

Ref. No.: CIFL/BSE/2024-25/59

Wednesday, January 29, 2025

To
The Manager-Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Sub.: Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") along-with Scrutinizer's Report

Dear Sir/Madam,

We, Capital India Finance Limited ("**Company**"), wish to inform that in compliance with the applicable provisions of the Companies Act, 2013 ("**Act**") read with the rules made thereunder and pursuant to Regulation 44 and other applicable provisions of the Listing Regulations, as amended from time to time, the approval of the shareholders of the Company has been sought by way of postal ballot for the resolutions as set out in the Postal Ballot Notice dated December 24, 2024 ("**Postal Ballot**") through remote e-voting.

The remote e-voting for the postal ballot commenced on December 31, 2024 (09:00 A.M.), and the last date for casting votes was January 29, 2025 (05:00 P.M.).

In this regard, please find enclosed herewith:

- Voting Results in compliance with the Regulation 44 of the Listing Regulations as "**Annexure - A**"; and
- Scrutinizer's Report dated January 29, 2025, on remote e-voting for the Postal Ballot, pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provision of the Listing Regulations, issued by Mr. Arun Kumar Gupta of M/s. Arun Gupta & Associates, Company Secretaries as "**Annexure - B**".

Pursuant to the aforesaid results, the resolutions as set out in the Postal Ballot Notice, was approved with the requisite majority on January 29, 2025 (last date of remote e-voting).

The aforesaid information can also be accessed from the website of the Company at www.capitalindia.com.

Kindly take the above information on record and oblige.

Thanking you,
For Capital India Finance Limited


Sulabh Kaushal
Chief Compliance Officer & Company Secretary
Membership No.: A34674



Encl: As above

Corporate office :
Level - 20, Birla Aurora,
Dr. Annie Besant Road,
Worli, Mumbai,
Maharashtra - 400030

P : +91 22 45036000
E : info@capitalindia.com
CIN No: L74899DL1994PLC128577
(Capital India Finance Limited)

Registered office :
701, 7th Floor, Aggarwal Corporate Tower,
Plot No 23, District Centre,
Rajendra Place, New Delhi- 110008.

P : +91 11 6914 6000
W : www.capitalindia.com

Annexure - A

Declaration of Voting Results of remote e-voting of the Postal Ballot of Capital India Finance Limited pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

S. No	Description	Particulars
1	Date of AGM/EGM	Not Applicable <i>Resolution passed through Postal Ballot on January 29, 2025 (last date of remote e-voting)</i>
2	Total Number of shareholders on record date	As on the cut-off date, i.e., December 27, 2024 – 2596
3	No. of shareholders present in the meeting either in person or through proxy a) Promoters and Promoter group b) Public	Not Applicable <i>(Resolution passed through Postal Ballot)</i>
4	No. of shareholders attended the meeting through video conferencing a) Promoters and Promoter group b) Public	Not Applicable <i>(Resolution passed through Postal Ballot)</i>

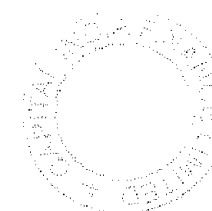


RESOLUTION WISE VOTING RESULT FOR THE POSTAL BALLOT

Resolution No. 1: Approval for sub-division/split of 1 (one) equity share having face value of INR 10 (Indian Rupees Ten only) each into 5 (five) equity shares having face value of INR 2 (Indian Rupees Two only) each

Resolution required	Ordinary Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	5,67,75,720	5,67,75,720	100.00	5,67,75,720	0	100.00	0.00
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		5,67,75,720	5,67,75,720	100.00	5,67,75,720	0	100.00
Public- Institutions	E-Voting*	0	0	0.00	0	0	0.00	0.00
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		0	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting*	2,09,58,540	1,75,06,763	83.5305	1,75,06,760	3	100.0000	0.0000
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		2,09,58,540	1,75,06,763	83.5305	1,75,06,760	3	100.0000
Total	7,77,34,260	7,42,82,483	95.5595	7,42,82,480	3	100.0000	0.0000	

*Postal Ballot through remote E-voting



RESOLUTION WISE VOTING RESULT FOR THE POSTAL BALLOT

Resolution No. 2: Approval for alteration of Capital Clause of the Memorandum of Association of the Company

Resolution required	Ordinary Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	5,67,75,720	5,67,75,720	100.00	5,67,75,720	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	5,67,75,720	5,67,75,720	100.00	5,67,75,720	0	100.00	0.00
Public- Institutions	E-Voting*	0	0	0.00	0	0	0.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting*	2,09,58,540	1,75,06,763	83.5305	1,75,06,760	3	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,09,58,540	1,75,06,763	83.5305	1,75,06,760	3	100.0000	0.0000
	Total	7,77,34,260	7,42,82,483	95.5595	7,42,82,480	3	100.0000	0.0000

