

SCRUTINIZER'S REPORT

To,
The Board of Directors
CAPRIHANS INDIA LIMITED
Block D Shivsagar Estate,
Dr Annie Besant Road Worli,
Mumbai - 400018

Dear Sir,

I, Mr. Mayank Arora, Practicing Company Secretary and proprietor of M/s. & Co., appointed as Scrutinizer by the Board of Directors ("the Board") of Caprihans India Limited (herein referred as "the Company") vide its meeting held on 08th January, 2020 for scrutinizing the Postal Ballot voting including remote e-voting process for seeking approval of the Shareholders by way of Ordinary Resolution/Special Resolution of following Item:

- (i) Shifting of Registered Office.

I hereby submit my report as under:-

- a. On 20th January, 2020, the Company completed the dispatch of Notice to its all eligible Members, under Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 along with the Postal Ballot Form and a self-addressed postage envelope, for seeking the consent of the members by way of Special Resolution for the business set out in the Notice dated 08th January, 2020, to be transacted by postal ballot which includes voting by electronic means.
- b. A Public Notice that the Company had sent Postal Ballot Notices along with other documents to the Shareholders was published in The Free Press Journal (English Newspaper) and Navshakti (Marathi Newspaper) Newspaper on 21st January, 2020.



- c. The Company had offered remote e-voting facility as an alternative to all its Members, which enabled the Members to cast votes electronically instead of physically submitting dully filled in Postal Ballot Form. The instructions on e-voting were provided in the Notice.
- d. The Company was having 7889 Shareholders as on 10th January, 2020.
- e. **Remote E-Voting**

The Company had provided Remote e-Voting facility through NDSL portal on <https://www.evoting.nsdl.com/> under Electronic Voting Sequence Number (EVSN) 112734. The Remote e-Voting commenced from 25th January, 2020 at 9.00 a.m. and closed on 23rd February, 2020 at 5.00 p.m. The votes cast were unblocked on Monday, 24th February, 2020 in the presence of two witnesses, Ms. Ruchika Konde and Ms. Kajal Jain who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Ms. Ruchika Konde



Name: Ms. Kajal Jain

Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Security Depository Services Limited (NSDL) i.e. [https:// www.evoting.nsdl.com/](https://www.evoting.nsdl.com/) 39 (Thirty Nine) Shareholders exercised their voting rights through Remote e-Voting facility provided by NSDL.

f. **Voting through Postal Ballot Forms:**

- (i) I was delivered 6 (Six) Postal Ballot from the Shareholder of the Company.
- (ii) The Shareholders exercised their voting either by electronic or by Physical mode. No shareholder opted for both the facilities.
- (iii) No envelope containing Postal Ballot was received after 23rd February, 2020 up to date of this report.
- (iv) The Registrar and Transfer Agent ("RTA") of the Company verified the signature of Members in Postal Ballot Forms with the specimen signature registered with RTA.



g. The result of the scrutiny is as under:

Item No. 1

Special Resolution:

Shifting of Registered Office

Remote E-Voting Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6 = (3/2) * 100]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = (7/4) * 100]	% of votes against on valid votes [10 = (8/4) * 100]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	94,11,755	94,11,615	94,11,615	0	99.99	94,11,615	0	100	0
Public Institutional holders	4,88,290	4,83,020	4,83,020	0	98.92	4,83,020	0	100	0
Public Others	32,33,926	7,722	7,722	0	0.24	3,909	3,813	50.62	49.38
Total	1,31,33,971	99,02,357	99,02,357	0	75.39	98,98,544	3,813	99.96	0.04

Physical Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6 = (3/2) * 100]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = (7/4) * 100]	% of votes against on valid votes [10 = (8/4) * 100]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	94,11,755	0	0	0	0	0	0	0	0
Public Institutional holders	4,88,290	0	0	0	0	0	0	0	0
Public Others	32,33,926	153	153	0	0.004	143	10	93.47	6.53
Total	1,31,33,971	153	153	0	0.001	143	10	93.47	6.53



Combined Result:-

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares [6 = (3/2) * 100]	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes [9 = (7/4) * 100]	% of votes against on valid votes [10 = (8/4) * 100]
(1)	(2)	(3)	(4)	(5)		(7)	(8)		
Promoter and Promoter Group	94,11,755	94,11,615	94,11,615	0	99.99	94,11,615	0	100	0
Public Institutional holders	4,88,290	4,83,020	4,83,020	0	98.92	4,83,020	0	100	0
Public Others	32,33,926	7,875	7,875	0	0.24	4,052	3,823	51.45	48.55
Total	1,31,33,971	99,02,510	99,02,510	0	100	98,98,687	3,823	99.96	0.04

Voted in Favour of Resolution:

Category	No. of Valid Votes in favour	% of Valid Votes in favour to Valid Votes Polled i.e. 99,02,510
Promoter & Promoter Group	94,11,615	95.04
Public Institutional holders	4,83,020	4.88
Public Others	4,052	0.04
Total	98,98,687	99.96

Voted in Against of Resolution:

Category	No. of Valid Votes in favour	% of Valid Votes in favour to Valid Votes Polled i.e. 99,02,510
Promoter & Promoter Group	0	0
Public Institutional holders	0	0
Public Others	3,823	0.04
Total	3,823	0.04



Therefore, Resolution in Item no. 1 stands passed with requisite majority.

I have handed over the Postal Ballot forms and other related papers / Registers and records for safe custody to Mr. Pritam Paul, Company Secretary of the Company.

Thanking You,
Yours faithfully,

For Mayank Arora & Co.,
Company Secretaries

Mayank Arora
Proprietor

For Caprihans India Limited



Pritam Paul
Company Secretary

Place: Mumbai
Dated: 24/02/2020

UDIN number: F010378A000570718

