



# Money Matters

Regd Off: 1-B, 1st Floor, Court Chambers,  
35, Sir Vithaldas Thackersey Marg,  
New Marine Lines, Mumbai 400 020.  
Tel: +91 22 4354 8200 • Fax: +91 22 2201 9051

Date: 11<sup>th</sup> July, 2013

The Secretary <b>BOMBAY STOCK EXCHANGE LIMITED,</b> P J Towers Dalal Street, Fort, Mumbai 400 001	<b>NATIONAL STOCK EXCHANGE OF INDIA LIMITED</b> Listing Department Exchange Plaza, 5 <sup>th</sup> Floor, Bandra-kurla Complex, Bandra (East), Mumbai - 400 051.
<b>Company Code No. 531595</b>	<b>Company Code MMFSL</b>

Dear Sir,

**Sub: Result of the Postal ballot voting process.**

We refer to our letter dated 10<sup>th</sup> June, 2013, intimating about issue of Postal Ballot Notice dated 31<sup>st</sup> May, 2013 u/s 192A of the Companies Act, 1956, to Shareholders of the Company seeking their approval to the resolutions mentioned in the Notice.

The scrutiny of Voting on postal ballot was concluded on 9<sup>th</sup> July, 2013, and Report dated 11<sup>th</sup> July, 2013 of the Scrutinizer, Mr. Alwyn D'souza of M/s. Alwyn D'souza & Co, Practicing Company Secretaries, Mumbai has been received by the Company. On the basis of the Report submitted by the Scrutinizer, the result of the postal ballot was announced on 11<sup>th</sup> July, 2013 by Mr. P. H. Ravikumar, Managing Director of the Company, at the registered office of the Company at 1-B, Court Chambers, 35, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai - 400 020.

The following is the result of the Postal Ballot:-

**Resolution No. 1:**

Special Resolution under Section 21 of the Companies Act, 1956 for Change of name of the Company to 'Capri Global Capital Limited



**Money Matters Financial Services Limited**

Corp. Off. : 4th Floor, Merchant Chambers, 41, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020.  
Tel: +91 22 4088 8100 • Fax: +91 22 4088 8170 • E-mail: contact@money-matters.in . Website: www.money-matters.in



Sr. No.	Description	Ballots	No. of Shares	Percentage
	<b>Special Resolution</b>			
(1)	Votes in favour	83	26109025	99.9973
(2)	Votes against	2	12	0.0000
(3)	Invalid Votes	5	696	0.0027

**Resolution No. 2:**

Special Resolution to set a limit of Rs. 3000 Crores for lending / investments under section 372A of the Companies Act, 1956.

Sr. No.	Description	Ballots	No. of Shares	Percentage
	<b>Special Resolution</b>			
(1)	Votes in favour	80	26108732	99.9962
(2)	Votes against	6	324	0.0012
(3)	Invalid Votes	4	677	0.0026

**Resolution No. 3:**

Ordinary Resolution to increase the Borrowing Limits of the Company up to Rs. 2000 Crores under clause (d) of sub-section (1) of section 293 of the Companies Act, 1956.

Sr. No.	Description	Ballots	No. of Shares	Percentage
	<b>Ordinary Resolution</b>			
(1)	Votes in favour	80	26108823	99.9965
(2)	Votes against	6	233	0.0009
(3)	Invalid Votes	4	677	0.0026

**Resolution No. 4:**

Ordinary Resolution to Create Charge on assets of the Company to secure borrowings under clause (a) of sub-section (1) of section 293 of the Companies Act, 1956.

Sr. No.	Description	Ballots	No. of Shares	Percentage
	<b>Ordinary Resolution</b>			
(1)	Votes in favour	81	26108923	99.9969
(2)	Votes against	5	133	0.0005
(3)	Invalid Votes	4	677	0.0026

Accordingly, the resolution has been declared as passed with requisite majority by means of Postal Ballot.





Money Matters

We are enclosing herewith the certified copy of resolution passed by postal ballot and report of the scrutinizer for your information & record.

The result of the postal ballot will also be published in the newspaper on 12<sup>th</sup> July, 2013 and copy of the same shall be forwarded for your records.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,

**For Money Matters Financial Services Limited**

**Harish Agrawal**  
**Vice President & Company Secretary**

**Encl: As above**





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**CERTIFIED COPY OF THE RESOLUTION ALONGWITH EXPLANATORY STATEMENT ,  
PASSED BY MEANS OF POSTAL BALLOT VOTING PROCESS, THE RESULT OF WHICH  
WAS ANNOUNCED ON THURSDAY, 11<sup>TH</sup> JULY, 2013.**

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"**RESOLVED THAT** in supersession of the resolution passed earlier, pursuant to Section 293 (1)(a) and other applicable provisions, if any, of the Companies Act 1956 , the Board of Directors of the Company (hereinafter called "the Board". which term shall be deemed to include any other Committee of the Board, which the Board may have constituted or hereinafter constitute for the time being, to exercise its powers including the powers conferred on the Board of Directors by this resolution, or any person(s) authorised by the Board or its Committee for such purposes) be and is hereby authorised to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, or the whole, or substantially the whole, of the undertaking or undertakings of the Company, and with such ranking as to priority and for such time and on such terms and in such manner as the Board may think fit, in favour of lenders, agents, trustees and other agencies to secure the borrowings of the Company availed/to be availed by way of loan(s) (in foreign currency and/or rupee currency) and/or working capital facilities and/or Securities issued/ to be issued by the Company, from time to time, subject to the limits approved under Section 293(1)(d) of the Companies Act, together with interests, compound/ additional interest, commitment charges, costs, expenses and all other monies payable by the Company to the concerned lenders.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things and to sign all such agreements, documents, papers and writings as may be deemed necessary, expedient or desirable to give effect to above resolutions.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects."

