

HELD AT ON TIME

MINUTES OF THE NINETEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF CAPRI GLOBAL CAPITAL LIMITED HELD ON SATURDAY, SEPTEMBER 28, 2013 AT 12.00 NOON AT WALCHAND HIRACHAND HALL, INDIAN MERCHANTS' CHAMBER, LNM IMC BLDG., OPP. CHURCHGATE STATION, CHURCHGATE, MUMBAI-400020.

The following Directors were present:

1. Mr. P. H. Ravikumar - Managing Director
2. Mr. Rajesh Sharma
3. Mr. Beni Prasad Rauka - Chairman of Audit Committee
4. Mr. Bhagwati Prasad
5. Ms. Bhagyam Ramani
6. Mr. Mukesh Kacker
7. Mr. Dinesh Chandra Babel

22 no. of members holding 41,614 Equity Shares were present in persons. List of members is enclosed as **Annexure I**.

6 no. of members holding 2,07,37,615 Equity Shares were present through their authorized representatives being corporate members. List of members is enclosed as **Annexure II**.

12 no. of members holding 1,01,00,138 Equity Shares were present through proxies. List of members present through Proxy is enclosed as **Annexure III**.

As Mr. Quintin E Primo III, Chairman was not present, Mr. Tushar Sodha (DP ID/Client ID IN30197510000014) proposed to appoint Mr. P. H. Ravikumar, as Chairman for the meeting which was seconded by Mr. Bharat Negandhi (DP ID/Client ID IN30051310569820). Mr. P. H. Ravikumar, was appointed Chairman unanimously.

Mr. P. H. Ravikumar took the Chair and as the requisite Quorum was present, he called the meeting to order. He introduced all the Directors present and also provided introduction of Mr. Quintin E Primo III and Mr. Sanjay Kaul.

With the consent of the members present, the Notice convening the meeting together with the Explanatory Statement annexed thereto and the Directors' Report were taken as read.

Thereafter, Chairman requested Mr. Harish Agrawal, Vice President & Company Secretary to read the Auditors' Report on standalone Accounts for the financial year ended March 31, 2013. Mr. Harish Agrawal, Vice President & Company Secretary read out the Auditors Report.

Thereafter, Mr. Beni Prasad Rauka requested Mr. P. H. Ravikumar to address the Shareholders. Mr. P. H. Ravikumar addressed the Shareholders present and provided a brief snapshot of the important events and business plan of the Company. He informed that Company has continued with the agenda for transformation & has taken initiative in the direction of building up the vertical focused on micro and small enterprises (MSME) and that vertical has made


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modest beginning by disbursing Rs. 3,481 Lacs through new offices at Mumbai, Delhi, Ludhiana and Ahmedabad. He further informed that the home construction focused lending vertical disbursed Rs. 391,17 Lacs. Company was able to earn PBDT of Rs. 108, 92.96 lacs, showing a growth of 80% as compared to Rs. 60, 37.79 lacs last year.

He further addressed the Shareholders that Company was able to forge an alliance with a reputed global player in the area of real estate i.e. Capri Global Capital, Ltd. (Cayman) which is the international affiliate of Capri Capital Partners, LLC (CCP), a Chicago based real estate investment management firm with more than USD 3 billion in assets under management. He also informed that the promoter and Chairman of CCP has joined our Board of Directors as its Non-executive Chairman. He expressed hope that the changes brought about in the business profile and at the Board and senior levels will enable building a organisation with sustainable & quality growth with strong governance framework.

In conclusion he thanked all the stakeholders and specially the members for standing by the Company and for the support and confidence reposed by them.

The Chairman, thereafter, invited the Members present to raise their queries on the accounts and the working of the Company. None of the Members present raised any query.

Thereafter, the Agenda of meeting as notified to the Shareholders was taken for approval by the Chairman.

1. The following resolution was proposed as an Ordinary Resolution by Mr. Tushar Sodha (DP ID/Client ID IN30197510000014) and seconded by Mr. Vinay Surana (DP ID/Client ID IN30048412860293).

