



CIL/SE/2024-25/54
September 26, 2024

BSE Limited
P.J. Towers
Dalal Street
Mumbai- 400 001

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Scrip code: 540710

Symbol: CAPACITE

Sub: Proceedings, Voting Results and Scrutinizer Report of 12th Annual General Meeting

Ref: Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

We wish to inform that the 12th Annual General Meeting ('AGM') of the Company was held today i.e. Thursday, September 26, 2024 at 11:30 A.M. (IST) through Video Conferencing ('VC') and concluded at 12:13 P.M. (IST).

In view of above, please find enclosed:

- 1) Summary of the proceedings of 12th AGM
- 2) Voting Results
- 3) Scrutinizer's Reports

Voting Results and Scrutinizer's Report are also available on the website of the Company i.e. www.capacite.in and E-voting service provider (Kfintech Technologies Private Limited) <https://evoting.kfintech.com/public/downloads.aspx>.

Please take same on record.

This disclosure will also be hosted on the Company's website viz. www.capacite.in.

For any correspondence/ queries/ clarifications, please write to cs@capacite.in.

Thanking you

Yours faithfully,
For **Capacit'e Infraprojects Limited**

Rahul Kapur
Company Secretary & Compliance Officer

Encl: as above

Capacit'e Infraprojects Limited

Regd. Office: 605-607, Shrikant Chambers, Phase - 1, 6th Floor, Adjacent to R.K. Studios, Sion – Trombay Road, Chembur, Mumbai - 400 071, India. **Tel No.:** +91-022-7173 3733, **Fax.:** +91-022-7173 3733, **Email:** info@capacite.in

CIN: L45400MH2012PLC234318 | www.capacite.in



**Summary of Proceedings
12th Annual General Meeting
Thursday, September 26, 2024**

The 12th Annual General Meeting ('AGM') of Capacit'e Infraprojects Limited ("**Company**") was convened on Thursday, September 26, 2024 at 11.30 a.m. (IST) and concluded at 12:13 p.m. (IST).

Quorum

38 members holding 1,77,98,527 shares (representing 21% of total Share capital of the Company).

Directors Present

Mr. Rohit Katyal	Chairman and Executive Director
Mr. Subir Malhotra	Whole Time Director
Dr. Manjushree Ghodke	Independent Director
Mr. Ankit Paleja	Independent Director
Dr. Rukmani Krishnamurthy	Independent Director
Mr. Kartik Rawal	Independent Director

Company Secretary

Mr. Rahul Kapur

Senior Management Personnel Present

Mr. Rajesh Das	Chief Financial Officer
Mr. Alok Mehrotra	ED-Finance
Mr. Nishith Pujary	President- Accounts

Auditors and Scrutinizers Present

M/s. S.R.B.C. & Co., Chartered Accountants	Statutory Auditors
Shreyans Jain & Co., Company Secretaries	Secretarial Auditor and Scrutinizer

Mr. Rohit Katyal chaired the meeting.

With the permission of the Chairman, the Company Secretary welcomed the Members, Directors and other participants of the Meeting. Further he informed that:

- a) the meeting was convened in compliance with Companies Act, 2013, SEBI Regulations and Circulars and Rules/ Regulations made thereunder;
- b) the requisite quorum was present;
- c) statutory registers and other documents were available for inspection electronically;
- d) that Mr. Rahul Katyal, Managing Director & CEO & Mr. Arun Karambelkar, Independent Director were unable to attend the meeting due to their pre-occupation with other commitments.

Capacit'e Infraprojects Limited

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With the permission of the Members, the Company Secretary has taken Notice, Board Report and Auditor's reports (including qualification and observations in Statutory Audit Report and Secretarial Audit Report, not having material adverse effect on the functioning of the Company) for financial year 2023-24 as read.

Directors, Chief Financial Officer (CFO) and Senior Management Personnel (SMP) introduced themselves.

The Chairman made his opening remarks and briefed the shareholders about the performance of the Company.

The Company Secretary opened the floor for 'Questions & Answers' for the members who had registered themselves as 'speaker' to ask questions or express their views. The questions raised by the members were duly responded by the Chairman.