## **EXPLANATORY STATEMENT**

To enable the Company to raise additional funds by way of borrowings or to avail loan/finance facilities from Indian/ foreign banks, institutions, institutional investors, mutual funds, companies, other corporate bodies, resident/non-resident Indians, foreign nationals and other eligible investors as may be decided by the Board (hereinafter referred to as "Investors"), whether or not such investors are members, promoters, directors or their relatives / associates of the Company, through prospectus,

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offering letter, circular to the general public and/or through any other mode, the Company may be required to mortgage, create charge on or hypothecate its property(ies), both movable and immovable, to secure such borrowings.

The Board, at its meeting held on 30th May, 2013, has approved in- principle the creation of charges, mortgages and hypothecations on the movable/immovable properties of the Company, subject to Members' approval.

The mortgage, charge and hypothecation by the Company on its movable and immovable properties may result in the disposal of the whole or substantially the whole of the Company's undertaking(s). Accordingly, the creation of any mortgage, charge or hypothecation requires the consent of the Members by way of an Ordinary Resolution in terms of the provisions of sub-clause (a) of sub-section (1) of Section 293 of the Companies Act, 1956, as amended.

Under Section 192A of the Companies Act, 1956, as amended, read with the provisions of the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, as amended, consent of the Members of the Company is required to be obtained by way of a Postal Ballot for mortgage, charge and hypothecation by the Company on its movable and immovable properties, which may result in the disposal of the whole or substantially the whole of the Company's undertaking(s) as specified under sub-clause (a) of sub-section (1) of section 293.

You are requested to communicate your assent or dissent in writing in the Postal Ballot Form sent herewith in accordance with the instructions set out therein.

The Board accordingly recommends the resolution as set out in Item no. 4 of the accompanying notice for the approval of the Members by way of an Ordinary Resolution.

None of the Directors of the Company is in any way concerned or interested in the aforesaid Resolution.

**//Certified True Copy//  
For Money Matters Financial Services Limited**

**Harish Agrawal  
Vice President & Company Secretary**





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WAS ANNOUNCED ON THURSDAY, 11<sup>TH</sup> JULY, 2013.**

---

"**RESOLVED THAT** in supersession of the resolution passed earlier, pursuant to Section 293 (1)(d) and other applicable provisions, if any, of the Companies Act 1956, the Board of Directors of the Company (hereinafter called "the Board", which term shall be deemed to include any other Committee of the Board, which the Board may have constituted or hereinafter constitute for the time being, to exercise its powers including the powers conferred on the Board of Directors by this resolution, or any person(s) authorised by the Board or its Committee for such purposes), is hereby authorised to borrow from time to time as it may think fit, by way of loans or any other financial facilities from, or issue of bonds, debentures or other Securities whether convertible into equity/preference shares and/or securities with or without detachable warrants with a right exercisable by the warrant holder(s) to convert or subscribe for equity/preference shares to, bank(s), financial or other institution(s), mutual fund(s), non-resident Indians, foreign institutional investors or any other person(s), body(ies) corporate, etc., whether share- holder of the Company or not, whether unsecured or secured and on such terms and conditions as the Board may deem fit, any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board shall not at any time exceed the limit of Rs.2000 Crores (Rupees Two thousand Crores ).

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things and to sign all such agreements, documents, papers and writings as may be deemed necessary, expedient or desirable to give effect to above resolutions.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects."

## **EXPLANATORY STATEMENT**

The Members of the Company at the Annual General Meeting of the Company held on 8th September, 2010 authorised the Board to borrow money up to Rs. 500 Crores (Rupees Five hundred Crores). Such limit is likely to be exhausted upon borrowings as may be required from time to time for the business operations of the Company.

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The Board, at its meeting held on 30th May,2013, has approved in-principle the increase in the borrowing powers of the Company upto Rs. 2000 crores ( Rupees Two thousand Crores), subject to Members' approval.

Under the provisions of Section 293(1)(d) of the Companies Act, 1958, as amended, the consent of the Members is required to authorize the Board to borrow money (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) in excess of the aggregate of its paid-up share capital and free reserves.

The resolution as set out at Item no. 3 of the notice is placed for your approval for enhancing the limits of borrowings by the Board up to an amount not exceeding Rs. 2000 Crores (Rupees Two Thousand Crores) or equivalent thereof in any foreign currency(ies).

You are requested to communicate your assent or dissent in writing in the Postal Ballot Form sent herewith in accordance with the instructions set out therein.

The Board accordingly recommends the resolution as set out in Item no. 3 of the accompanying notice for the approval of the Members by way of an Ordinary Resolution.

None of the Directors of the Company is in any way concerned or interested in the aforesaid Resolution.

**//Certified True Copy//**  
**For Money Matters Financial Services Limited**

**Harish Agrawal**  
**Vice President & Company Secretary**





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“**RESOLVED THAT** in supersession of the resolution passed earlier, pursuant to the provisions of Section 372A and other applicable provisions of the Companies Act, 1956, the consent be and is hereby accorded to the Board of Directors of the Company (hereinafter called "the Board", which term shall be deemed to include any other Committee of the Board, which the Board may have constituted or hereinafter constitute for the time being, to exercise its powers including the powers conferred on the Board of Directors by this resolution, or any person(s) authorised by the Board or its Committee for such purposes) to invest in the share capital, securities of any body corporate, make loans, give guarantee or provide security in connection with loans made by any other person to, or to any other person by, any body corporate from time to time for the purpose of Company's business any sum or sums of money as it may deem proper notwithstanding that the moneys to be so invested, loan granted, guarantee given or security provided together with monies already invested, loans granted, guarantee given or security provided, exceeds 60% of the paid up share capital of the Company and its free reserves or 100% of free reserves, whichever is greater, provided that the total amount of moneys to be so invested, loans granted, guarantee given or security provided by the Board shall not exceed Rs.3000 Crores (Rupees Three Thousand Crores ) outstanding at any point of time.”