"RESOLVED THAT the Audited Balance Sheets of the Company as at March 31, 2013, the Profit & Loss Accounts and Cash Flow Statement for the year ended on that date together with the Directors' and Auditors' Reports thereon, placed before the meeting, be and are hereby approved and adopted."

The Chairman put the aforesaid resolution to vote by show of hands, which was passed unanimously.

2. The following resolution was proposed as an Ordinary Resolution by Mr. Bharat Negandhi (DP ID/Client ID IN30051310569820) and seconded by Mr. Bimal Kumar Agarwal (DP ID/Client ID 1202700000084490)

"RESOLVED THAT the Company do declare and pay a final dividend of Rs. 1.50/- per equity share for the 12 months period ended on March 31, 2013, to those Members holding shares in physical form in the register of members on 20th Septemeber, 2013 and in respect of shares held in electronic form to those whose names appear as beneficial owners on 20th September, 2013 ,as per the details provided by the Depositories for this purposes."


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respect of whom the Company has received a notice in writing from a shareholder proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

The aforesaid resolution was put to vote by show of hands, which was carried unanimously.

Mr. P. H. Ravikumar excused himself and told that he will not participate in next two items of business as he was interested in those two items. He proposed to appoint Ms. Bhagyam Ramani to Chair the proceedings. Mr. Bharat Negandhi (DP ID/Client ID IN30051310569820) seconded the appointment.

Ms. Bhagyam Ramani took Chair and moved the next item of business.

7. The following resolution was proposed as an Ordinary Resolution by Mr. Bimal Kumar Agarwal (DP ID/Client ID 1202700000084490) and seconded by Mr. Himanshu Shah (DP ID/Client ID IN30048414898466).

"RESOLVED THAT Mr. Hayagreeva Ravikumar Puranam (DIN 00280010), who was appointed as an Additional Director of the Company on 12th April, 2013, holds office till this Annual General Meeting and in respect of whom the Company has received a notice in writing from a shareholder proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

The aforesaid resolution was put to vote by show of hands, which was carried unanimously.

8. The following resolution was proposed as an Ordinary Resolution by Mr. Tushar Sodha (DP ID/Client ID IN30197510000014) and seconded by Mr. Chirag Mehta (DP ID/Client ID IN30034311095545)

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956 (the Act), as amended or re-enacted from time to time, read with Schedule XIII to the Act, the Company hereby approves the appointment and terms of remuneration of Mr. Hayagreeva Ravikumar Puranam as the Managing Director of the Company for 3 years commencing on 12th April, 2013 to 11th April, 2016, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Directors and Mr. Hayagreeva Ravikumar Puranam.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."


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The aforesaid resolution was put to vote by show of hands, which was carried unanimously.

Thereafter Ms. Bhagyam Ramani requested Mr. P. H. Ravikumar to Chair the Meeting. Mr. P. H. Ravikumar moved the next item of business.

9. The following resolution was proposed as an Ordinary Resolution by Mr. Vinay Kumar Mishra (DP ID/Client ID IN30115125791664) and seconded by Mr. Vinay Surana (DP ID/Client ID IN30048412860293).

"RESOLVED THAT Mr. Quintin E Primo III (DIN 06600839), who was appointed as an Additional Director of the Company on 2nd August, 2013, holds office till this Annual General Meeting and in respect of whom the Company has received a notice in writing from a shareholder proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

The aforesaid resolution was put to vote by show of hands, which was carried unanimously.

10. The following resolution was proposed as an Ordinary Resolution by Mr. Tushar Sodha (DP ID/Client ID IN30197510000014) and seconded by Mr. Bharat Negandhi (DP ID/Client ID IN30051310569820).

"RESOLVED THAT Mr. Sanjay Kaul (DIN 01729695), who was appointed as an Additional Director of the Company on 12th August, 2013, holds office till this Annual General Meeting and in respect of whom the Company has received a notice in writing from a shareholder proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

The aforesaid resolution was put to vote by show of hands, which was carried unanimously.