The Company Secretary informed the members that the Company had provided remote e-voting facility to the members holding shares as on the **Cut-off date i.e. Thursday, September 19, 2024 (which started at 9:00 a.m. (IST) on Sunday, September 22, 2024 and ended at 5:00 p.m. (IST) on Wednesday, September 25, 2024)** to cast their votes on all the resolutions set forth in the AGM Notice. Members who were participating in the meeting and had not cast their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting at the meeting.

The following items of businesses as set out in the Notice of AGM were put to vote:

Item No.	Resolution Description	Type of Resolution
Ordinary Business		
1.	Adoption of Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2024	Ordinary
2.	Re-appointment of Mr. Rahul Katyal (DIN 00253046) as a Director, liable to retire by rotation	Ordinary
Special Business		
3.	Ratification of remuneration payable to M/s. Y R Doshi & Associates, Cost Auditor of the Company	Ordinary

CS Shreyans Jain, Practicing Company Secretary, who was appointed as the Scrutinizer, was requested to compile the results for remote e-voting as well as e-voting at the AGM and submit Consolidated Scrutinizer's Report within the stipulated time.

The Company Secretary thanked all the members and participants for attending and participating in the meeting.

As per the scrutinizer's report received, all the above mentioned resolutions were declared as approved with the requisite majority. The resolutions were deemed to be passed on September 26, 2024.

Thanking you

Yours faithfully,

For **Capacit'e Infraprojects Limited**

Rahul Kapur

Company Secretary & Compliance Officer

Capacit'e Infraprojects Limited

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VOTING RESULTS OF 12TH ANNUAL GENERAL MEETING

CAPACIT'E INFRAPROJECTS LIMITED	
Date of Annual General Meeting	September 26, 2024
Total number of shareholders on record date i.e. 19.09.2024	65903
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: 7 Public: 31	38
No. of resolution passed in the meeting	03

Resolution No. 1

Resolution required		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To consider and adopt the Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2024						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total Shares		2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00
Public-Institutions	E-Voting	1,81,34,769	80,46,165	44.3687	72,37,345	8,08,820	89.9477	10.0522
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total Shares		1,81,34,769	80,46,165	44.3687	72,37,345	8,08,820	89.9478
Public- Non-Institutions	E-Voting	3,96,57,796	79,964	0.2016	79,853	111	99.8611	0.1388
	Poll		15,667	0.0395	15,667	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total Shares		3,96,57,796	95,631	0.2411	95,520	111	99.8839
Total		8,46,04,043	3,49,53,274	41.3140	3,41,44,343	8,08,931	97.6857	2.3143

Resolution No. 2

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To re-appoint Mr. Rahul Katyal (DIN 00253046) as a Director, liable to retire by rotation					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total Shares		2,68,11,478	2,68,11,478	100.00	2,68,11,478	0	100.00
Public-Institutions	E-Voting	1,81,34,769	80,54,940	44.4171	80,54,940	0	100.00	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total Shares		1,81,34,769	80,54,940	44.4171	80,54,940	0	100.00
Public- Non-Institutions	E-Voting	3,96,57,796	79,964	0.2016	79,793	171	99.7861	0.2138
	Poll		15,667	0.0395	15,667	0	100.00	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total Shares		3,96,57,796	95,631	0.2411	95,460	171	99.8212
Total		8,46,04,043	3,49,62,049	41.3243	3,49,61,878	171	99.9995	0.0005

Resolution No. 3

Resolution required			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Ratification of remuneration payable to M/s. Y R Doshi & Associates, Cost Auditor of the Company					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,68,11,478	2,68,11,478	100.0000	2,68,11,478	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total Shares		2,68,11,478	2,68,11,478	100.0000	2,68,11,478	0	100.0000
Public-Institutions	E-Voting	1,81,34,769	80,54,940	44.4171	80,54,940	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total Shares		1,81,34,769	80,54,940	44.4171	80,54,940	0	100.0000
Public- Non-Institutions	E-Voting	3,96,57,796	79,964	0.2016	79,853	111	99.8611	0.1388
	Poll		15,667	0.0395	15,667	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total Shares		3,96,57,796	95,631	0.2411	95,520	111	99.8839
Total		8,46,04,043	3,49,62,049	41.3243	3,49,61,938	111	99.9997	0.0003



Shreyans Jain & Co.

