

Caprihans India Limited

Shivsagar Estate Block D
Dr. Annie Besant Road Worli
Mumbai - 400 018 India
Tel (91) 22 3047 8664 / 665
Fax (91) 22 2493 4042
www.caprihansindia.com



29th September, 2014

The Secretary
Bombay Stock Exchange Limited
Dept of Corporate Services,
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai - 400 001.

Dear Sir,

Sub: Compliance of Clause 35A of the Listing Agreement

Ref: Scrip Code 509486

Enclosed herewith details regarding the voting results of the 68th Annual General Meeting held on 26th September, 2014 at 4.00p.m. at Ravindra Natya Mandir, Mini Theatre, 3rd Floor, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai - 400 025, in compliance of Clause 35A of the Listing Agreement.

Kindly take the same on record and obliged.

Thanking you

Yours faithfully
for CAPRIHANS INDIA LIMITED

A handwritten signature in black ink, appearing to read "K.R. Viswanathan", written in a cursive style.

K.R.VISWANATHAN
COMPANY SECRETARY

Encl: as above

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Details regarding the voting results of the 68th Annual General Meeting held on 26th September, 2014 at 4.00 p.m. at RavindraNatyaMandir, Mini Theatre, 3rd Floor, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai - 400 025, of Company in compliance of Clause 35A of the Listing Agreement:

1. Date of the Annual General Meeting: 26th September, 2014
2. Total number of shareholders on record date: 8443 as per BENPOS dated 15th September, 2014
3. No. of shareholders present in the meeting either in person or through proxy:

Category	No. of members
Promoters and Promoter Group	12
Public	64
Total	76

4. No. of Shareholders attended the meeting through Video Conferencing: N.A.

Category	No. of members
Promoters and Promoter Group	0
Public	0
Total	0

5. E-voting: As per Report of Scrutinizer for e-voting

Category	No. of members
Promoters and Promoter Group	7
Public	2
Total	9



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6. Details of the Agenda:

The details containing *inter alia*, list of Equity Share Holders, who **voted by e-voting or poll** "for", "against" each of the resolution that were put to vote is as follows:

Resolution No. 1:-To consider and adopt the Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Type of Resolution:- Ordinary Resolution

Voting bye-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(A)	(B)	$(C)=(B/A)*100$	(D)	(E)	$(F)=(D/B)*100$	$(G)=(E/B)*100$
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	304560	0	100.00	0.00
		304820	304820	100.00	304820	0	100.00	0.00
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562838	0	100.00	0.00
		9630643	9630643	100.00	9630643	0	100.0000	0.0000



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Resolution No. 2:-To declare a dividend.

Type of Resolution:- Ordinary Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(A)	(B)	$(C)=(B/A)*100$	(D)	(E)	$(F)=(D/B)*100$	$(G)=(E/B)*100$
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	304350	210	99.93	0.07
		304820	304820	100.00	304610	210	99.93	0.07
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562628	210	100.00	0.00
		9630643	9630643	100.00	9630433	210	99.9978	0.0022



Resolution No. 3:-To appoint a Director in place of Mr. Suresh A. Gandhi (DIN: 00128495) who retires by rotation and is eligible for re-appointment.

Type of Resolution:- Ordinary Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares (C)=(B/A)*100	No. of Votes - in favour (D)	No. of Votes - against (E)	% of Votes in favour on votes polled (F)=(D/B)*100	% of Votes against on votes polled (G)=(E/B)*100
		(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	304560	0	100.00	0.00
		304820	304820	100.00	304820	0	100.00	0.00
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562838	0	100.00	0.00
		9630643	9630643	100.00	9630643	0	100.0000	0.0000



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Resolution No. 4:- To re-appoint M/s. M. P. Chitale & Company, Chartered Accountants, Mumbai, as Statutory Auditors of the Company to hold office for the term of 3 years

Type of Resolution:- Ordinary Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.03	304470	90	99.97	0.03
		304820	304820	100.00	304730	90	99.97	0.03
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562748	90	100.00	0.00
		9630643	9630643	100.00	9630553	90	99.9991	0.0009



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Resolution No. 5:- To appoint Mr. Mohan H. Bhandari as the Director of the company liable to retire by rotation.

