

Caprihans India Limited
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Bilcare
Research

October 04, 2023

The Secretary
BSE Limited
Dept. of Corporate Services,
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai - 400 001.

Dear Sirs,

Sub: Voting Results of 77th Annual General Meeting of the Company held on September 30, 2023 at 12.00 noon through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We are submitting herewith the voting results of the business transacted at the 77th Annual General Meeting (AGM) held on Saturday, September 30, 2022 at 12.00 noon through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") in the format prescribed in Annexure - A.

We are also enclosing herewith, Combined Report by Scrutinizers on E-Voting and Voting at 77th AGM of the Company in Annexure-B.

This is for your information and records.

Thanking you,
Yours faithfully,
For Caprihans India Limited



Pritam Paul
CFO & Company Secretary



Encl: A/a

ANNEXURE-A

CAPRIHANS INDIA LIMITED
77th Annual General Meeting - Voting Results
Pursuant to Regulation 44 (3) of the SEBI {Listing Obligations and Disclosure Requirements}

Sr. No.	Particulars	Details
1.	Day & Date of AGM	Saturday, September 30, 2023
2.	Total number of shareholders on record date	7638
3.	No. of Shareholders present in the meeting either in person or through proxy	Nil
	Promoter & Promoter Group	Nil
	Public	Nil
4.	No. of Shareholders attended the meeting through Video Conferencing	50
	Promoter & Promoter Group	1
	Public	49

5. Particulars of Resolutions passed:

Sr. No.	Details of the Items	Type of Resolution	Mode of Voting
i.	Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2023	Ordinary Resolution	E-voting, Voting during the Meeting
ii.	Appointment of Ms. Ankita J. Kariya (DIN: 08292735) as a Director liable to retire by rotation.	Ordinary Resolution	E-voting, Voting during the Meeting
iii.	Approval for increase in the Remuneration of Mr. Shreyans Bhandari, President.	Ordinary Resolution	E-voting, Voting during the Meeting
iv.	Approval for Increase in the Remuneration of Ms. Ruchi Gothi, Vice-President – International Business Development.	Ordinary Resolution	E-voting, Voting during the Meeting
v.	Ratification of remuneration of Cost Auditors.	Ordinary Resolution	E-voting, Voting during the Meeting

All the Resolutions were passed with requisite majority. Agenda wise disclosure separately for each agenda item is attached below.

This is for your information and records.

Thanking you,
Yours faithfully,
For Caprihans India Limited


Pritam Paul
CFO & Company Secretary



Encl: A/a

Caprihans India Limited

Resolution Required : (Ordinary)

1 - Adoption of Audited Financial Statements.

Whether promoter/ promoter group are interested in the agenda/resolution?

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	6698325	0	0.0000	0	0	0.0000	0.0000
	Poll		6698325	100.0000	6698325	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6698325	100.0000	6698325	0	100.0000	0.0000
Public Institutions	E-Voting	2306	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6433340	815181	12.6712	815181	0	100.0000	0.0000
	Poll		899453	13.9811	899453	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1714634	26.6523	1714634	0	100.0000	0.0000
Total		13133971	8412959	64.0550	8412959	0	100.0000	0.0000

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Caprihans India Limited

Resolution Required : (Ordinary)

2 - Appointment of Ms. Ankita J. Kariya (DIN: 08292735) as a Director liable to retire by rotation.

Whether promoter/ promoter group are interested in the agenda/resolution?

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	6698325	0	0.0000	0	0	0.0000	0.0000
	Poll		6698325	100.0000	6698325	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6698325	100.0000	6698325	0	100.0000	0.0000
Public Institutions	E-Voting	2306	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6433340	815181	12.6712	815181	0	100.0000	0.0000
	Poll		899453	13.9811	899453	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1714634	26.6523	1714634	0	100.0000	0.0000
Total		13133971	8412959	64.0550	8412959	0	100.0000	0.0000

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Caprihans India Limited

Resolution Required : (Special)

3 - Approval for increase in the Remuneration of Mr. Shreyans Bhandari, President.

Whether promoter/ promoter group are interested in the agenda/resolution?

