



(CIN-L65923DL1985PLC195299)

23<sup>rd</sup> March, 2016

**The Secretary, Listing Department**  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400 001  
Maharashtra, India  
(Scrip Code-511505)

Dear Sir,

**Re: Proceedings of Extra Ordinary General meeting held on Wednesday, 23<sup>rd</sup> March, 2016.**

In terms of SEBI (Listing Obligations and Disclosures Requirements), 2015, we hereby submit brief proceedings of the Extra Ordinary General Meeting held on Wednesday, 23<sup>rd</sup> March, 2016.

The meeting was attended by proper quorum and the members have passed the following resolution with requisite majority:

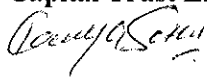
1. Reclassification of Authorised Share Capital and Consequent Alteration of Memorandum of Association.
2. Increase in the Authorised Share Capital and consequent alteration of the Capital Clause in the Memorandum of Association of the Company.
3. To issue Equity Shares on preferential basis to Non-Promoter.

The disclosure as regards to Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements), 2015 of the company is enclosed as Annexure I and a brief report of the Scrutinizer on E-voting and voting by poll on the day of EOGM i.e. March 23, 2016, is enclosed as Annexure II.

Kindly take the same on record.

Thanking You.

Yours faithfully,  
For **Capital Trust Limited**

  
(Tanya Sethi)  
Company Secretary



**Capital Trust Limited**  
Registered Office: 507 Courtyard, DLF Place, Saket, New Delhi-110017  
Phone: 011-41627007 Email: info@capital-trust.com Web: www.capital-trust.com



# Capital Trust

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**Declaration of Combined Voting Results of Evoting and Poll held on Wednesday, 23<sup>rd</sup> March, 2016**

<b>Date of ExtraOrdinary General Meeting</b>	Wednesday 23, 2016
<b>Total number of Shareholders on Record Date</b>	6497
<b>No. of Shareholders present in person</b>  Promoter Promoter group(Authorised Representative(s)) Public	  1 1 67
<b>Through proxy</b>	
<b>No. of Shareholders attended the meeting through video conferencing</b>  Promoters & Promoter group Public	  No video conference
<b>Mode of voting</b>	E-voting & Poll (Conducted at the meeting)



*Handwritten signature*

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**Combined results of E-Voting and Poll (conducted at the meeting)**

**Resolution No. 1**

**Reclassification of Authorised Share Capital and Consequent Alteration of Memorandum of Association.**

**(i) Voted in favour of the Resolution**

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	5	2252077	36.93
Poll	64	3846228	63.07
<b>Total</b>	<b>69</b>	<b>6098305</b>	<b>100.00</b>

**(ii) Voted against the resolution**

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	0	0	0
Physical	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**(iii) Invalid Votes**

Particulars	Number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Resolution No. 2**

**Increase in the Authorised Share Capital and consequent alteration of the Capital Clause in the Memorandum of Association of the Company.**

**(i) Voted in favour of the Resolution**

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of
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			valid vote cast
E-voting	5	2252077	36.93
Poll	64	3846228	63.07
<b>Total</b>	<b>69</b>	<b>6098305</b>	<b>100.00</b>

(ii) Voted against the resolution

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	0	0	0
Physical	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) Invalid Votes

Particulars	Number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>00</b>

**Resolution No.3**

**To issue Equity Shares on preferential basis to Non-Promoter.**

(i) Voted in favour of the Resolution

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	5	2252077	36.93
Poll	64	3846228	63.07
<b>Total</b>	<b>69</b>	<b>6098305</b>	<b>100.00</b>

(ii) Voted against the resolution

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) Invalid Votes

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Particulars	Number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	0	0
Total	0	0

*Chandya Sekar*



## A.K & ASSOCIATES

I-1, 2<sup>nd</sup> Floor, Lajpat Nagar-II, New Delhi-110024.PH-9873676963.E-MAIL-atimakhanna@gmail.com