Type of Resolution:- Ordinary Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	303993	567	99.81	0.19
		304820	304820	100.00	304253	567	99.81	0.19
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562271	567	99.99	0.01
		9630643	9630643	100.00	9630076	567	99.9941	0.0059



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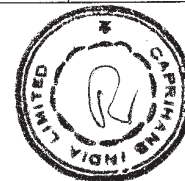


Resolution No. 6:- To appoint Mr. Bhoumick S. Vaidya as an Independent Directors of the Company.

Type of Resolution:- Ordinary Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(A)	(B)	$(C)=(B/A)*100$	(D)	(E)	$(F)=(D/B)*100$	$(G)=(E/B)*100$
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	304470	90	99.97	0.03
		304820	304820	100.00	304730	90	99.97	0.03
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562748	90	100.00	0.00
		9630643	9630643	100.00	9630553	90	99.9991	0.0009



Resolution No. 7:-To appoint Mr. K. V. Mani as an Independent Directors of the Company.

Type of Resolution:- Ordinary Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public - Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public - Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	304470	90	99.97	0.03
		304820	304820	100.00	304730	90	99.97	0.03
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562748	90	100.00	0.00
		9630643	9630643	100.00	9630553	90	99.9991	0.0009



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Resolution No. 8:-To appoint Ms. Anjali Seth an Independent Directors of the Company.

Type of Resolution:- Ordinary Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(A)	(B)	$(C)=(B/A)*100$	(D)	(E)	$(F)=(D/B)*100$	$(G)=(E/B)*100$
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	304470	90	99.97	0.03
		304820	304820	100.00	304730	90	99.97	0.03
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562748	90	100.00	0.00
		9630643	9630643	100.00	9630553	90	99.9991	0.0009



Resolution No. 9:- To appoint Mr. Nitin K. Joshi as an independent Director of the Company.

Type of Resolution:- Ordinary Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(A)	(B)	(C)=(B/A)*100	(D)	(E)	(F)=(D/B)*100	(G)=(E/B)*100
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	304470	90	99.97	0.03
		304820	304820	100.00	304730	90	99.97	0.03
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562748	90	100.00	0.00
		9630643	9630643	100.00	9630553	90	99.9991	0.0009



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Resolution No. 10:-To appoint Mr. Siddharth S. Shetye as an independent Director of the Company.

Type of Resolution:- Ordinary Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(A)	(B)	$(C)=(B/A)*100$	(D)	(E)	$(F)=(D/B)*100$	$(G)=(E/B)*100$
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	8258278	8258278	100.00	8258278	0	100.00	0.00
		9325823	9325823	100.00	9325823	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	304470	90	99.97	0.03
		304820	304820	100.00	304730	90	99.97	0.03
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	8562838	8562838	100.00	8562748	90	100.00	0.00
		9630643	9630643	100.00	9630553	90	99.9991	0.0009



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Resolution No. 11:- To authorize the Board of Directors of the Company to restructure the terms of repayment schedule of Inter Corporate Deposit (ICD)

Type of Resolution:- Special Resolution

Voting by e-voting and Poll:

		No of shares held	No of votes polled	% of Votes Polled on outstanding shares (C)=(B/A)*100	No. of Votes - in favour (D)	No. of Votes - against (E)	% of Votes in favour on votes polled (F)=(D/B)*100	% of Votes against on votes polled (G)=(E/B)*100
Promoter	E voting	1067545	1067545	100.00	1067545	0	100.00	0.00
	Poll	1559953	1559953	100.00	1559953	0	100.00	0.00
		2627498	2627498	100.00	2627498	0	100.00	0.00
Public Institutional	E voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
		0	0	0.00	0	0	0.00	0.00
Public Others	E voting	260	260	100.00	260	0	100.00	0.00
	Poll	304560	304560	100.00	303860	700	99.77	0.23
		304820	304820	100.00	304120	700	99.77	0.23
Total	E voting	1067805	1067805	100.00	1067805	0	100.00	0.00
	Poll	1864513	1864513	100.00	1863813	700	99.96	0.04
		2932318	2932318	100.00	2931618	700	99.9761	0.0239

for CAPRIHANS INDIA LIMITED

K.R.VISWANATHAN
COMPANY SECRETARY

