



(CIN-L65923DL1985PLC195299)

July 06, 2021

The National Stock Exchange of India Limited
Exchange Plaza, C-I, Block G
Bandra-Kurla Complex
Bandra (E), Mumbai - 400051
(Symbol- CAPTRUST)

Subject: Clarification _ Capital Trust Limited

Dear Sir/ Madam,

This is with respect to an announcement submitted by us to the Exchange dated Jun 29,2021 , regarding Appointment of Mr. Vahin Khosla as an Additional Executive Director & Resignation of Mr. Nikhel Kochhar, Independent Director and your seeking of clarification in this regard, we wish to reply as following:

1. Date of appointment/cessation (as applicable) & term of appointment

Date of Appointment of Mr. Vahin Khosla as Director.

The Company being a RBI registered NBFC company, the appointment of any executive director is subject to approval of Reserve Bank of India. The company got approval of Reserve Bank on 1st July, 2021, therefore the appointment date is with effect from 1st July, 2021. The copy of the RBI letter and board resolution to this effect is enclosed herewith.

Date of resignation of Mr. Nikhel Kochhar is with effect from 29th June, 2021,

2. Disclosure of relationships between directors (in case of appointment of a director)

The disclosure regarding the relationship between directors was discussed in the board meeting and was submitted by Mr. Vahin Khosla to the company before his appointment.

Capital Trust Limited
Registered Office: 205 Centrum Mall, Sultanpur, M G Road, New Delhi-110030
Phone: 9716844571 Email: info@capitaltrust.in Web: www.capitaltrust.in



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3. No other material reasons other than provided

We hereby declare that there was no other material reason other than reasons given by Mr. Nikhel Kochhar for his resignation.

4. Detailed Reasons for Resignation

Mr. Nikhel Kochhar has submitted his resignation due to the increased demand of his time, being CEO of The Institute of Internal Auditors.

We trust that you will find the reply in order.

Thanking you,

Yours faithfully,

For Capital Trust Limited

A handwritten signature in blue ink, appearing to read "Tanya Sethi", is placed above the typed name.

Tanya Sethi

Company Secretary

Contact no: 9953437505

Email Id : cs@capitaltrust.in



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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF THE BOARD OF DIRECTORS OF CAPITAL TRUST LIMITED IN THEIR MEETING HELD ON 29TH JUNE, 2021 THROUGH VIDEO CONFRENCING

Appointment of Mr. Vahin Khosla as Executive Director

Mr. Vinod Raina, CFO of the company informed the board that the Nomination and Remuneration committee recommends name of Mr. Vahin Khosla as an Executive Director of the company subject to approval of Reserve Bank of India. The CFO informed that Mr. Vahin Khosla has been with the company for the last 6 years and has handled the role in Finance, Business, Operations and day to day routine matters. It would be beneficial for the company to take him on board as an Executive Director. The appointment would be subject to approval of Reserve Bank of India and Shareholders.

Mr. Vahin Khosla had given his consent to as an Executive director. He has also given the deceleration about the relationship as son of Mr. Yogen Khosla, Managing Director of the company. Mr. Yogen Khosla being interested in the resolution did not take part in the resolution.

The brief profile of Mr. Vahin Khosla is given as hereunder:

Having done his schooling from The Doon School, Vahin Khosla graduated as a Roberts Day Scholar from Claremont Mckenna College, USA. He was selected into an accelerated program where he received his Bachelor's degree in Economics-Accounting and his Master's degree in Finance simultaneously. Prior to working with Capital Trust, he worked at Davita Healthcare Partners in their Corporate Finance team. He is an avid football player having represented club's at international levels.

