voting platform.

E-Voting Process during the AGM:





Shreyans Jain & Co.

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(i). The Company had extended the facility of e-voting at the AGM for the Shareholders who had not cast their vote during the remote e-voting voting period.

(ii). As prescribed under Rules, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting before the AGM do not vote again during the AGM, the Scrutinizer had access, after closure of period of remote e-voting and before the start of AGM, to only such details pertaining to Shareholders who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted. Accordingly, KFin, the e-voting agency provided us with the names, DP ID / Folio numbers and shareholding of the Shareholders who have cast their votes through remote e-voting after my validation on the e-voting platform.

I have obtained complete record of votes cast by remote e-voting and e-voting during the meeting from KFin's e-voting portal which was unblocked after the conclusion of AGM in the presence of two witnesses viz., Mr. Ajit Tibrewal and CS Riddhesh Jain who are not in the employment of Company and who have signed below in confirmation of the votes being unblocked in their presence.

Results:

The details containing *interalia*, list of Equity Shareholders, who voted "for" or "against" or whose votes were considered as invalid on each of the resolutions that were put to vote, were generated from the e-voting platform of KFin. Taking into account the report from KFin's e-voting portal through remote e-voting and e-voting during the meeting the consolidated results with respect to each item on the agenda as set out in the Notice of the AGM is enclosed.

Thanking You,
Yours faithfully,

CS Shreyans Jain
Practicing Company Secretary
FCS8519 / C.P. No. 9801
UDIN: F008519G000866222



Date: 25/7/2025
Place: Mumbai



Shreyans Jain & Co.

Company Secretaries

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Recommendation:

- Based on the aforesaid results, the Ordinary Resolutions as contained in item no. 1 to 8 and the Special Resolution as contained in the item no. 9 of the Notice of AGM have been passed with requisite majority.

Thanking You,
Yours faithfully,



CS Shreyans Jain
Practicing Company Secretary
FCS8519 / C.P. No. 9801
UDIN: F008519G000866222

For and on behalf of Capacit'e Infraprojects
Limited
Rohit Katyal
Executive Chairman

Date: 25/07/2025
Place: Mumbai

We, the undersigned witnesses, confirm that the votes were unblocked from e-voting platform of KFin in our presence on Friday, 25th July, 2025 after the conclusion of the AGM.

(Mr. Ajit Tibrewal)

(CS Riddhesh Jain)



SHREYANS JAIN & CO.

Company Secretaries

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ITEM No. 1

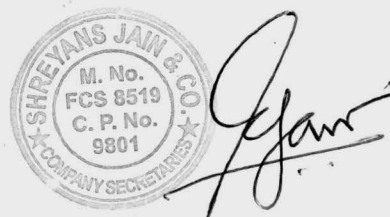
Resolution required: (Ordinary Resolution)	To receive, consider and adopt Financial Statements, Standalone and consolidated, for the Financial year ended March 31, 2025.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	82	3,41,09,820	97.7521%	23	7,84,404	2.2479%	0	0
E-VOTING DURING AGM	6	267	100.0000%	0	0	0.0000%	0	0
TOTAL	88	3,41,10,087	97.7521%	23	7,84,404	2.2479%	0	0

ITEM No. 2

Resolution required: (Ordinary Resolution)	Re-appointment of Mr. Subir Malhotra (DIN: 05190208) as a Director, liable to retire by rotation.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	74	3,25,16,625	93.1628%	32	23,86,374	6.8372%	0	0
E-VOTING DURING AGM	6	267	100.0000%	0	0	0.0000%	0	0
TOTAL	80	3,25,16,892	93.1629%	32	23,86,374	6.8371%	0	0

ITEM No. 3

Resolution required: (Ordinary Resolution)	Appointment of M/s. M S K A & Associates, Chartered Accountants as the Statutory Auditors of the Company.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	104	3,49,02,962	99.9999%	2	37	0.0001%	0	0
E-VOTING DURING AGM	6	267	100.0000%	0	0	0.0000%	0	0
TOTAL	110	3,49,03,229	99.9999%	2	37	0.0001%	0	0



ITEM No. 4

ITEM NO. 4

Resolution required: (Ordinary Resolution)	Revision in remuneration of Mr. Subir Malhotra (DIN: 05190208), Whole Time Director of the Company.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	103	3,49,02,683	99.9991%	3	316	0.0009%	0	0
E-VOTING DURING AGM	6	267	100.0000%	0	0	0.0000%	0	0
TOTAL	109	3,49,02,950	99.9991%	3	316	0.0009%	0	0

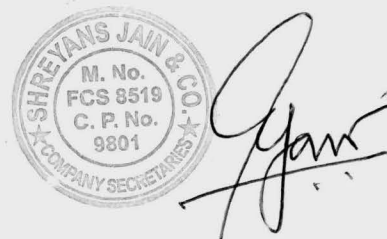
ITEM No. 5

ITEM NO. 5

Resolution required: (Ordinary Resolution)	Re-appointment of Mr. Rahul Katyal as Managing Director of the Company.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	103	3,49,02,683	99.9991%	3	316	0.0009%	0	0
E-VOTING DURING AGM	6	267	100.0000%	0	0	0.0000%	0	0
TOTAL	109	3,49,02,950	99.9991%	3	316	0.0009%	0	0

ITEM No. 6

Resolution required: (Ordinary Resolution)	Revision in remuneration of Mr. Rohit Katyal (DIN: 00252944), Whole Time Director (designated as Executive Chairman) of the Company.							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	101	3,49,02,493	99.9986%	5	506	0.0014%	0	0
E-VOTING DURING AGM	6	267	100.0000%	0	0	0.0000%	0	0
TOTAL	107	3,49,02,760	99.9986%	5	506	0.0014%	0	0



ITEM No. 7

Resolution required: (Ordinary Resolution)	Appointment of Secretarial Auditor							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	103	3,49,02,683	99.9991%	3	316	0.0009%	0	0
E-VOTING DURING AGM	6	267	100.0000%	0	0	0.0000%	0	0
TOTAL	109	3,49,02,950	99.9991%	3	316	0.0009%	0	0

ITEM No. 8

Resolution required: (Ordinary Resolution)	Ratification of remuneration payable to Cost Auditor							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	103	3,49,02,683	99.9991%	3	316	0.0009%	0	0
E-VOTING DURING AGM	6	267	100.0000%	0	0	0.0000%	0	0
TOTAL	109	3,49,02,950	99.9991%	3	316	0.0009%	0	0

ITEM No. 9

Resolution required: (Special Resolution)	Alteration of Articles of Association with respect to removal of common seal clause							
MODE OF VOTING	VALID VOTES						INVALID VOTES	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	103	3,49,02,683	99.9991%	3	316	0.0009%	0	0
E-VOTING DURING AGM	6	267	100.0000%	0	0	0.0000%	0	0
TOTAL	109	3,49,02,950	99.9991%	3	316	0.0009%	0	0

