

CFL/LS/402/2017-18

October 31, 2017

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001. Tel No.: 022 – 2272 2039/ 37/3121 BSE- Scrip Code: 532938	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051. Tel No.: 022 – 2659 8237/ 38 NSE - Symbol – CAPF
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Sub.: Outcome of the Board Meeting held on October 31, 2017

Dear Sir / Madam,

We wish to inform you that the Board of Directors ("**the Board**") at its Meeting held today i.e. October 31, 2017 has *inter – alia* considered and approved the following:

1. AUDITED FINANCIAL RESULTS (STANDALONE AND CONSOLIDATED) FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2017:

The Board has *inter – alia* considered and approved the Audited Financial Results (Standalone and Consolidated) for the quarter and half year ended September 30, 2017, prepared pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations"). Please find enclosed said Audited Results along with Audit Report.

M/s. B S R & Co. LLP, Statutory Auditors of the Company have issued unmodified opinion with respect to the Audited Financials Results (Standalone and Consolidated) of the Company for the quarter and half year ended September 30, 2017.

2. RE-APPOINTMENT OF INDEPENDENT DIRECTOR:

Re-appointment of Mr. Dinesh Kanabar (DIN 00003252), as Non - Executive Independent Director of the Company for a term of five years with effect from January 06, 2018 to hold office up to January 05, 2023 and not be liable to retire by rotation. The current term of office of Mr. Dinesh Kanabar as an Independent Director expires on January 05, 2018. The aforesaid re-appointment of Independent Director is subject to the approval of shareholders of the Company.



Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the details of the aforesaid re-appointment are as under:

Particulars of Reappointment of Mr. Dinesh Kanabar as a Non-Executive Independent Director	
i. Date of Re-appointment & Term of Re-appointment	Effective Date of re-appointment : January 06, 2018 Term : Five Consecutive Years till January 05, 2023
ii. Brief Profile	Mr. Dinesh Kanabar, aged 59 years, is the CEO of Dhruva Advisors LLP. Prior to founding Dhruva, he held a series of leadership positions across several large professional service organisations in India. Most recently, he was the Deputy CEO of KPMG India where he played a key role in developing and implementing the firm's overall strategy. He has handled some of the biggest tax controversies in India and has advised on complex structures for both inbound and outbound investments. He is a Fellow Member of the Institute of Chartered Accountants of India. He has over three decades of experience advising some of the largest multinationals in India.
iii. Disclosure of Relationships between Director	Mr. Dinesh Kanabar is not related to any Director of the Company.
iv. Reason for Re-appointment	On the basis of rich experience, strong expertise in functional & business areas, demonstration of competency, valuable contribution made as a member of the Board and its Committees during his tenure as an Independent Director and basis latest positive performance evaluation, Mr. Dinesh Kanabar is being re-appointed for a second term of five consecutive years i.e till January 05, 2023 as a Non-Executive Independent Director subject to approval of shareholders of the Company.



Capital First Limited

The Disclosure in accordance with Regulation 52(4) of the Listing Regulations is also enclosed. The Certificates of the Debenture Trustees as required under regulation 52(5) of the Listing Regulations will be sent separately.

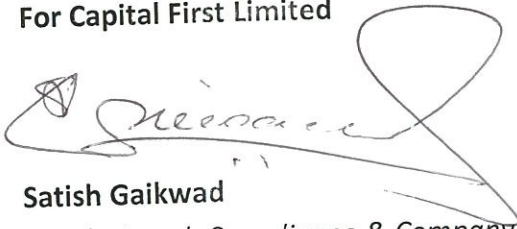
The meeting of the Board of Directors of the Company commenced at 12:30 p.m. and concluded at 02:15 p.m.

Please take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For Capital First Limited



Satish Gaikwad

Head – Legal, Compliance & Company Secretary



Encl.: as above