

CFL/LS/161/2016-17

July 07, 2016

BSE Limited PhirozeJeejeebhoy 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, BandraKurlaComplex, Bandra (East) Mumbai – 400 051. Tel No.: 022 – 2659 8237/ 38 NSE - Symbol – CAPF
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Sub: Disclosure under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to requirements of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed in the prescribed format consolidated results of the remote E- Voting and the voting by Tablet based electronic voting system conducted at the 11th Annual General Meeting ("AGM") of Capital First Limited held on Tuesday, July 05, 2016 at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400018 along with the consolidated Report of the Scrutinizer.

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



Details of Voting Results

Details of the Annual General Meeting	July 05, 2016
Total number of shareholders on Record Date (i.e June 28, 2016;cutoff date for voting purpose)	1,16,734
No. of shareholders present in the meeting either in person or through proxy:	86
a. Promoters and Promoter Group	0
b. Public	86
No. of shareholders attended the meeting through Video Conferencing:	
a. Promoters and Promoter Group	Not Applicable
b. Public	Not Applicable


Capital First Limited

Indiabulls Finance Centre, 15th Floor, Tower - 2, Senapati Bapat Marg, Elphinstone Road., Mumbai - 400 013, India.

T: +91 22 4042 3400, F: +91 22 4042 3401, E: customer.care@capfirst.com, W: www.capfirst.com, CIN No. L29120MH2005PLC156795

Details of Agenda

Resolution Required : Ordinary			Resolution No. 1:- Considered and adopted: a. the audited financial statements of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon; and b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 and the Report of the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	11345635	81.6110	11345635	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11345635	81.6110	11345635	0	100.0000	0.0000
Public Non Institutions	E-Voting	17979555	5227125	29.0726	5227115	10	99.9998	0.0002
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5229618	29.0865	5229608	10	99.9998	0.0002
Total		91367244	76060855	83.2474	76060845	10	100.0000	0.0000



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Resolution Required : Ordinary			Resolution No. 2:- Declared dividend of Rs. 2.40/- per Equity Share of the Company for the Financial Year ended March 31, 2016.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	11345635	81.6110	11345635	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11345635	81.6110	11345635	0	100.0000	0.0000
Public Non Institutions	E-Voting	17979555	5227168	29.0728	5227098	70	99.9987	0.0013
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5229661	29.0867	5229591	70	99.9987	0.0013
Total		91367244	76060898	83.2474	76060828	70	99.9999	0.0001



Resolution Required : Ordinary			Resolution No. 3:- Appointed Director in place of Mr. Narendra Ostwal (DIN 06530414), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	11345635	81.6110	11345635	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11345635	81.6110	11345635	0	100.0000	0.0000
Public Non Institutions	E-Voting	17979555	5227082	29.0724	5225645	1437	99.9725	0.0275
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5229575	29.0863	5228138	1437	99.9725	0.0275
Total		91367244	76060812	83.2474	76059375	1437	99.9981	0.0019



Resolution Required : Ordinary			Resolution No. 4:- Ratified appointment of M/s. S. R. Batliboi & Co. LLP, Chartered Accountants, having ICAI firm Registration No. 301003E/E300005, as approved by members at the Ninth Annual General Meeting as Statutory Auditors of the Company to hold office until the conclusion of Twelfth Annual General meeting and to authorise the Board to fix their remuneration .					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={([4]/[2])*100}	[7]={([5]/[2])*100}
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	11345635	81.6110	10924353	421282	96.2868	3.7132
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11345635	81.6110	10924353	421282	96.2868	3.7132
Public Non Institutions	E-Voting	17979555	5227087	29.0724	5227064	23	99.9996	0.0004
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5229580	29.0863	5229557	23	99.9996	0.0004
Total		91367244	76060817	83.2474	75639512	421305	99.4461	0.5539



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Resolution Required : Ordinary			Resolution No. 5:- Appointment of Mr. Apul Nayyar (DIN 01738973), designated as 'Executive Director' who shall act as 'Whole Time Director'.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	11345635	81.6110	11345635	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11345635	81.6110	11345635	0	100.0000	0.0000
Public Non Institutions	E-Voting	17979555	5227070	29.0723	5225948	1122	99.9785	0.0215
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5229563	29.0862	5228441	1122	99.9785	0.0215
Total		91367244	76060800	83.2473	76059678	1122	99.9985	0.0015



Resolution Required : Ordinary			Resolution No. 6:- Appointment of Mr. Nihal Desai (DIN 03288923), designated as 'Executive Director' who shall act as 'Whole Time Director'.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	9764981	70.2411	9764981	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9764981	70.2411	9764981	0	100.0000	0.0000
Public Non Institutions	E-Voting	17979555	5227095	29.0724	5225948	1147	99.9781	0.0219
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5229588	29.0863	5228441	1147	99.9781	0.0219
Total		91367244	74480171	81.5174	74479024	1147	99.9985	0.0015



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Resolution Required : Special			Resolution No. 7:- Approved increase in Borrowing limits under section 180 (1) (c) upto Rs. 25,000 crore over and above the aggregate, for the time being, of the paid-up capital and free reserves of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	11338010	81.5562	11267312	70698	99.3765	0.6235
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11338010	81.5562	11267312	70698	99.3765	0.6235
Public Non Institutions	E-Voting	17979555	5227142	29.0727	5226672	470	99.9910	0.0090
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5229635	29.0866	5229165	470	99.9910	0.0090
Total		91367244	76053247	83.2391	75982079	71168	99.9064	0.0936