## EXPLANATORY STATEMENT

Company has developed business plans for lending to the Micro, Small & Medium (MSME) enterprises and the business divisions has already started its business in right earnest. This business vertical is in addition to the already existing Wholesale/Corporate lending business.

The Board, at its meeting held on 30th May, 2013, has approved in-principle the increase in limits to invest in the share capital, securities of any body corporate, make loans, give guarantee or provide security from Rs. 500 Crores to Rs. 3000 Crores, subject to Members' approval as to facilitate smooth business operations and implementation of business plans of the Company. Once approved by the Members, the Board of Directors would be authorised to invest in the share capital, securities of any body corporate, make loans, give guarantee or provide security in connection with loans

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made by any other person to, or to any other person by, any body corporate upto a limit of Rs. 3000 Crores (Rupees Three thousand Crores).

As per the requirement of provisions of proviso to sub-section (1) of section 372A, prior approval of the Members of the Company is required by way of Special Resolution to invest in the share capital, securities of any body corporate, make loans, give guarantee or provide security in excess of the 60% of the paid up capital of the Company and its free reserves or 100% of free reserves, whichever is greater.

Under Section 192A of the Companies Act, 1956, as amended, read with the provisions of the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, as amended, consent of the Members of the Company is required to be obtained by way of a Postal Ballot to invest in the share capital, securities of any body corporate, make loans, give guarantee or provide security in excess of the limits prescribed under sub-section (1) of section 372A.

You are requested to communicate your assent or dissent in writing in the Postal Ballot Form sent herewith in accordance with the instructions set out therein.

The Board accordingly recommends the resolution as set out in Item no. 2 of the accompanying notice for the approval of the Members by way of a Special Resolution.

None of the Directors of the Company is in any way concerned or interested in the aforesaid Resolution.

**//Certified True Copy//**  
**For Money Matters Financial Services Limited**

**Harish Agrawal**  
**Vice President & Company Secretary**





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**“RESOLVED THAT** pursuant to the provisions of Section 21 and other applicable provisions of the Companies Act, 1956 and subject to approval of the Central Government/Registrar of Companies, the consent of the Members be and is hereby be accorded to change of name of the Company from “Money Matters Financial Services Limited” To “Capri Global Capital Limited”.

**RESOLVED FURTHER THAT** Clause I of the Memorandum of Association of the Company be substituted with the following:

I. Name of the Company is Capri Global Capital Limited.

**RESOLVED FURTHER THAT** the name “Money Matters Financial Services Limited” wherever it appears in the Articles of Association of the Company, be substituted with the new name “Capri Global Capital Limited”.

**RESOLVED FURTHER THAT** the Board of Directors of the Company or a Committee thereof be and is hereby authorised to do all acts, deeds, things & matters as may be required to give effect to the above Resolution”.

#### **EXPLANATORY STATEMENT**

Company has entered into a Trade Mark Licensing and Executive Agreement (‘Agreement’) on 16th October, 2012 with Capri Global Capital Ltd., having its primary place of business at 875 N. Michigan Ave., Suite 3430, Chicago, Illinois, USA 60611. As per the Agreement, Company can use logo of the ‘Capri Capital Partners LLC (‘CCP’) and integrate the same with the name of the Company.

As to implement the Agreement, Company proposes to change its name to Capri Global Capital Limited and integrate the logo of CCP with its name.

Company has made an application to Registrar of Companies, Maharashtra, Mumbai, to change the name of the Company from “Money Matters Financial Services Limited” to “Capri Global Capital Limited” and the name has been made available to the Company vide letter dated 25th April, 2013 subject to necessary compliances and approvals.

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The Reserve Bank of India has also issued its no objection for change of name vide its letter reference no.: DNBS: MRO: CMD: No. 5559/13.13.45/2012-13 dated 29th May, 2013 subject to necessary compliances and approvals.

As per the requirements of the provisions of Section 21 of the Companies Act, 1956, the proposed change in the name of the Company is required to be approved by the Members of the Company by passing a Special Resolution.

You are requested to communicate your assent or dissent in writing in the Postal Ballot Form sent herewith in accordance with the instructions set out therein.

The Board accordingly recommends the resolution as set out in Item no. 1 of the accompanying notice for the approval of the Members by way of a Special Resolution.

None of the Directors of the Company is in any way concerned, or interested in the aforesaid Special Resolution.

**//Certified True Copy//**  
**For Money Matters Financial Services Limited**

**Harish Agrawal**  
**Vice President & Company Secretary**



**MONEY MATTERS FINANCIAL SERVICES LIMITED**

Regd. Office: 1-B, Court Chambers, 35, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai-400 020.

**Website:** [www.money-matters.in](http://www.money-matters.in)

**SCRUTINIZERS' REPORT**

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**ALWYN DSOUZA**

**ALWYN D'SOUZA & CO.**

**COMPANY SECRETARIES**

Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai 400101.Tel: 022-28549355

Branch Office: D-003, Gr. Flr, Indraprasta, Poonam Vihar, Mira Road (E) Thane 401107.

