

CFL/LS/133/2013-14

August 22, 2013

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001. BSE- Scrip Code: 532938	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051. NSE - Symbol - CAPF
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Sub.: Proceedings of the 8th Annual General Meeting held on August 22, 2013

Dear Sir/Madam,

Pursuant to Clause 31(d) of the Listing Agreement, given below are the Proceedings at the 8th Annual General Meeting (AGM) of the Company, held on August 22, 2013 at 3:00 p.m. at Mini Theatre, 3rd Floor, P. L. Deshpande Maharashtra Kala Academy, Sayani Road, Prabhadevi, Mumbai – 400 025.

At the said AGM the shareholders of the Company:-

1. Adopted the Audited Accounts of the Company for the financial year ended March 31, 2013.
2. Declared dividend at the rate of 18% (i.e. Rs. 1.8/- per equity share of Rs. 10/- each) for the financial year ended March 31, 2013.
3. Re-appointed Mr. Anil Singhvi as a Director of the Company liable to retire by rotation.
4. Re-appointed M/s. S. R. Batliboi & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company.
5. Appointed Mr. Vishal Mahadevia as a Director of the Company.
6. Appointed Mr. M S Sundara Rajan as a Director of the Company.
7. Appointed Mr. Hemang Raja as a Director of the Company.
8. Increased the borrowing limits, not exceeding a sum equivalent to Rs.10,000 Crore (Rupees Ten Thousand Crore Only) (excluding any interest on such borrowings) over



Capital First Limited

and above the aggregate, for the time being, of the paid-up share capital and free reserves of the Company.

9. Approved the revision in remuneration payable to Mr. V. Vaidyanathan, Chairman and Managing Director of the Company.
10. Approved raising of funds / resources in Indian Rupees or equivalent thereof in any foreign currency upto Rs. 300 crore through various domestic/ international options, including QIP/ ECBs with conversion into shares / FCCBs/ ADRs/ GDRs/ FPO/ OCPS/CCPS etc., pursuant to section 81(1A) of the companies act, 1956
11. Approved Modification of 'Exercise Period' in all Employee Stock Option Scheme CFL ESOS-2007, CFL ESOS-2008, CFL ESOS-2009, CFL ESOS-2011 and CFL ESOS-2012 (**Collectively "ESOS Schemes"**) applicable to employees of the company & its subsidiaries to 5 years from the Date of Vesting or ten years from the Grant Date, whichever is later.

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

Thanking you,

Yours faithfully,
For **Capital First Limited**
(Formerly known as Future Capital Holdings Limited)



Satish Gaikwad
Company Secretary

