Regd Off: 1B, 1st Floor, Court Chambers,
35, Sir Vithaldas Thackersey Marg,
New Marine Lines, Mumbai 400 020
Tel: 91 22 4354 8200; Fax: 91 22 2201 9051

May 09, 2015

To,

BOMBAY STOCK EXCHANGE LIMITED P J Towers Dalal Street, Fort, Mumbai 400 001	**NATIONAL STOCK EXCHANGE OF INDIA LIMITED** Listing Department Exchange Plaza, 5th Floor, Bandra-kurla Complex, Bandra (East), Mumbai – 400 051
Company Code No. 531595	**Company Code CGCL**

Dear Sir,

Sub: Proceedings of the Board Meeting held on May 09, 2015

The Board of Directors of the Company at its meeting held on May 09, 2015 has inter-alia decided the following:

a) Approved and taken on record the Standalone and Consolidated Audited Financial Results of the Company for the last quarter ended March 31, 2015, prepared in terms of Clause 41 of the Listing Agreement.

b) Approved the Standalone and Consolidated Audited Balance Sheet as at March 31, 2015 and the Profit and Loss Account of the Company for the year ended on that date together with all schedules and notes to accounts and the Cash Flow Statements.

c) Recommended a final dividend of Rs. 1.50 per Equity share of Rs.10/- each (i.e. 15 %) for the year ended March 31, 2015.

d) Adopted Code of Conduct for fair disclosure of unpublished information and for regulating trading in the securities of the Company by the Insiders pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015.

As required under Clause 41 of the Listing Agreement, please find enclosed herewith the Summarized Audited Financial Results for the Last quarter and year ended March 31, 2015 for your kind information and records.

Kindly treat aforesaid disclosures under the relevant provisions of the Listing Agreement and take the same on your records.

Thanking you,
Yours faithfully,
For **Capri Global Capital Limited**

Capri Global Capital Limited Mumbai

(Harish Agrawal)
Sr. Vice President & Company Secretary
Encl.: a/a.

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

Capri Global Capital Limited Mumbai

Pream
ble

Securities and Exchange Board of India (SEBI) has notified SEBI (Prohibition of Insider Trading) Regulations, 2015 vide its Circular No. LAD-NRO/GN/2014-15/21 85 dated 15th January, 2015 to be effective from 15th May, 2015.

Regulation 8 contained in Chapter - IV of SEBI (Prohibition of Insider Trading) Regulation, 2015, provides for the formulation of a "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" (hereinafter referred to as the "Code").

The Company endeavors to preserve the confidentiality of un-published price sensitive information and to prevent the misuse of such information. To achieve these objectives, and in compliance with the aforesaid SEBI regulations, Capri Global Capital Limited ((hereafter referred to as 'The Company') hereby notifies this Code.

Principles of Fair Disclosure of Unpublished Price Sensitive Information

The Company will adhere to the following so as to ensure fair disclosure of events and occurrence that could impact price of its securities in the market:

1. The Company will make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.

2. The Company will make uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.

3. Unless otherwise resolved by the Board of Directors, the Company Secretary of the Company shall act as the Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

4. The Company will make prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

5. The Company will provide appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

6. The Company will ensure that information shared with analysts and research personnel is not unpublished price sensitive information.

Capri Global Capital Limited Mumbai.

7. The Company will develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.

8. The Company will handle all unpublished price sensitive information on a need-to-know basis.

Disclosure of the Code on Public Domain

This Code shall be published on the website of the Company.

Further, this Code and every subsequent amendment made thereto shall be promptly intimated to the Stock Exchange where the securities of the Company are listed.