Tel: 022-28125781; **Mob:** 09820465195 ; **E-mail:** [alwyn.co@gmail.com](mailto:alwyn.co@gmail.com)

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# ALWYN D'SOUZA

ALWYN D'SOUZA & CO.  
COMPANY SECRETARIES

Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai 400101. Tel: 022-28549355  
Branch Office: D-003, Gr. Flr, Indraprasta, Poonam Vihar, Mira Road (E) Thane 401107.  
Tel: 022-28125781; Mob: 09820465195 ; E-mail: alwyn.co@gmail.com

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11<sup>th</sup> July, 2013

To,

The Managing Director  
Money Matters Financial Services Limited,  
1-B, Court Chambers,  
35, Sir Vithaldas Thackersey Marg,  
New Marine Lines, Mumbai-400 020.

Dear Sir,

## REG : SCRUTINIZERS' REPORT

I refer to my appointment as Scrutinizer made on **30<sup>th</sup> May, 2013** by the Board of Directors of Money Matters Financial Services Limited for conducting the Postal Ballot process for seeking members assent/or dissent on the following business specified in the Postal Ballot Notice dated 31<sup>st</sup> May, 2013 i.e.,

1. Change Name of Company to Capri Global Capital Limited
2. To Set a limit under Section 372A of the Companies Act, 1956
3. To increase the Borrowing Limits of the Company
4. To Create Charge on assets of the Company to secure borrowings by the Company

I have carried out the work as Scrutinizer from the close of working hours on **08th July, 2013** to **10<sup>th</sup> July, 2013**. In this connection I need to bring to your attention the following aspects:-



1. All the Specimen Signatures have been verified with the specimen signature records maintained by the Company's Registrar and Share Transfer Agents viz. MCS Limited, 21 & 22, Gr. Floor, Kashiram Jamnadas Bldg. 5, P. D'Mello Road, Near Ghadiyal Godi, Masjid (East), Mumbai - 400009
2. I enclose the Scrutinizer's Report along with the relevant listings.



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**Alwyn D'souza**

**REPORT**

I, Mr. Alwyn D'souza Company Secretary in Practice, appointed by the Board of Directors of the Company as Scrutinizer for the purpose of conducting the Postal Ballot Process do hereby report, by way of separate note as follows :-

**MINUTES****10<sup>th</sup> July, 2013**

1. The Company had, on June 07, 2013 completed the dispatch of the notice under Section 192A of the Companies Act, 1956, along with the Postal Ballot forms and self addressed prepaid reply envelopes to the members of the Company whose names appeared on the Register of Members/ List of Beneficiaries as on May 31, 2013. The dispatches were completed on June 07, 2013 and a Public Notice to that effect was released in Asian Age, Mumbai (English Edition) and in Mumbai Lakashdeep, (regional language) newspapers on June 10, 2013
2. As per the information available on record and explanations given to me, the Company has paid proper and due postage wherever required with reference to the above.
3. Particulars of all the Postal Ballot Forms received from members have been entered in a register separately maintained for the purpose.
4. All such envelopes were unopened and kept in a sealed Ballot Box before commencement of the scrutiny.



5. At the office of the Company's Registrar and Share Transfer Agents viz.. MCS Limited, 21 & 22, Gr. Floor, Kashiram Jamnadas Bldg. 5, P. D'Mello Road, Near Ghadiyal Godi, Masjid (East), Mumbai - 400009, the Ballot Box referred to above was opened in my presence at **06.00 p.m** on **08th July, 2013**, after breaking the seal and I sorted out the various envelopes i.e., those returned undelivered and those containing the Postal Ballot Forms .
6. After sequentially numbering and initialing the Postal Ballot Forms, (i.e. Sr. No. **1** to **90**) I duly arranged them into 1 ( One ) file.
7. I have been provided with the adequate computer support at the office of the Company's Registrar and Transfer Agents and the data from the Postal Ballot Forms was duly entered.
8. All Postal Ballot Forms received up to the close of working hours on **08th July, 2013** the last date and time fixed by the Company for receipt of the Postal Ballot Forms were considered for my scrutiny.
9. We have not received any envelopes containing Postal Ballot Forms after **08th July, 2013** but up to **10th July, 2013**.
10. Envelopes which have been undelivered bearing Serial No. **1** to **307** have not been opened and have been separately classified and kept.
11. I have not found any mutilated Postal Ballot Forms.
12. After all the necessary information and data was recorded, I verified the names of the Shareholders, the number of shares and signatures on the Postal Ballot Forms signed by the Shareholders from the necessary records maintained by the Company's Registrar and Transfer Agents. In determining





the validity or otherwise of the Ballots received , I have adopted the following criteria :

- (a) Where the date and place has been left blank the signed ballot has been treated as valid;
  - (b) Where the number of shares has been left blank, I have accounted for the total holding either for or against the relevant resolution as indicated by the shareholder ;
  - (c) Where the shareholder has left the ballot blank or not indicated his vote, the ballot has been treated as invalid ;
  - (d) Where the signatures do not tally or the ballot paper bears no signatures, the ballot has been treated as invalid ;
  - (e) The votes of the member are considered in proportion to their share in the paid up equity capital of the Company .
13. The data for the purpose of verification of the number of shares was taken as of **May 31, 2013** which was the cutoff date and recognized by the Company for dispatch of the Notice under Section 192A of the Companies Act, 1956 along with the Postal Ballot Form.
14. In general and for your information, I carried out such scrutiny as I considered necessary on the basis of such authorizations and other documents and records.
15. I obtained certain statements from the data entered and on the basis of these Statements/Reports I have carried out such further checks / verification as I considered necessary.



