

Regd Off: 1B, 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: August 04, 2014

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

Dear Sir,

Sub.: Proceedings at 20th Annual General Meeting held on Monday, August 04, 2014 at 12.00 Noon.

Pursuant to clause 31 of Listing Agreement, please find below the proceedings of 20th Annual General Meeting held on Monday, 4th day of August, 2014 at 12.00 Noon, at Walchand Hirachand Hall, Indian Merchants' Chamber, LNM IMC Bldg., Opp. Churchgate Station, Churchgate, Mumbai-40002.

Pursuant to clause 35B of Listing Agreement and the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the 20th Annual General Meeting.

The e-voting commenced from 29th July, 2014 at 9.00 am and ended on 31st July, 2014 till 6.00 p.m. Mr. Alwyn D'souza, Practising Company Secretary, was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process.

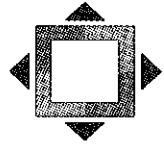
All the resolutions were passed with requisite majority through e-voting. The Scrutinizer's report is attached.



Capri Global Capital Limited
(Formerly Money Matters Financial Services Limited)

(CIN: L65921MH1994PLC173469)

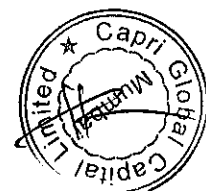
Corp. Off. : 4th Floor, Merchant Chambers, 41, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020
Tel: +91 22 4088 8100; Fax: +91 22 4088 8170; E-mail: contact@cgcl.co.in; Website: www.cgcl.co.in

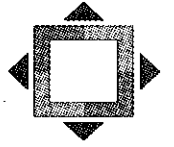


Resolutions passed with requisite majority through e-voting are as following:

Ordinary Resolutions:

1. Approved the Audited Balance Sheet of the Company as at March 31, 2014 and the Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the Directors' and Auditors' Report thereon as placed before the meeting.
2. Declared Dividend of Rs. 1.50/- per equity share of the Company for the year ended on March 31, 2014.
3. Re-appointed Mr. Quintin Primo- III (DIN 06600839), as Director of the Company.
4. Appointed M/s. Karnavat & Co., Chartered Accountants, Mumbai, (Firm Registration No. 104863W), as statutory Auditor of the Company to hold office from the conclusion of the said Annual General Meeting until the conclusion of next Annual General Meeting of the Company.
5. Appointed of Mr. Sunil Kapoor (DIN 01436404), as Director and Executive Director of the Company.
6. Appointed Mr. T. R. Bajalia (DIN 02291892), as an Independent Director of the Company for a period of five years, not liable to retire by rotation.
7. Appointed Mr. Beni Prasad Rauka (DIN 00295213), as an Independent Director of the Company for a period of five years, not liable to retire by rotation.
8. Appointed Mr. Bhagwati Prasad (DIN 05152091), as an Independent Director of the Company for a period of five years, not liable to retire by rotation.
9. Appointed Mr. Mukesh Kacker (DIN 01569098), as an Independent Director of the Company for a period of five years, not liable to retire by rotation.
10. Appointed Ms. Bhagyam Ramani (DIN 00107097), as an Independent Director of the Company for a period of five years, not liable to retire by rotation.





Special Resolution:

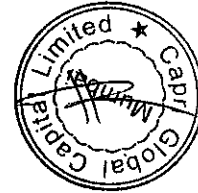
1. Authorized the Board of Directors of the Company, pursuant to section 180(1)(c) of the Companies Act, 2013 to borrow over and above the paid-up share capital and free reserves of the Company up to Rs. 2000 Crores (Rupees Two Thousand Crores Only).

The above is for your information and record.

Thanking you,
Yours faithfully,
For Capri Global Capital Limited

Harish Agrawal
Sr. Vice President & Company Secretary

Encl.: a/a



Capri Global Capital Limited

CIN L65921MH1994PLC173469

(Formerly known as Money Matters Financial Services Limited)
Registered Office: 1-B, Court Chambers, 35, Sir Vithaldas Thackersey Marg,
New Marine Lines Mumbai 400020

SCRUTINIZERS' REPORT

E-VOTING FOR 20TH ANNUAL GENERAL MEETING TO BE

HELD ON 04TH AUGUST, 2014

ALWYN DSOUZA
ALWYN D'SOUZA & CO.
COMPANY SECRETARIES

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



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

To,

The Chairman

Capri Global Capital Limited

(Formerly known as Money Matters Financial Services Limited)

Dear Sir,

RE : SCRUTINIZERS' REPORT

I refer to my appointment as Scrutinizer made on 09th May, 2014 pursuant to the authority granted by the Board of Directors of **Capri Global Capital Limited** to scrutinize the e-voting process in a fair and transparent manner as per the provisions of the Companies Act, 2013 and Rules thereunder for the 20th Annual General Meeting of Capri Global Capital Limited to be held on **04th August, 2014** at Mumbai, Maharashtra.

I have carried out the work as Scrutinizer from the close of working hours on **31st July, 2014**. In this connection I need to bring to your attention the following aspects:-

1. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide e-voting facility and the detailed instructions on e-voting process was notified to the members in the notice dated 26th June, 2014.
2. The E-voting period commenced on 29th July, 2014 from 9.00 AM and concluded on 31st July, 2014 at 6.00 PM.
3. I enclose the Scrutinizer's Report along with the relevant listings.



