

CFL/LS/135/2013-14

August 23, 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: Details regarding the Voting Results pursuant to Clause 35A of the Equity Listing Agreement

Dear Sir/Madam,

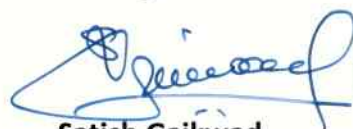
At the 8th Annual General Meeting (“AGM”) of Capital First Limited (*Formerly known as Future Capital Holdings Limited*) held on August 22, 2013 at Mini Theatre, 3rd Floor, P. L. Deshpande Maharashtra Kala Academy, Sayani Road, Prabhadevi, Mumbai – 400 025, all items of business contained in the Notice of the AGM were approved by the Shareholders.

The details of the Voting results at the AGM are enclosed in the format prescribed under Clause 35A of the Equity Listing Agreement.

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

Thanking you,

Yours faithfully,
For Capital First Limited



Satish Gaikwad
Company Secretary



Encl.: as above

Details of Voting Results

Details of the Annual General Meeting	22 nd August, 2013
Total number of shareholders on record date (Book Closure dates – 17 th August, 2013 to 22 nd August 2013)	129022
No. of shareholders present in the meeting either in person or through proxy:	
a. Promoters and Promoter Group	2
b. Public	64
No. of shareholders attended the meeting through Video Conferencing:	Not Arranged
a. Promoters and Promoter Group	
b. Public	

Agenda- Wise

Sr. No.	Details of Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting (Shows of hands /Poll/ Postal ballot/ E-voting)	Remarks
ORDINARY BUSINESS				
1	Adoption of the Audited Accounts of the Company for the financial year ended March 31, 2013	Ordinary	Show of hands	Passed with requisite majority
2	Declaration of 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	Ordinary	Show of hands	Passed with requisite majority
3	Re-appointment of Mr. Anil Singhvi as a Director of the Company liable to retire by rotation	Ordinary	Show of hands	Passed with requisite majority
4	Re-appointment of M/s. S. R. Batliboi & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company	Ordinary	Show of hands	Passed with requisite majority



SPECIAL BUSINESS				
5	Appointed Mr. Vishal Mahadevia as a Director of the Company.	Ordinary	Show of hands	Passed with requisite majority
6	Appointed Mr. M S Sundara Rajan as a Director of the Company	Ordinary	Show of hands	Passed with requisite majority
7	Appointed Mr. Hemang Raja as a Director of the Company.	Ordinary	Show of hands	Passed with requisite majority
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 and above the aggregate, for the time being, of the paid-up share capital and free reserves of the Company.	Ordinary	Show of hands	Passed with requisite majority
9	Approved the revision in remuneration payable to Mr. V. Vaidyanathan, Chairman and Managing Director of the Company.	Special	Show of hands	Passed with requisite majority
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.	Special	Show of hands	Passed with requisite majority
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 to 5 years from the Date of Vesting or ten years from the Grant Date, whichever is later	Special	Show of hands	Passed with requisite majority

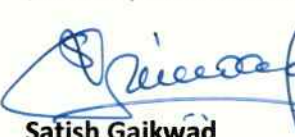


12	Approved Modification of 'Exercise Period' in all Employee Stock Option Scheme CFL ESOS-2007, CFL ESOS-2008, CFL ESOS-2009, CFL ESOS-2011 and CFL ESOS-2012 (Collectively "ESOS Schemes") applicable to employees of the subsidiary companies to 5 years from the Date of Vesting or ten years from the Grant Date, whichever is later	Special	Show of hands	Passed with requisite majority
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IN CASE OF POLL/POSTAL BALLOT/E-VOTING: Not Applicable

Promoter/Public	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	-	-	-	-	-	-	-
Public Institutional holders	-	-	-	-	-	-	-
Public-Others	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

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


Satish Gaikwad
Company Secretary