### SCRUTINIZER'S REPORT

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

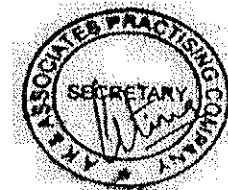
To,  
The Chairman,  
Capital Trust Limited  
507, 5<sup>th</sup> Floor, DLF Courtyard,  
Saket District Centre,  
New Delhi- 110017

Dear Sir,

The Board of Directors of the Company in its meeting held on 25<sup>th</sup> February, 2016 has appointed me as Scrutinizer for conducting E-voting process as per provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies Management & Administration Rules, 2014 on the resolutions as mentioned in the notice of EGM dated 25<sup>th</sup> February, 2016. I hereby submit my Report as under:

- i. The Company has provided e- voting facility to members on NSDL platform provided by National Securities Depository Limited, the authorized agency to provide electronic voting platform to members to exercise their voting right on or before 16<sup>th</sup> March, 2016.
- ii. The E-voting period commenced from Sunday, 20<sup>th</sup> March, 2016 at 9.00a.m. to Tuesday, 22<sup>nd</sup> March, 2016, 2016 by 5.00 p.m.
- iii. The e-voting results were unblocked on Wednesday, 23<sup>rd</sup> March, 2016 in the presence of two witnesses, Ms. Atima Khanna and Ms. Srashti Mishra, who are not in the employment of the Company.
- iv. I collected all ballot receipts and the e-voting and duly compiled with e-voting, the result of the said e-voting process is as under.

A summary of votes received is given below:



# A.K & ASSOCIATES

I-1, 2<sup>nd</sup> Floor, Lajpat Nagar-II, New Delhi-110024.PH-9873676963.E-MAIL-atimakhanna@gmail.com

## Resolution No. 1

**Reclassification of Authorised Share Capital and Consequent Alteration of Memorandum of Association.**

### (i) Voted in favour of the Resolution

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	5	2252077	36.93
Poll	64	3846228	63.07
<b>Total</b>	<b>69</b>	<b>6098305</b>	<b>100.00</b>

### (ii) Voted against the resolution

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	0	0	0
Physical	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

### (iii) Invalid Votes

Particulars	Number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

## Resolution No. 2

**Increase in the Authorised Share Capital and consequent alteration of the Capital Clause in the Memorandum of Association of the Company.**

### (i) Voted in favour of the Resolution

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	5	2252077	36.93
Poll	64	3846228	63.07
<b>Total</b>	<b>69</b>	<b>6098305</b>	<b>100.00</b>



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(ii) Voted against the resolution

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	0	0	0
Physical	0	0	0
Total	0	0	0

(iii) Invalid Votes

Particulars	Number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	0	0
Total	0	00

**Resolution No.3**

**To issue Equity Shares on preferential basis to Non-Promoter.**

(i) Voted in favour of the Resolution

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E-voting	5	2252077	36.93
Poll	64	3846228	63.07
Total	69	6098305	100.00

(ii) Voted against the resolution

Particulars	Number of members voted	Number of votes cast by them	Percentage (%) of total number of valid vote cast
E-voting	0	0	0
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Total	0	0	0

(iii) Invalid Votes

Particulars	Number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	0	0
Total	0	0





# **A.K & ASSOCIATES**

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The Company is hereby instructed to put up the Result on its website and inform the Stock Exchange accordingly within Two days of the General Meeting.

I hereby confirm that i am maintaining the Register in electronic form received from the service provider in respect of the votes cast through E-voting and Poll by the shareholders of the Company.

You may accordingly declare the result of e-voting facilitated by the Company.

I shall be arranging to hand over these records to you or such other person authorized by you.

Kindly take the same on record.

Thanking you.

Yours faithfully,

**For A.K. & Associates  
Practising Company Secretary**



**Atima Khanna  
M.No.: 28463  
COP.No.: 10296**

**Date: 23<sup>rd</sup> March, 2016  
Place: New Delhi**