The board passed the following resolution:

"RESOLVED THAT Pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and subject to approval of Reserve Bank of India and subject to approval of the shareholders, the consent be and is hereby accorded for appointment of Mr. Vahin Kholsa as



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Executive Director of the company for a period of 5 years with effect from the date of approval from Reserve Bank of India on the terms and conditions including remuneration as mentioned below:

Basic Salary: Rs.3,50,000/- per month w.e.f. June 29, 2021. In addition to the salary, he shall be entitled to the usual allowances, perquisites and benefits, which include medical reimbursement, LTC, use of car and telephone, contribution to Provident Fund, gratuity, Bonus / Ex-gratia etc., as per rules of the Company in vogue as agreed by the Board of Directors, subject to overall ceiling of remuneration stipulated in sections 2(78) and 197 read with Schedule V of the Act.

Resolved further that consent be and is hereby given to Nomination and Remuneration Committee of the company , to revise the remuneration of Mr. Vahin Khosla from the date of his appointment till the 5 years I.e remainder of duration of appointment.

FURTHER RESOLVED THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company will pay Shri Vahin Khosla, remuneration and perquisites not exceeding the ceiling laid down in Schedule V to the Companies Act, 2013 and as may be decided by the Board of Directors/ Shareholders.

Certified True Copy

A handwritten signature in blue ink, appearing to read "Tanya Sethi", is written over a faint circular stamp.

Tanya Sethi

Company Secretary



भारतीय रिज़र्व बैंक
RESERVE BANK OF INDIA
www.rbi.org.in

ई-मेल द्वारा /Through E-mail

डी.ओ.एस.नदि.सं./S/45/एनडी-एसआई/ 05.03.222/ 2020-21

01 जुलाई 2021

**The Managing Director
Capital Trust Limited
366 Sultanpur, MG Road
New Delhi, 110030**

महोदय,

Capital Trust Limited– Prior approval for the change in management

कृपया उपर्युक्त विषय पर अपने 10 जून 2021 दिनांकित पत्र का संदर्भ लें।

2. इस विषय में सूचित किया जाता है कि आपको कंपनी के प्रबंधन में परिवर्तन (Mr. Vahin Khosla की नियुक्ति) के लिये अनुमति संलग्न अनेक्स (Annex) में उल्लेखित शर्तों के अधीन प्रदान की जाती है।

3. आपको यह भी सलाह दी जाती है कि कंपनी द्वारा अनेक्स (Annex) में दिए गए नियमों और शर्तों के पालन के बारे में हमें सूचित करें।

भवदीया

(भूमिका शर्मा)

प्रबन्धक

संलग्न : यथोक्त

पर्यवेक्षण विभाग, 6, संसद मार्ग, नई दिल्ली 110 001

फोन: (011) 2371446 फैक्स: (011) 23713672 ई-मेल dnbsnewdelhi@rbi.org.in

Department of Supervision, 6, Sansad Marg, New Delhi 110 001

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हिन्दी आसान है इसका प्रयोग बढ़ाए



Annex to letter DoS. ND. No. ~~54~~ / NDSI / 05.03.222/ 2020-21 dated July 01, 2021

1. The approval is valid only for six months from the date of this communication.
In case the company fails to change its management within this timeframe, it has to apply again with reasons for failing to effect such change on earlier occasion.
 2. The company shall continue to comply with all the Directions/ Regulations/ Instructions issued by Reserve Bank of India to Non-Banking Financial Companies from time to time.
 3. The company is required to publish public notice as required in para 4 of Bank's circular DNBR (PD) CC. No. 065/ 03.10.001/ 2015-16 dated July 09, 2015.
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21,06.2021

The Board of Directors
Capital Trust Limited
205, Centrum Mall
MG Road, Sultanpur
New Delhi - 110030

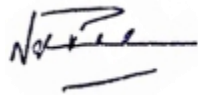
Sub: Disclosure of Relationship with existing directors of Capital Trust Limited.

Dear Sir,

I, Vahin Khosla S/o Sh. Yogen Khosla Resident of Kh No. 1535, Asola Village, Chattarpur, New Delhi- 110074, do hereby declare the relationship with existing directors of Capital Trust Limited

Name of Director	Position in company	Relationship
Mr. Yogen Khosla	Managing Director	Father
Mrs. Anju Khosla	Executive Director	Mother

Thanking you
Yours Truly



Vahin Kholsa