16. I gave final touches to the documentation, which was the result of the data/information entered into the computers. On the basis of Statements generated, I have prepared my Report. I enclose a copy of such statements duly signed by me for the purpose of identification.
17. I completed my work by **1.00 p.m** on **10<sup>th</sup> July, 2013**. The charge of the ballot box, Postal Ballot Forms , Registers, Envelopes and other records was handed over to Mr. Harish Agrawal, Vice President & Company Secretary and he has taken possession, custody and charge of the same.

The particulars relating to the Equity Share Capital of the Company as on 31.05.2013 is as under:

**Authorised Share Capital :**

**5,50,00,000** Equity Shares of Rs.**10/-** each aggregating to **Rs. 55,00,00,000 /-**

**Issued and Subscribed and Paid Up Share Capital:**

**3,49,55,453** Equity Shares of Rs.**10/-** each aggregating to **Rs. 34,95,54,530/-**



**Alwyn D'souza**

Place : Mumbai

**Dated 11<sup>th</sup> July, 2013**

## **SCRUTINIZERS' REPORT**

To,

The Managing Director  
Money Matters Financial Services Limited,  
1-B, Court Chambers,  
35, Sir Vithaldas Thackersey Marg,  
New Marine Lines, Mumbai-400 020.

I, Mr. Alwyn D'souza, the undersigned, being the Scrutinizer appointed by the Board of Directors of the Company on **30<sup>th</sup> May, 2013** for conducting the Postal Ballot Process for considering the following resolutions, hereby report to you the result of the Postal Ballot.

### **RESOLUTION NO.1: SPECIAL RESOLUTION**

#### **To Change Name of Company to Capri Global Capital Limited**

"**RESOLVED THAT** pursuant to the provisions of Section 21 and other applicable provisions of the Companies Act, 1956 and subject to approval of the Central Government/Registrar of Companies, the consent of the Members be and is hereby be accorded to change of name of the Company from "Money Matters Financial Services Limited" To "Capri Global Capital Limited".

**RESOLVED FURTHER THAT** Clause I of the Memorandum of Association of the Company be substituted with the following:

I. Name of the Company is Capri Global Capital Limited.

**RESOLVED FURTHER THAT** the name 'Money Matters Financial Services Limited' wherever it appears in the Articles of Association of the Company, be substituted with the new name 'Capri Global Capital Limited'.

**RESOLVED FURTHER THAT** the Board of Directors of the Company or a Committee thereof be and is hereby authorised to all acts, deeds, things & matters as may be required to give effect to the above Resolution".



**The result of the Postal Ballot is as follows:-****Resolution No.1**

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares Voted Upon	Aggregate in value (Rs.)	Percentage of total paid up Equity Capital(*)	Percentage of Valid votes
(a)	Total Postal Ballot Forms received	90	26,109,733	261,097,330		
(b)	Less : Invalid Postal Ballot Forms	05	696	6960		
(c)	Net Valid Postal Ballot Forms	85	26,109,037	261,090,370		
(d)	Postal Ballot Forms with assent for the Resolution	83	<b>26,109,025</b>	<b>261,090,250</b>	74.69%	<b>100%</b>
(e)	Postal Ballot Forms with dissent for the Resolution	2	<b>12</b>	<b>120</b>	0%	<b>0%</b>

(\*) Paid up capital as of 31.05.2013

Based on the foregoing, the Resolution regarding change of name of the Company to **Capri Global Capital Limited shall be deemed to have been passed with the requisite majority.**



**RESOLUTION NO.2 : SPECIAL RESOLUTION**  
**To Set a limit under Section 372A of the Companies Act, 1956**

“**RESOLVED THAT** in supersession of the resolution passed earlier, pursuant to the provisions of Section 372A and other applicable provisions of the Companies Act, 1956, the consent be and is hereby accorded to the Board of Directors of the Company (hereinafter called "the Board", which term shall be deemed to include any other Committee of the Board, which the Board may have constituted or hereinafter constitute for the time being, to exercise its powers including the powers conferred on the Board of Directors by this resolution, or any person(s) authorised by the Board or its Committee for such purposes) to invest in the share capital, securities of any body corporate, make loans, give guarantee or provide security in connection with loans made by any other person to, or to any other person by, any body corporate from time to time for the purpose of Company's business any sum or sums of money as it may deem proper notwithstanding that the moneys to be so invested, loan granted, guarantee given or security provided together with monies already invested, loans granted, guarantee given or security provided, exceeds 60% of the paid up share capital of the Company and its free reserves or 100% of free reserves, whichever is greater, provided that the total amount of moneys to be so invested, loans granted, guarantee given or security provided by the Board shall not exceed Rs.3000 Crores (Rupees Three Thousand Crores ) outstanding at any point of time.”

**The result of the Postal Ballot is as follows:-**

**Resolution No.2**

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares Voted Upon	Aggregate in value (Rs.)	Percentage of total paid up Equity Capital(*)	Percentage of Valid votes
(a)	Total Postal Ballot Forms received	90	26,109,733	261,097,330		
(b)	Less : Invalid Postal Ballot Forms	04	677	6770		
(c)	Net Valid Postal Ballot Forms	86	26,109,056	261,090,560		
(d)	Postal Ballot Forms with assent for the Resolution	80	<b>26,108,732</b>	<b>261,087,320</b>	74.69%	<b>100%</b>
(e)	Postal Ballot Forms with dissent for the Resolution	06	<b>324</b>	<b>3240</b>	0%	<b>0%</b>