Mr. P H Ravikumar thanked the Shareholders present & Directors for their participation in the meeting and thereafter declared the meeting as closed.

Mr. Beni Prasad Rauka, proposed a vote of thanks to the Chair, which was supported by all the members present.

DATE: Mumbai
PLACE: 22/10/2013


CHAIRMAN

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Annexure I

Sr. No	DP ID/ Client ID	No. of Shares	Name of Shareholder
1.	IN30051313394100	2225	Arvind Tiwari
2.	IN30281410266983	200	Alwyn Prakash Dsouza
3.	IN30197510000014	25	Tushar D.Sodha
4.	IN30115125791664	2050	Vinay Kumar Mishra
5.	IN30048412860293	8100	Vinay Surana
6.	IN30088813342804	8100	Ashokkumar Agarwal
7.	IN30009511427760	100	Rajesh Sharma
8.	IN30267936986794	6300	Gaurav J Kale
9.	1302190000011094	1833	Vaibhav Deepak Changede
10.	1205150000023593	448	Sunil Liladhar Kotak
11.	IN30051310569820	1	Bharat Negandhi
12.	IN30090710302963	1	Jashwanti Pratapsinh Negandhi
13.	1304140002621277	3724	Rajesh Agarwal
14.	IN30034311095545	25	Chirag N. Mehta
15.	IN30048414898466	172	Shah Himanshu
16.	IN30051318974240	49	Satish Dharmanna Chincholi
17.	IN30051312240674	30	Gopal Krishna Poojary
18.	1204570000020310	100	Vishnu Dutt
19.	1202700000084490	11	Bimal Kumar Agarwal
20.	IN30048414656732	8100	Suresh Gattani
21.	IN30074910242015	15	Jagruti Shantilal Shah
22.	IN30074910937246	5	Nimesh Shantilal Shah
	Total	41614	



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Annexure II


Sr. No.	DP ID/ Client ID	No. of Shares	Name of Shareholder	Representative
1.	IN30009511415469	11772979	My Idea Financial Services Private Limited	Trusha Dand
2.	IN30267938310881	1534556	Gladiolus Property And Investments Pvt Ltd	Radhamohan
3.	IN30267938320385	2024906	Gainful Multitrade Pvt Ltd	Radhamohan
4.	1202650000033091	1950000	Roopam Multitrade Private Limited	Rajesh Didwania
5.	1204940000004671	712099	Badrikedar Corporate Services Private Limited	Raj Kumar Jagetia
6.	IN30009511415882	2743075	My Idea Advisory Services Limited	Sandeep Sagdeo
	Total	20737615		


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Annexure III

Sr. No.	DP ID/ Client ID	No. of Shares	Name of Shareholder	Name of Proxy
1.	IN30116030196558	8987986	Ramesh Chandra Sharma	Amol Amare
2.	IN30021411682268	300	Rashmin Kanaiyalal Shah	Vikas Tambe
3.	1204990000001393	1100	Shyam Balkrishna Bhattbhatt	Neeraj Lodha
4.	1205140000090218	27	Celestine Elizabeth Mascarenhas	Sarika Pol
5.	1201410100000540	304681	Ramesh Chandra Sharma (HUF)	Nitin Pandey
6.	1204470006517361	700	Prerak Chandulal Parekh	Kekin Maru
7.	IN30127630513472	238	Gayatri Sureshchandra Gattani	Nilesh Srivastava
8.	IN30133019147155	500	Vandana Shah	Abhishek Iyer
9.	1301930001505211	100	Prerak Chandulal Parekh	Vipul Paliwal
10.	IN30021412188360	768	Uday Narayan Shetty	Mohit Khandelwal
11.	IN30082910843337	500	Desai Bela Naishadh	Mehul Ramaiya
12.	IN30014210646081	803238	Wellington Management Company, LLP A/C Bay Pond BMD MB	Pankaj
	Total	10100138		


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