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	6698325	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	2306	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6433340	815181	12.6712	815181	0	100.0000	0.0000
	Poll		899453	13.9811	899453	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1714634	26.6523	1714634	0	100.0000	0.0000
Total		13133971	1714634	13.0550	1714634	0	100.0000	0.0000

Shreyans Bhandari



Caprihans India Limited

Resolution Required : (Special)

4 - Approval for Increase in the Remuneration of Ms. Ruchi Gothi, Vice-President – International Business Development.

Whether promoter/ promoter group are interested in the agenda/resolution?

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	6698325	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	2306	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6433340	815181	12.6712	815181	0	100.0000	0.0000
	Poll		899453	13.9811	899453	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1714634	26.6523	1714634	0	100.0000	0.0000
Total		13133971	1714634	26.6523	1714634	0	100.0000	0.0000



Caprihans India Limited

Resolution Required : (Ordinary)

5 - Ratification of remuneration of Cost Auditors.

Whether promoter/ promoter group are interested in the agenda/resolution?

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	6698325	0	0.0000	0	0	0.0000	0.0000
	Poll		6698325	100.0000	6698325	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6698325	100.0000	6698325	0	100.0000	0.0000
Public Institutions	E-Voting	2306	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6433340	815181	12.6712	815181	0	100.0000	0.0000
	Poll		899453	13.9811	899453	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1714634	26.6523	1714634	0	100.0000	0.0000
Total		13133971	8412959	64.0550	8412959	0	100.0000	0.0000

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Umesh Parameshwar Maskeri
Practicing Company Secretary

No 304, Geetanjali Heights, Plot No.77, Sector 27
Near Presentation Convent School, Nerul East, Navi Mumbai-400 706
Mobile: 09930178352; Email: umeshmaskeri@gmail.com

SCRUTINIZER'S REPORT

October 03, 2023

To
The Chairman
Caprihans India Limited
Registered Office
Block D, Shivsagar Estate
Dr. Annie Besant Road, Worli
Mumbai – 400018

Dear Sir/ Madam,

SCRUTINIZER'S REPORT	
Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014	
Name of the Company	Caprihans India Limited ("the Company")
Nature of Meeting	77 th Annual General Meeting ("AGM")
Time, Day and Date	At 12-00 Noon , Saturday, September 30, 2023
Deemed Venue of AGM	Registered Office, Block D, Shivsagar Estate Dr. Annie Besant Road, Worli, Mumbai-400018
Mode	Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

1. Appointment of Scrutinizer:

I, Umesh P. Maskeri, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Caprihans India Limited ("the company") at their meeting held on August 31, 2023, for the purpose of ensuring that the voting process is conducted in a fair and transparent manner, on the resolutions contained in the notice dated August 31, 2023, of the AGM of the Members of the Company held at 12-00 Noon on Saturday, September 30, 2023, by Video Conferencing or Other Audio Visual Means (OAVM) and for the purpose of scrutinizing the remote e-voting process and electronic voting under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules").

2. Relaxations granted by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI")

In accordance with the provisions of the Companies Act, 2013 read with the Rules made thereunder and General Circular No 10/ 2022 dated December 28, 2022, other circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by the SEBI ("Circulars"), companies are allowed to hold AGM through video conference / Other Audio Visual Means ("VCOAVM") upto September 30, 2023 without the physical presence of the members. The AGM was held accordingly through VC/OAVM.



3. Dispatch of Notice of 77th Annual General Meeting (“AGM”):

Pursuant to Sections 101, 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening the AGM of the Company and explanatory statement along with the procedure for remote e-voting and e-voting during the AGM were sent to the shareholders whose e-mail addresses were registered with the Company’s Registrar and Share Transfer Agent/Depository Participant(s) for communication purposes in compliance with the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022 and 28th December, 2022 and by the SEBI dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement on July 14, 2023, to those members whose name(s) appeared on the Register of Members of the Company or Register of Beneficial Owner maintained by the Depositories and as on the cut-off date for this purpose.