(\*) Paid up capital as of 31.05.2013

Based on the foregoing, the Resolution regarding authorizing the Board of Directors for setting a limit under section 372A of the Companies Act, 1956, up to which the Board of Directors/Committee of Directors can invest in the share capital of any body corporate, make loans, give guarantees or provide security in connection with loans made by any other person to, or to any other person by, any body corporate **shall be deemed to have been passed with the requisite majority.**



**RESOLUTION NO.3 : ORDINARY RESOLUTION****To increase the Borrowing Limits of the Company**

**"RESOLVED THAT** in supersession of the resolution passed earlier, pursuant to Section 293 (1)(d) and other applicable provisions, if any, of the Companies Act 1956, the Board of Directors of the Company (hereinafter called "the Board", which term shall be deemed to include any other Committee of the Board, which the Board may have constituted or hereinafter constitute for the time being, to exercise its powers including the powers conferred on the Board of Directors by this resolution, or any person(s) authorised by the Board or its Committee for such purposes), is hereby authorised to borrow from time to time as it may think fit, by way of loans or any other financial facilities from, or issue of bonds, debentures or other Securities whether convertible into equity/preference shares and/or securities with or without detachable warrants with a right exercisable by the warrant holder(s) to convert or subscribe for equity/preference shares to, bank(s), financial or other institution(s), mutual fund(s), non-resident Indians, foreign institutional investors or any other person(s), body(ies) corporate, etc., whether share- holder of the Company or not, whether unsecured or secured and on such terms and conditions as the Board may deem fit, any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board shall not at any time exceed the limit of Rs.2000 Crores (Rupees Two thousand Crores ).

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things and to sign all such agreements, documents, papers and writings as may be deemed necessary, expedient or desirable to give effect to above resolutions.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects."



**The result of the Postal Ballot is as follows:-****Resolution No.3**

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares Voted Upon	Aggregate in value (Rs.)	Percentage of total paid up Equity Capital(*)	Percentage of Valid votes
(a)	Total Postal Ballot Forms received	90	26,109,733	261,097,330		
(b)	Less : Invalid Postal Ballot Forms	04	677	6770		
(c)	Net Valid Postal Ballot Forms	86	26,109,056	261,090,560		
(d)	Postal Ballot Forms with assent for the Resolution	80	<b>26,108,823</b>	<b>261,088,230</b>	74.69%	<b>100%</b>
(e)	Postal Ballot Forms with dissent for the Resolution	06	<b>233</b>	<b>2330</b>	0%	<b>0%</b>

(\*) Paid up capital as of 31.05.2013

Based on the foregoing, the Resolution regarding authorizing the Board of Directors for setting a limit under section 293(1)(d) of the Companies Act, 1956, up to which the Board/Committee of Directors can borrow from time to time **shall be deemed to have been passed with the requisite majority.**





**RESOLUTION NO.4 : ORDINARY RESOLUTION****To Create Charge on assets of the Company to secure borrowings by the Company**

"**RESOLVED THAT** in supersession of the resolution passed earlier, pursuant to Section 293 (1)(a) and other applicable provisions, if any, of the Companies Act 1956 , the Board of Directors of the Company (hereinafter called "the Board". which term shall be deemed to include any other Committee of the Board, which the Board may have constituted or hereinafter constitute for the time being, to exercise its powers including the powers conferred on the Board of Directors by this resolution, or any person(s) authorised by the Board or its Committee for such purposes) be and is hereby authorised to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, or the whole, or substantially the whole, of the undertaking or undertakings of the Company, and with such ranking as to priority and for such time and on such terms and in such manner as the Board may think fit, in favour of lenders, agents, trustees and other agencies to secure the borrowings of the Company availed/to be availed by way of loan(s) (in foreign currency and/or rupee currency) and/or working capital facilities and/or Securities issued/ to be issued by the Company, from time to time, subject to the limits approved under Section 293(1)(d) of the Companies Act, together with interests, compound/ additional interest, commitment charges, costs, expenses and all other monies payable by the Company to the concerned lenders.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things and to sign all such agreements, documents, papers and writings as may be deemed necessary, expedient or desirable to give effect to above resolutions.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects."



**The result of the Postal Ballot is as follows:-****Resolution No.4**

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares Voted Upon	Aggregate in value (Rs.)	Percentage of total paid up Equity Capital(*)	Percentage of Valid votes
(a)	Total Postal Ballot Forms received	90	26,109,733	261,097,330		
(b)	Less : Invalid Postal Ballot Forms	04	677	677		
(c)	Net Valid Postal Ballot Forms	86	26,109,056	261,090,560		
(d)	Postal Ballot Forms with assent for the Resolution	81	<b>26,108,923</b>	<b>261,089,230</b>	74.69%	<b>100%</b>
(e)	Postal Ballot Forms with dissent for the Resolution	05	<b>133</b>	<b>1330</b>	0%	<b>0%</b>

(\*) Paid up capital as of 31.05.2013

Based on the foregoing, the Resolution regarding authorizing the Board of Directors under section 293(1)(a) of the Companies Act, 1956, to mortgage and/or charge the immovable and/or movable properties of the Company to secure the loans, financial assistances/ credit facilities obtained/to be obtained by the Company from the lenders **shall be deemed to have been passed with the requisite majority.**

**Alwyn D'souza**

F.C.S No.5559,  
Certificate of Practice No.5137  
Practising Company Secretary

**Mumbai dated 11<sup>th</sup> July, 2013**

**MONEY MATTERS FINANCIAL SERVICES LIMITED**

Details of votes cast by Share Holder on Postal Ballot on Resolution No. 1, 2,3 & 4 as per notice dated 31.05.2013