Company Secretaries

Off: 603, Ashok Heights, Opp. Saraswati Apartments, Near Nicco Circle,
Niklaswadi Road, Gundavali, Andheri (E), Mumbai - 400069, Maharashtra.
Tel: 022-46002079; **Website:** www.sjcocs.com; **email:** shreyanscs@gmail.com

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman
12th Annual General Meeting
Capacit'e Infraprojects Limited,
605-607, Shrikant Chambers, Phase-1,
6th Floor, Sion Trombay Road,
Mumbai – 400071, Maharashtra

Dear Sir,

The Board of Directors of CAPACIT'E INFRAPROJECTS LIMITED ("Company") at its meeting held on August 14, 2024 had approved to provide the facility for voting by Shareholders through electronic mode, for the items set out in the Notice of 12th Annual General Meeting held on Thursday, 26th September, 2024 ("AGM") of the Company in terms of 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") read along with General Circular No. 14/2020, 17/2020, 20/2020, 02/2022, 10/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 5th May, 2022, 28th December, 2022 and September 25, 2023 respectively and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated 5th January, 2023 (hereinafter referred to as "SEBI Circulars") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), to determine the result of the voting on resolutions set out in the Notice of AGM.

I, Shreyans Jain, proprietor of Shreyans Jain & Co. Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Company to scrutinize the;

- i. Voting by Shareholders through Remote e-voting in terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and
- ii. E-voting by Shareholders at the AGM;



Shreyans Jain & Co.

Company Secretaries

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Tel: 022-46002079; **Website:** www.sjcoocs.com; **email:** shreyanscs@gmail.com

In a fair and transparent manner for the resolution(s) as contained in the Notice of the said AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respects.

Management's Responsibility:

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder; the MCA Circulars; the SEBI Circular; and Listing Regulations pertaining to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice of the AGM.

Scrutinizer's Responsibility:

My responsibility as a scrutinizer for the voting through electronic means i.e. by remote e-voting and e-voting at the AGM is to make a Consolidated Scrutinizer's report of the total votes cast, votes cast in favour and against including the details of abstained / invalid votes, if any, on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting platform i.e. <https://evoting.kfintech.com/> provided by KFin Technologies Limited (hereinafter "KFin"), the authorised agency to provide e-voting facilities, engaged by the Company.

Dispatch of Notice Convening the Meeting:

Pursuant to MCA Circulars and SEBI Circular, the Notice dated 14th August, 2024 convening the 12th Annual General Meeting of the Company held on Thursday, 26th September, 2024 alongwith explanatory statement setting out material facts under Section 102 of the Act was sent to the Members of the Company through electronic mode.

Cut-Off Date:

The Shareholders of the Company as on Thursday, 19th September, 2024, being the cut-off as set out in the Notice were entitled to vote on the Resolutions (item nos. 1 to 3 as set out in the Notice convening the AGM).

Remote E-Voting:

The Company has engaged KFin as an agency for providing the remote e-voting platform.

The remote e-voting period commenced on Sunday, 22nd September, 2024 at 9:00 a.m. I.S.T. and concluded on Wednesday, 25th September, 2024 at 5:00 p.m. I.S.T. on KFin's e-voting platform.



Shreyans Jain & Co.

Company Secretaries

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Tel: 022-46002079; Website: www.sjcocs.com; **email:** shreyanscs@gmail.com

E-Voting Process during the AGM:

- (i). The Company had extended the facility of e-voting at the AGM for the Shareholders who had not cast their vote during the remote e-voting voting period.
- (ii). As prescribed under Rules, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting before the AGM do not vote again during the AGM, the Scrutinizer had access, after closure of period of remote e-voting and before the start of AGM, to only such details pertaining to Shareholders who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted. Accordingly, KFin, the e-voting agency provided us with the names, DP ID / Folio numbers and shareholding of the Shareholders who have cast their votes through remote e-voting after my validation on the e-voting platform.