4. Publication of advertisement in Newspapers:

In terms of the requirements of Rule 20 of the Companies (Management and administration) Rules, 2022, Company has published advertisements in English Newspaper viz. Free Press Journal and in Marathi Newspaper viz. Nav Shakti dated September 10, 2023 intimating that the AGM was going to be held through Video Conferencing mode and that the Notice of AGM will be sent by email to those members who have provided the email address. The said newspaper advertisements, contained among other things, the information that there will be voting by electronic means only and there was no provision for any voting through physical ballot forms and further the process to register the email addresses, in case of shareholders who had not registered their email address with the Company, depository or depository participant as stipulated in MCA Circular No 17/2020 dated April 13, 2020.

5. Cutoff date:

The Company has provided me the Register of Members as on the cut-off date i.e. September 23, 2023.

6. Remote e-voting Process: Event Number 230602 :

6.1. Agency:

Company has availed the services of Link Intime India Private Limited through their product instavote, which has provided the facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM.

6.2. Generation and activation of Event Number 230602 :

Company has generated and activated the Event Number 230602 on September 27, 2023.

6.3 Remote e-voting period

The remote e-voting period commenced at 9:00 a.m. on Wednesday, September 27, 2023 and closed at 05:00 p.m. on Friday, September 29, 2023. The facility of voting by remote e-voting was provided for an additional duration of 15 minutes soon after conclusion of the



Annual General Meeting. The Instavote remote e-voting portal was disabled thereafter. Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions, set out in the notice convening the AGM.

There was no facility to cast votes by ballot papers, in accordance with the provision of Para 3 (A)(VI) of the General Circular No 20 dated May 5, 2020 issued by the Ministry of Corporate Affairs.

7. Responsibility of Management:

The Management of the Company is responsible for ensuring compliance with the requirements of Section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") relating to the agenda items placed before the members for their approval, including the eligibility or otherwise of the related parties to vote to approve the items of business including the resolutions No (3) and (4) for approval of Related Party Transactions pursuant to Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of the Board and its powers) Rules, 2014 mentioned in the Notice of AGM. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on votes cast through e-voting placed for approval of the shareholders through Postal Ballot by remote e-voting.

8. Counting process:

On completion of e-voting during the AGM as mentioned above, I have unblocked the votes cast through remote e-voting on September 30, 2023 from the Instavote e-voting portal and downloaded the voting results. in the presence of two persons who are not the employees of Caprihans India Limited.

9. Voting results:

A summary of the voting results through remote for each of the agenda items contained in the notice of AGM is furnished below:

A. ORDINARY BUSINESS:

ITEM NO. 1: ORDINARY RESOLUTION

To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2023, together with the reports of the board of directors and auditors' thereon.

Details of voting	Remote E-voting		During AGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Ascent	45	815181	9	7597778	54	8412959	100
Dissent	0	0	0	0	0	0	0
Total	45	815181	9	7597778	54	8412959	100
Result	Passed unanimously						



ITEM NO. 2: ORDINARY RESOLUTION:

To appoint a director in place of Mrs. Ankita J Kariya (DIN 08292735) , who retires by rotation at this meeting and being eligible, offered herself for re-appointment

Details of voting	Remote E-voting		During AGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Ascent	45	815181	9	7597778	54	8412959	100
Dissent	0	0	0	0	0	0	0
Total	45	815181	9	7597778	54	8412959	100
Result	Passed unanimously						

B. SPECIAL BUSINESS

ITEM NO. 3: Ordinary Resolution:

Approval for increase of remuneration of Mrs. Shreyans Bhandari, President

Details of voting	Remote E-voting		During AGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Ascent	45	815181	8	899453	53	1714634	100
Dissent	0	0	0	0	0	0	0
Total	45	815181	8	899453	53	1714634	100
Result	Passed unanimously						

ITEM NO. 4: : Ordinary Resolution:

Approval for increase of remuneration of Ms. Ruchi Gothi, Vice President - International Business Development

Details of voting	Remote E-voting		During AGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Ascent	45	815181	8	899453	53	1714634	100
Dissent	0	0	0	0	0	0	0
Total	45	815181	8	899453	53	1714634	100
Result	Passed unanimously						

ITEM NO. 5: : Ordinary Resolution:

Approval for increase of remuneration of Ms. Ruchi Gothi, Vice President - International Business Development