SR NO.	BALLOT SR. NO.	FOLIO/DP_BEN_ID	NAME	HOLDING	Resolution-1			Resolution-2			Resolution-3			Resolution-4			Remark
					Assent	Dissent	Invalid	Assent	Dissent	Invalid	Assent	Dissent	Invalid	Assent	Dissent	Invalid	
1	1911	IN300476/41129639	RITESH BURAD	500	500			500			500			500			
2	502	IN301160/30196558	RAMESH CHANDRA SHARMA	8987986 P	8987986			8987986			8987986			8987986			
3	500	1201410100000540	RAMESH CHANDRA SHARMA	304681 P	304681			304681			304681			304681			
4	1337	IN302679/36986794	GAURAV J KALE	6300	6300			6300			6300			6300			
5	1137	IN300484/12860293	VINAY SURANA	8100	8100			8100			8100			8100			
6	1068	1202700000084490	BIMAL KUMAR AGARWAL	11		11			11			11			11		
7	2229	IN303028/54057176	SAURABH SATISH SAWANT	85	85			85			85			85			
8	1037	1204470006517361	PRERAK CHANDULAL PAREKH	700	700			700			700			700			
9	1044	1301930001505211	PRERAK CHANDULAL PAREKH	100	100			100			100			100			
10	1026	IN300907/10418337	BERUZ FERAMROZ POUREDEHI	1	1				1			1			1		
11	1802	IN300757/11548389	JAYARAMAN RAJAGOPALAN	110	110			110			110			110			
12	1940	IN300513/10425797	HENRY LUCAS SEQUEIRA	525	525			525			525			525			
13	1138	IN300484/14773376	CHANDAN CHATTERJEE	2250	2250			2250			2250			2250			
14	1288	IN300351/10067222	ROHINTON FRAMROZE BATIWALA	5	5			5			5			5			
15	1421	IN300239/12101549	JYOTSNA SHANTILAL KANSARA	1	1			1			1			1			
16	1289	IN300351/10109668	JEHANGIR ROHINTON BATIWALA	3	3			3			3			3			
17	1171	1202700000061384	RONALD FERNANDES	1		1			1			1			1		
18	2979	IN300239/11099697	SIVARAJAN K N	150	150			150			150			150			
19	1059	IN300239/12712372	SAROJ YOGRAJ KAKAR	100	100			100			100			100			
20	1285	1301930001510612	SANDEEPA J BATIWALA .	2	2			2			2			2			
21	1883	IN303028/52579195	ATUL CHANDRA	5100	5100			5100			5100			5100			
22	1781	IN300484/14656732	SURESH GATTANI	8100	8100			8100			8100			8100			
23	1132	IN300095/11415469	My Idea Financial Services Private Limited	11772979 P	11772979			11772979			11772979			11772979			
24	1133	IN300095/11415882	My Idea Advisory Services Limited	2500903 P	2500903			2500903			2500903			2500903			
25	1134	IN300095/11427760	Rajesh Sharma	100 P	100			100			100			100			
26	1688	IN300888/13342804	ASHOKKUMAR AGARWAL	8100	8100			8100			8100			8100			
27	1491	1304140002621277	RAJESH AGARWAL	3724	3724			3724			3724			3724			
28	2669	1301930000123314	MOHAN PATTED NAGAPPA	300	300			300			300			300			
29	556	IN300183/10225167	MAMTA SONI	18	18			18			18			18			
30	2806	1201090001253109	MUTHUKRISHNAN M .	5	5			5			5			5			
31	970	IN301604/10327312	RUKAIYABANU HUSAINBHAI KHOJA	500	500			500			500			500			
32	973	IN302679/32562937	MUMTAZ HAIDERALI KHOJA	3250	3250			3250			3250			3250			
33	964	1203330000505281	PERSIS KHOJA	15000	15000			15000			15000			15000			
34	974	IN302679/32565662	HAIDERALI HUSAINALI KHOJA	3000	3000			3000			3000			3000			
35	971	IN301604/10357448	MUMTAZ HAIDERALI KHOJA	750	750			750			750			750			
36	984	1201320000992350	MAHADEV THAKORBHAI DESAI	50	50			50			50			50			
37	2030	1205600000003354	DINKAR MARTAND KULKARNI	486	486			486			486			486			
38	1390	1301540000033090	NARESH RATILAL KACHALIA	1	1			1			1			1			
39	1141	IN300513/16511276	ARCHANA RAJESH KAYAL	1567	1567			1567			1567			1567			
40	927	IN302679/32723004	SULTANALI H KHOJA	4000	4000			4000			4000			4000			
41	496	IN301151/28554554	SANJEEV KUMAR SANGER	1000	1000			1000			1000			1000			
42	3288	IN301549/31114740	SHIV KISHORE	1	1			1			1			1			
43	684	1201800000122281	KETAN TULSIDAS SOMAIYA	5	5			5			5			5			
44	810	1204220000028494	MAHENDRABHAI PURSHOTTAMBHAI BAROT	100	100			100			100			100			
45	1723	IN300999/10044878	SATISH JAYANTILAL SHAH	1	1			1			1			1			
46	1724	IN300999/10044886	LEKHA SATISH SHAH	1	1			1			1			1			
47	411	1203040000015121	SINGH JAGPAL .	100	100			100			100			100			
48	2876	1204470003270478	ANANTHALAKSHMI B	20	20			20			20			20			
49	2705	IN303116/10679944	KESHAVA KANKAL AMMANNAYA	20	20			20			20			20			
50	1416	1301380000234279	ABHAY KUMAR JAIN	10	10			10			10			10			

