

SHASHANK SHARMA & ASSOCIATES

COMPANY SECRETARIES

D-52, SECOND FLOOR KIRTI NAGAR NEW DELHI-110015.
Ph. 011-40154477 Mob: 9971315565, Email- shashankcsu@gmail.com

Consolidated Scrutinizer's Report

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

To,
The Chairman,
Capital Trust Limited,
(CIN: L65923DL1985PLC195299)
205, 2nd Floor, Centrum Mall
M G Road, Sultanpur
New Delhi - 110030

Dear Sir,

I, Shashank Sharma, Proprietor of M/s Shashank Sharma & Associates, Practicing Company Secretaries, having office at D-52, 2nd Floor, Kirti Nagar, New Delhi-110015, was appointed as the Scrutinizer by the Board of Directors of Capital Trust 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 scrutinize the remote e-voting process in respect of the resolutions set out in the Notice dated 12th August, 2026 convening the 40th Annual General Meeting ("AGM") of the members of Capital Trust Limited held on Friday, September 18, 2026 at 09:00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

I was also appointed as the Scrutinizer to scrutinize the e-voting process conducted during the said AGM.

Pursuant to the applicable provisions of the Act, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and the relevant MCA and SEBI circulars referred to in the Notice, the AGM was held through VC/OAVM without the physical presence of members at a common venue. The proceedings of the AGM were deemed to be conducted at the Registered Office 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 members of the Company.

The members of the Company as on the cut-off date, i.e. Friday, September 11, 2026 (end of day), were entitled to avail the facility of remote e-voting on the resolutions set out in the Notice dated 12th August, 2026.

The remote e-voting period commenced on Tuesday, September 15, 2026 at 09:00 A.M. and ended on Thursday, September 17, 2026 at 05:00 P.M., after which the NSDL e-voting facility for remote e-voting was blocked.

The Company had also provided an e-voting facility to the members who attended the AGM through VC/OAVM and who had not cast their votes earlier through remote e-voting.

After closure of the e-voting facility at the AGM, the votes cast through remote e-voting and e-voting during the AGM were unblocked and counted.

I have scrutinized and reviewed the electronic voting records based on the data downloaded from the NSDL e-voting system.

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The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice of the AGM.

My responsibility as Scrutinizer for the e-voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour of or against the resolutions.

I now submit my consolidated report on the results of remote e-voting and e-voting during the AGM in respect of the said resolutions as under:

Resolution 1: To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.

Ordinary Resolution					
Particulars	No. of Members	Poll	e-Votes	Total Votes	Percentage
Assent	81	0	2,24,82,948	2,24,82,948	99.9996%
Dissent	16	0	85	85	0.0004%
Total	97	0	2,24,83,033	2,24,83,033	100.0000%

Voting figures verified with NSDL Vote Summary (EVEN 141232).

Therefore, Resolution No. 1 has been approved with the requisite majority.

Resolution 2: To appoint a Director in place of Mr. Vahin Khosla (DIN: 07656894), who retires by rotation and, being eligible, offers himself for re-appointment.

Ordinary Resolution					
Particulars	No. of Members	Poll	e-Votes	Total Votes	Percentage
Assent	81	0	2,24,82,948	2,24,82,948	99.9996%
Dissent	16	0	85	85	0.0004%
Total	97	0	2,24,83,033	2,24,83,033	100.0000%

Voting figures verified with NSDL Vote Summary (EVEN 141232).

Therefore, Resolution No. 2 has been approved with the requisite majority.

Resolution 3: Appointment of M/s SGR & Associates LLP, Chartered Accountants (Firm Registration No. 022767N), as Statutory Auditors of the Company for a period of five consecutive years from the conclusion of the 40th AGM until the conclusion of the 45th AGM.

Ordinary Resolution					
Particulars	No. of Members	Poll	e-Votes	Total Votes	Percentage
Assent	81	0	2,24,82,948	2,24,82,948	99.9996%

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Dissent	16	0	85	85	0.0004%
Total	97	0	2,24,83,033	2,24,83,033	100.0000%
Voting figures verified with NSDL Vote Summary (EVEN 141232).					

Therefore, Resolution No. 3 has been approved with the requisite majority.

Resolution 4: Raising of funds through various options including Qualified Institutional Placement, preferential allotment / non-convertible debentures up to Rs. 500 Crores.

Special Resolution					
Particulars	No. of Members	Poll	e-Votes	Total Votes	Percentage
Assent	81	0	2,24,82,948	2,24,82,948	99.9996%
Dissent	16	0	85	85	0.0004%
Total	97	0	2,24,83,033	2,24,83,033	100.0000%
Voting figures verified with NSDL Vote Summary (EVEN 141232).					

Therefore, Resolution No. 4 has been approved with the requisite majority.

Resolution 5: Re-appointment of Mr. Govind Saboo (DIN: 06724172) as an Independent Director for a second term of five consecutive years commencing from September 18, 2026.

Special Resolution					
Particulars	No. of Members	Poll	e-Votes	Total Votes	Percentage
Assent	81	0	2,24,82,948	2,24,82,948	99.9996%
Dissent	16	0	85	85	0.0004%
Total	97	0	2,24,83,033	2,24,83,033	100.0000%
Voting figures verified with NSDL Vote Summary (EVEN 141232).					

Therefore, Resolution No. 5, as proposed in the Notice, has been approved with the requisite majority.

Resolution 6: Re-appointment of Mr. Pawan Dubey (DIN: 01767875) as an Independent Director for a second term of five consecutive years commencing from September 18, 2026.

Special Resolution					
Particulars	No. of Members	Poll	e-Votes	Total Votes	Percentage
Assent	81	0	2,24,82,948	2,24,82,948	99.9996%
Dissent	16	0	85	85	0.0004%

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Total	97	0	2,24,83,033	2,24,83,033	100.0000%
Voting figures verified with NSDL Vote Summary (EVEN 141232).					

Therefore, Resolution No. 6, as proposed in the Notice, has been approved with the requisite majority

Resolution 7: Fixation of limit for managerial remuneration in the event of inadequate profits.

Special Resolution					
Particulars	No. of Members	Poll	e-Votes	Total Votes	Percentage
Assent	81	0	2,24,82,948	2,24,82,948	99.9996%
Dissent	16	0	85	85	0.0004%
Total	97	0	2,24,83,033	2,24,83,033	100.0000%
Voting figures verified with NSDL Vote Summary (EVEN 141232).					

Therefore, Resolution No. 7 has been approved with the requisite majority.

The register and all other papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter the Scrutinizer shall hand over the register and other related papers to the Company.

Thank you,

**For SHASHANK SHARMA & ASSOCIATES
COMPANY SECRETARIES**



Shashank Sharma
(Proprietor)
Scrutinizer
CP No. 7221
Date: 19.09.2026
Place: New Delhi
UDIN: A019311H001538609