*Postal Ballot through remote E-voting



RESOLUTION WISE VOTING RESULT FOR THE POSTAL BALLOT

Resolution No. 3: Approval for divestment of 100% stake in Capital India Home Loans Limited, a Material Subsidiary of the Company[§]

Resolution required	Special Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	5,67,75,720	5,67,75,720	100.00	5,67,75,720	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	5,67,75,720	5,67,75,720	100.00	5,67,75,720	0	100.00	0.00
Public- Institutions	E-Voting*	0	0	0.00	0	0	0.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting*	2,09,58,540	1,75,06,763	83.5305	1,75,06,760	3	100.0000	0.0000
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,09,58,540	1,75,06,763	83.5305	1,75,06,760	3	100.0000	0.0000
	Total	7,77,34,260	7,42,82,483	95.5595	7,42,82,480	3	100.0000	0.0000

[§] Based on the aforesaid results, the Special Resolution as contained in Item No. 3 of the Notice dated December 24, 2024, has been passed with requisite majority, wherein the votes cast by public shareholder in favor of the resolution exceed the votes cast by public shareholders against the resolution.

*Postal Ballot through remote E-voting





Arun Gupta & Associates

Company Secretaries

Scrutinizer's Report

[Pursuant to the provisions of Section 108, Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Non-Executive Chairman
Capital India Finance Limited
CIN: L74899DL1994PLC128577
701, 7th Floor, Aggarwal Corporate Tower,
Plot No. 23, District Centre, Rajendra Place,
New Delhi – 110008

Subject: Scrutinizer's Report on Postal Ballot (E-Voting)

Dear Sir,

I, Arun Kumar Gupta, Proprietor of M/s. Arun Gupta & Associates, Practicing Company Secretary was appointed as the Scrutinizer by the Board of Directors of Capital India Finance Limited ("**Company**") for scrutinizing the e-voting process in a fair and transparent manner pursuant to Section 108 & 110 of the Companies Act, 2013, as amended ("**Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, in respect of the Resolutions contained in the Postal Ballot Notice dated December 24, 2024.

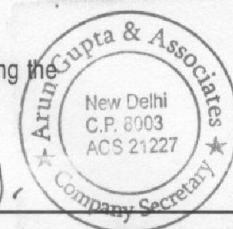
The Company, pursuant to the provisions of Section 110 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, required to provide e-voting facility to the Shareholders for passing of Resolutions through Postal Ballot by e-voting process.

As per General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, read with General Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 and other Circulars in relation to "Clarification on passing of Ordinary and Special resolutions by companies under the Companies Act, 2013 and the rules made thereunder issued by the Ministry of Corporate Affairs, Government of India (the "**MCA Circulars**") and Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 07, 2023, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (hereinafter collectively referred to as "**Circulars**"), the Company has sent the Postal Ballot Notice dated December 24, 2024 on December 30, 2024, by email only to those members whose name appeared on the Register of Members/List of beneficiaries and whose e-mail ID(s) were registered with the Company/Depositories as on the cut-off date i.e. Friday, December 27, 2024.

As stated in sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, as amended, advertisements were published by the Company in "**Jansatta**" in all editions in Hindi and "**Financial Express**" in all editions in English on December 31, 2024, confirming completion of dispatch of Notice of Postal Ballot/E-voting information by e-mail.

The Company has appointed KFin Technologies Limited ("**KFinTech**"), the service provider, for providing the facility of e-voting to the Members of the Company.

Page 1



Office: 59, Ground Floor, Street No. 3, Madan Park, East Punjabi Bagh, New Delhi – 110026

Contact: +91-9818845037, , +91-11-41100386

E-mail: aruncs.gupta@gmail.com, arungupta.associates@gmail.com

Arun Gupta & Associates

Company Secretaries

The e-voting period remained open from, Tuesday, December 31, 2024 at 9:00 A.M. and ended on Wednesday, January 29, 2025 at 5:00 P.M. on the designated website of KFinTech i.e. <https://evoting.kfintech.com> and the e-voting module was blocked by KFinTech thereafter.

The Votes cast were then un-blocked after the e-voting module was disabled by KFinTech on January 29, 2025. The data was scrutinized by me for verification of votes cast in favour and against the Resolutions.

Votes cast through electronic means up to 5:00 P.M. on January 29, 2025 being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.