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51	967	1204400000046394	NEHABEN MANSUKHLAL DOCTOR	20	20	20	20	20	20	20	20	20	20	20				
52	2544	IN302863/10141282	SREENIVAS KANDAGATLA	100	100	100	100	100	100	100	100	100	100	100				
53	2716	1201320000622389	SHARADA H DESHPANDE	25	25	25	25	25	25	25	25	25	25	25				
54	701	IN300974/11075396	PURNIMA P. PATHAK	50	50	50	50	50	50	50	50	50	50	50				
55	2754	1204500000029835	NARASIMHA REDDY. T.	300	300	300	300	300	300	300	300	300	300	300				
56	1939	IN300513/10315744	RONALD GREGORY NAZARETH	400	400	400	400	400	400	400	400	400	400	400				
57	1435	IN301151/20697419	PREM MEI WAL	10000	10000	10000	10000	10000	10000	10000	10000	10000	10000	10000				
58	2445	1203160000139968	PRAKASH NARAYAN DUBEY	160	160	160	160	160	160	160	160	160	160	160				
59	752	1203510000043503	PIYUSH JAGGANATH ADHIKARI	50	50	50	50	50	50	50	50	50	50	50				
60	569	IN300394/16800298	PREM SHANKER GUPTA	75	75	75	75	75	75	75	75	75	75	75				
61	1101	IN302269/13504599	HUFRISH SAROSH CONTRACTOR	2000	2000	2000	2000	2000	2000	2000	2000	2000	2000	2000				
62	290	IN300206/10119191	RAJESH KUMAR BATRA	15	15	15	15	15	15	15	15	15	15	15				
63	3131	1601480000042442	INDRA KUMAR BAGRI	2	2	2	2	2	2	2	2	2	2	2				
64	2977	IN300239/10348260	MOHAN MATHEWS	200	200	200	200	200	200	200	200	200	200	200				
65	2458	IN300513/13394100	ARVIND TIWARI	2225	2225	2225	2225	2225	2225	2225	2225	2225	2225	2225				
66	194	IN301983/10118114	PRASHANT RAHEJA	32	32	32	32	32	32	32	32	32	32	32				
67	2345	1201320001211653	GUSTAD M VANKADIA	100	100	100	100	100	100	100	100	100	100	100				
68	72	1204290000016144	SURENDER KUMAR ANCHAL	125	125	125	125	125	125	125	125	125	125	125				
69	2061	IN300280/10290838	PANALAL KESHAVLAL SHAH	100	100	100	100	100	100	100	100	100	100	100				
70	2724	IN301135/26474947	RAJSHEKAR SHETTAR	20	20	20	20	20	20	20	20	20	20	20			20	Not voted
71	552	IN301774/16731213	PRAKASH CHANDRA CHAPLOT	2	2	2	2	2	2	2	2	2	2	2			2	Not voted
72	914	IN301774/17159051	PANKAJKUMAR GOVINDBHAI PATEL.	55	55	55	55	55	55	55	55	55	55	55			55	Not voted
73	3028	00000500	JAYESH TRIVEDI	600	600	600	600	600	600	600	600	600	600	600			600	Not voted
74	1029	IN301975/10000014	TUSHAR D.SODHA	25	25	25	25	25	25	25	25	25	25	25			25	
75	3132	IN300095/11415372	Indra Kumar Bagri	3	3	3	3	3	3	3	3	3	3	3			3	
76	2834	1204470002456113	K AYYAPPAN	110	110	110	110	110	110	110	110	110	110	110			110	
77	615	IN302201/10644298	RUCHI AGARWAL	1	1	1	1	1	1	1	1	1	1	1			1	
78	1492	IN300757/10731183	ANURADHA GOPALRAO DESHPANDE	1	1	1	1	1	1	1	1	1	1	1			1	
79	2418	00001141	SNEHABEN SHAH	300	300	300	300	300	300	300	300	300	300	300			300	
80	2895	IN301637/40979484	CHANDRABOSE T S	19	19	19	19	19	19	19	19	19	19	19			19	
81	1709	IN300829/10049113	VARTAK SAMPADA PRAMOD	455	455	455	455	455	455	455	455	455	455	455			455	
82	3111	IN300484/12534159	PRODYOT KUMAR DUTTA	300	300	300	300	300	300	300	300	300	300	300			300	
83	2347	IN300476/40463757	BHIKCHAND TILOKCHAND BHANSALI	617	617	617	617	617	617	617	617	617	617	617			617	
84	1139	IN300484/14898466	SHAH HIMANSHU	172	172	172	172	172	172	172	172	172	172	172			172	
85	1277	IN300142/10646081	WELLINGTON MANAGEMENT COMPANY LLP	803238	803238	803238	803238	803238	803238	803238	803238	803238	803238	803238			803238	
86	1278	IN300142/10646110	WELLINGTON MANAGEMENT COMPANY LLP	1646987	1646987	1646987	1646987	1646987	1646987	1646987	1646987	1646987	1646987	1646987			1646987	
87	3183	IN300484/12092889	DEBASIS NAG	10	10	10	10	10	10	10	10	10	10	10			10	
88	124	IN301209/10055680	B K RAY	5	5	5	5	5	5	5	5	5	5	5			5	
89	2820	IN302902/45689730	A M CHARUMATHI	31	31	31	31	31	31	31	31	31	31	31			31	
90	3242	IN301330/20051572	KALYAN KUMAR JAGNANY	1	1	1	1	1	1	1	1	1	1	1			1	
<b>TOTAL</b>				<b>26109733</b>	<b>26109025</b>	<b>12</b>	<b>696</b>	<b>26108732</b>	<b>324</b>	<b>677</b>	<b>26108823</b>	<b>233</b>	<b>677</b>	<b>26108923</b>	<b>133</b>	<b>677</b>		

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