I have obtained complete record of votes cast by remote e-voting and e-voting during the meeting from KFin's e-voting portal which was unblocked after the conclusion of AGM in the presence of two witnesses viz., Mr. Ajit Tibrewal and Ms. Prachi Trivedi who are not in the employment of Company and who have signed below in confirmation of the votes being unblocked in their presence.

Results:

The details containing *interalia*, list of Equity Shareholders, who voted "for" or "against" or whose votes were considered as abstained / invalid on each of the resolutions that were put to vote, were generated from the e-voting platform of KFin. Taking into account the report from KFin's e-voting portal through remote e-voting and e-voting during the meeting the consolidated results with respect to each item on the agenda as set out in the Notice of the AGM is enclosed.

Thanking You,
Yours faithfully,

SHREYA Digitally signed
by SHREYANS
JAIN
NS JAIN Date: 2024.09.26
19:28:29 +05'30'

CS Shreyans Jain
Practicing Company Secretary
FCS8519 / C.P. No. 9801
UDIN: F008519F001333139

Date: 26/09/2024
Place: Mumbai



Shreyans Jain & Co.

Company Secretaries

Off: 603, Ashok Heights, Opp. Saraswati Apartments, Near Nicco Circle,
Niklaswadi Road, Gundavali, Andheri (E), Mumbai - 400069, Maharashtra.

Tel: 022-46002079; Website: www.sjcocs.com; email: shreyanscs@gmail.com

Recommendation:

- Based on the aforesaid results, the Ordinary Resolutions as contained in item no. 1, 2 and 3 of the Notice of AGM have been passed with requisite majority.

Thanking You,
Yours faithfully,

SHREYA
NS JAIN

Digitally signed by
SHREYANS JAIN
Date: 2024.09.26
19:28:54 +05'30'

CS Shreyans Jain
Practicing Company Secretary
FCS8519 / C.P. No. 9801
UDIN: F008519F001333139

For and on behalf of Capacit'e Infraprojects
Limited
Rahul Kapur
Company Secretary & Compliance Officer

Date: 26/09/2024
Place: Mumbai

We, the undersigned witnesses, confirm that the votes were unblocked from e-voting platform of KFin in our presence on Thursday, 26th September, 2024 after the conclusion of the AGM.

(Mr. Ajit Tibrewal)

(Ms. Prachi Trivedi)



SHREYANS JAIN & CO.

Company Secretaries

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Tel: 022 - 4600 2079; www.sjcoocs.com email: shreyanscs@gmail.com

ITEM No. 1

Resolution required: (Ordinary Resolution)	To receive, consider and adopt Financial Statements, Standalone and consolidated, for the Financial year ended March 31, 2024.							
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	126	34,128,676	97.6846%	19	808,931	2.3154%	3	26,777
E-VOTING DURING AGM	10	15,667	100.0000%	0	0	0.0000%	0	-
TOTAL	136	34,144,343	97.6857%	19	808,931	2.3143%	3	26,777

ITEM No. 2

Resolution required: (Ordinary Resolution)	Retirement by rotation of Mr. Rahul Katyal, Executive Director of the Company, offered himself for re-appointment.							
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	142	34,946,211	99.9995%	4	171	0.0005%	2	18,002
E-VOTING DURING AGM	10	15,667	100.0000%	0	0	0.0000%	0	-
TOTAL	152	34,961,878	99.9995%	4	171	0.0005%	2	18,002

ITEM No. 3

Resolution required: (Special Resolution)	Ratification of remuneration payable to M/s Y R Doshi & Associates, Cost Auditor of the Company							
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)				
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	143	34,946,271	99.9997%	3	111	0.0003%	2	18,002
E-VOTING DURING AGM	10	15,667	100.0000%	0	0	0.0000%	0	-
TOTAL	153	34,961,938	99.9997%	3	111	0.0003%	2	18,002