Since, there was no voting by physical ballot form, the question of keeping the physical postal ballot under my safe custody before commencing the scrutiny, reporting on number of envelopes containing postal ballot form received after due date and upto the date of this report, reporting on number of envelopes containing postal ballot form returned undelivered and reporting on finding of defaced or mutilated ballot paper does not arise.

On proper scrutiny and summary of all the votes casted through remote e-voting process by the members, the voting results for the item placed for consideration of the members is as under:

ITEM NO. 1: ORDINARY RESOLUTION

APPROVAL FOR SUB-DIVISION/SPLIT OF 1 (ONE) EQUITY SHARE HAVING FACE VALUE OF INR 10 (INDIAN RUPEES TEN ONLY) EACH INTO 5 (FIVE) EQUITY SHARES HAVING FACE VALUE OF INR 2 (INDIAN RUPEES TWO ONLY) EACH

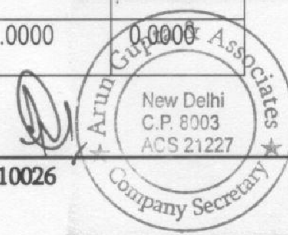
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	56775720	56775720	100.0000	56775720	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000

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	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	20958540	17506763	83.5305	17506760	3	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	77734260	74282483	95.5595	74282480	3	100.0000	0.0000

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 1** of the Notice dated December 24, 2024, has been **passed with requisite majority**.

ITEM NO. 2: ORDINARY RESOLUTION

APPROVAL FOR ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

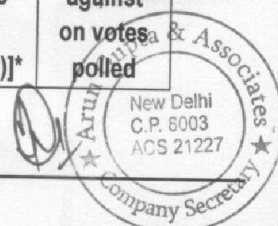
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled

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Company Secretaries

				(3)=[(2)/(1)]* 100			100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	56775720	56775720	100.0000	56775720	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	20958540	17506763	83.5305	17506760	3	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	77734260	74282483	95.5595	74282480	3	100.0000	0.0000

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 2** of the Notice dated December 24, 2024, has been **passed with requisite majority**.

ITEM NO. 3: SPECIAL RESOLUTION

APPROVAL FOR DIVESTMENT OF 100% STAKE IN CAPITAL INDIA HOME LOANS LIMITED, A MATERIAL SUBSIDIARY OF THE COMPANY

Resolution required: (Ordinary/ Special)	Special
Whether promoter/ promoter group are interested in the agenda / resolution?	No



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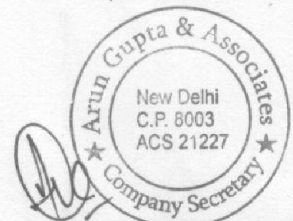
Arun Gupta & Associates

Company Secretaries

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	56775720	56775720	100.0000	56775720	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	20958540	17506763	83.5305	17506760	3	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Total		77734260	74282483	95.5595	74282480	3	100.0000	0.0000

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 3** of the Notice dated December 24, 2024, has been **passed with requisite majority, wherein the votes cast by public shareholder in favor of the resolution exceed the votes cast by public shareholders against the resolution.**

Since, the Ordinary/Special resolution has been passed with requisite majority, we request to the Non-Executive Chairman/ Authorised Signatory of the Company, to announce the voting results of Postal Ballot.



Arun Gupta & Associates

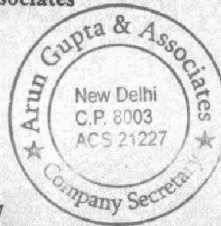
Company Secretaries

I will be returning the register(s) and all other paper(s) relating to remote e-voting on the item/resolution as set out in the Notice to the Company after the Chairman of the meeting considers, approves and signs the minutes of the Postal Ballot (E-Voting).

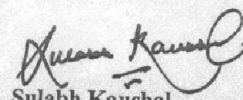
Thanking you,
Yours faithfully,
For Arun Gupta & Associates



Arun Kumar Gupta
(Scrutinizer)
Membership No. 21227
C.P. No. 8003
Firm Regn. No. I2008DE626100
PR 1008/2020



Counter signed by


Sulabh Kaushal
(Chief Compliance Officer * &
Company Secretary)
Capital India Finance Limited



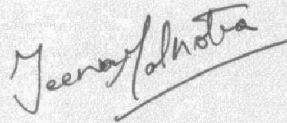
UDIN: A021227F003823993

Place: New Delhi
Date: January 29, 2025

Witnesses:



Harsh Khandelwal
Address: House no. 428, Chauhan Mohalla,
Madanpur Khadar, New Delhi - 110076



Teena Malhotra
Address: Pandit Park, Krishna Nagar,
Delhi-110051