Alwyn D'souza

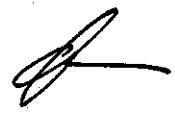
F.C.S No.5559,

Certificate of Practice No.5137

Practising Company Secretary

Place : Mumbai

Date : 01.08.2014



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

Report of Scrutinizer

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

To,
The Chairman
Capri Global Capital Limited
(Formerly known as Money Matters Financial Services Limited)

Dear Sir,

I, Alwyn D'souza of Alwyn Dsouza & Co., Company Secretaries, Mumbai, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process of **Capri Global Capital Limited** ("the Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of the 20th Annual General Meeting of the Company to be held on **04th August, 2014** submit our report as under:

1. The e-voting period commenced on 29th July, 2014 from 9.00 AM and concluded on 31st July, 2014 at 6.00 PM. The e-voting services were provided by Central Depository Services (India) Limited (CDSL).
2. The votes were unblocked on 31st July, 2014 around 6.00 p.m in the presence of two witnesses **Ms. Jephine Angel Nadar** residing at A-102, Suyash CHS, Damodar Nagar, Viva College Road, Virar West, 401303 and **Mr. Tushar Sodha** residing at 1st Floor, Maganal Mansion, Opp. Wilson School, Dr. Wilson Street, Near Sikka Nagar, Mumba-400004.
3. The Equity Shareholders holding shares as on 04th July, 2014, "Cut off date" were entitled to vote on the resolutions stated in the Notice of the 20th Annual General Meeting of the Company.
4. The Public Notice regarding the details of AGM and e-voting information was released in Business Standard and Mumbai Lakshdeep (English Edition) newspaper on 12th July, 2014 and in Mumbai Lakshdeep (Regional Language) newspaper on 22nd July, 2014.
5. The results of e-Voting alongwith the list of shareholders who voted "For" and "Against" the below resolutions were downloaded from the e-voting website of CDSL.
6. The results of the e-voting are as under:

A



A. RESOLUTION NO.1 - ORDINARY RESOLUTION

Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2014

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

B. RESOLUTION NO.2: ORDINARY RESOLUTION

Declaration of dividend for the financial year 2013-14

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

D



C. RESOLUTION NO.3: ORDINARY RESOLUTION

Re-appointment of Mr. Quintin E Primo III (DIN 06600839), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted against the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

D. RESOLUTION NO.4: ORDINARY RESOLUTION

Appointment of M/s. Karnavat & Co., Chartered Accountants, Mumbai, (Firm Registration No. 104863W), as Statutory Auditors of the Company and fixation of their remuneration.

(i) Voted in favour of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00


(ii) Voted against the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

1



E. RESOLUTION NO.5: ORDINARY RESOLUTION

Appointment of Mr. Sunil Kapoor (DIN 01436404) as a Director

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

F. RESOLUTION NO.6: ORDINARY RESOLUTION

Appointment of Mr. Sunil Kapoor (DIN 01436404), as a Executive Director effective 24th January, 2014 to 23rd January, 2015

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

A



G. RESOLUTION NO.7: ORDINARY RESOLUTION

Appointment of Mr. T. R. Bajalia (DIN 02291892) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

H. RESOLUTION NO.8: ORDINARY RESOLUTION

Appointment of Mr. Beni Prasad Rauka (DIN 00295213) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

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I. RESOLUTION NO.9: ORDINARY RESOLUTION

Appointment of Mr. Bhagwati Prasad (DIN 05152091) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

J. RESOLUTION NO.10: ORDINARY RESOLUTION

Appointment of Mr. Mukesh Kacker (DIN 01569098) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

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K. RESOLUTION NO.11: ORDINARY RESOLUTION

Appointment of Ms. Bhagyam Ramani (DIN 00107097) as an Independent Director, for a period of five years, not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

(ii) Voted against the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

L. RESOLUTION NO.12: SPECIAL RESOLUTION

Authorized the Board of Directors of the Company, pursuant to section 180(1)(c) of the Companies Act, 2013 to borrow over and above the paid-up share capital and free reserves of the Company up to Rs. 2000 Crores (Rupees Two Thousand Crores Only).

(i) Voted in favour of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
18	30046080	100.00

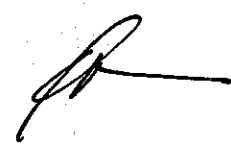
(ii) Voted against the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were invalid	Total number of votes cast by them
NIL	NIL

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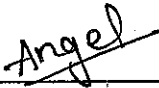
The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 20th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.



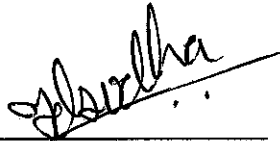
Alwyn D'souza

F.C.S No.5559,
Certificate of Practice No.5137
Practising Company Secretary
Place : Mumbai
Date : 01.08.2014

We the undersigned witnesseth that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.co.in/>) in our presence at 6.00 p.m on 31st July, 2014 at the office of the Scrutinizer.



Ms. Jephine Angel Nadar
A-102, Suyash CHS, Damodar
Nagar, Viva College Road,
Virar West, 401303



Mr. Tushar Sodha
1st Floor, Maganal Mansion, Opp. Wilson School,
Dr. Wilson Street, Near Sikka Nagar,
Mumba-400004