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Resolution Required : Special			Resolution No. 8:- Approved issue of Non Convertible Debentures in one or more tranches.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	11105313	79.8823	11049809	55504	99.5002	0.4998
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11105313	79.8823	11049809	55504	99.5002	0.4998
Public Non Institutions	E-Voting	17979555	5227099	29.0725	5226595	504	99.9904	0.0096
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5229592	29.0864	5229088	504	99.9904	0.0096
Total		91367244	75820507	82.9843	75764499	56008	99.9261	0.0739



Capital First Limited

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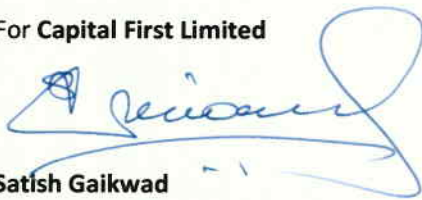
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Resolution Required : Special			Resolution No. 9:- Considered and approved 'CFL Employee Stock option Scheme 2016' for Employees of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	11345635	81.6110	9057086	2288549	79.8288	20.1712
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11345635	81.6110	9057086	2288549	79.8288	20.1712
Public Non Institutions	E-Voting	17979555	5225670	29.0645	5223292	2378	99.9545	0.0455
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5228163	29.0784	5225785	2378	99.9545	0.0455
Total		91367244	76059400	83.2458	73768473	2290927	96.9880	3.0120



Resolution Required : Special			Resolution No. 10:- Considered and approved 'CFL Employee Stock option Scheme 2016' for Employees of the Subsidiary(ies).					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	59485602	59485602	100.0000	59485602	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59485602	100.0000	59485602	0	100.0000	0.0000
Public Institutions	E-Voting	13902087	11345635	81.6110	9057086	2288549	79.8288	20.1712
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11345635	81.6110	9057086	2288549	79.8288	20.1712
Public Non Institutions	E-Voting	17979555	5225555	29.0639	5222837	2718	99.9480	0.0520
	Poll		2493	0.0139	2493	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5228048	29.0778	5225330	2718	99.9480	0.0520
Total		91367244	76059285	83.2457	73768018	2291267	96.9875	3.0125

For Capital First Limited



Satish Gaikwad

Head – Legal, Compliance & Company Secretary



PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :

111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Capital First Limited
Indiabulls Finance Centre, Tower -2,
15th Floor, Senapati Bapat Marg,
Elphinstone,
Mumbai - 400013

Dear Sir,

Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting by tablet based electronic voting system at the Annual General Meeting of Capital First Limited held on Tuesday, July 5, 2016 at 3:00 p.m.

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Capital First 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 conduct the remote e-voting process in respect of the below mentioned resolutions passed at the 11th Annual General Meeting (AGM) of Capital First Limited held on Tuesday, July 5, 2016, at 3:00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 5, 2016.

The Notice dated May 13, 2016 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through e-voting facility. The shareholders of the company holding shares as on the "cut-off" date of June 28, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Friday, July 01, 2016 at 09:30 am (IST) and ended on Monday, July 04, 2016 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.



After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and voting by tablet based electronic voting system at the AGM.

I now submit my consolidated Report as under on the result of the remote e-voting and voting by tablet based electronic voting system at the AGM in respect of the said Resolutions.

Resolution 1: Ordinary Resolution

Adoption of standalone and consolidated financial statements for the year ended March 31, 2016

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
168	7,60,60,845	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	10	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Resolution 2: Ordinary Resolution

Declaration of dividend of Rs. 2.40 per Equity Share of the Company for the Financial Year ended March 31, 2016.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
167	7,60,60,828	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	70	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Resolution 3: Ordinary Resolution

Appointment of a Director in place of Mr. Narendra Ostawal (DIN 06530414), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
161	7,60,59,375	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	1,437	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Resolution 4: Ordinary Resolution

Ratification of the appointment of M/s. S. R. Batliboi & Co. LLP., Chartered Accountants, having ICAI firm Registration No. 301003E/E300005, as approved by members at the Ninth Annual General Meeting as Statutory Auditors of the Company to hold office until the conclusion of Twelfth Annual General Meeting and to authorize the Board to fix their remuneration.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
164	7,56,39,512	99.45

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	4,21,305	0.55

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Resolution 5: Ordinary Resolution

Appointment of Mr. Apul Nayyar (DIN: 01738973) designated as Executive Director who shall act as Whole Time Director.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
161	7,60,59,678	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	1,122	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Resolution 6: Ordinary Resolution

Appointment of Mr. Nihal Desai (DIN: 03288923) designated as Executive Director who shall act as Whole Time Director.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
161	7,44,79,024	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	1,147	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Resolution 7: Special Resolution

To approve increase in Borrowing limits under section 180(1)(c) upto Rs. 25,000 Crore over and above the aggregate, for the time being, of the paid up capital and free reserves of the Company.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
151	7,59,82,079	99.91

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	71,168	0.09

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Resolution 8: Special Resolution**To approve issue of Non Convertible Debentures in one or more tranches.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
147	7,57,64,499	99.93

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	56,008	0.07

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Resolution 9: Special Resolution

To consider and approve 'CFL Employee Stock Option Scheme 2016' for Employees of the Company.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
136	7,37,68,473	96.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
33	22,90,927	3.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL



Resolution 10: Special Resolution

To consider and approve 'CFL Employee Stock Option Scheme 2016' for Employees of the Subsidiary (ies).

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
131	7,37,68,018	96.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
37	22,91,267	3.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	NIL

Thanking you,

Yours faithfully,

P. N. Parikh

Parikh & Associates

Practising Company Secretaries

FCS: 327 CPNo.: 1228

111, 11th Floor, SaiDwar CHS Ltd,

Sab TV Lane, Opp. Laxmi Indl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri (West), Mumbai - 400053

Place: Mumbai

Dated: July 05, 2016



Handwritten signature.