



Date: August 28, 2019

To

**The Secretary,
BSE Limited
Corporate Relationship Dept,
P.J. Towers,
Dalal Street, Fort, Mumbai-400 001**

**The Secretary,
National Stock Exchange of India Limited
Plot No.C/1, G Block,
Bandra Kurla Complex
Bandra (East), Mumbai-400 051
Scrip Symbol: CAPACITE**

Scrip Code – /Scrip Id: 540710/CAPACITE

Subject: Proceedings of the 7th Annual General Meeting of Capacit'e Infraprojects Limited held on August 28, 2019

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 read with Part A of Schedule III SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to provide hereunder the Proceedings of 7th Annual General Meeting (AGM) of the Company, held on Wednesday, August 28, 2019 at Grand Hall, The Acres Club, 411-B, Opp. Bhakti Bhawan, Hemu Kalani Marg, Chembur East, Mumbai-400071. The meeting commenced at 11:30 am and concluded at 12:35 p.m.

Proceedings of the Annual General Meeting:

Mr. Rohit R. Katyal, Chairman, Executive Director & CFO of the Company, chaired the proceedings of the Meeting.

The requisite quorum being present, the Chairman called the meeting to order.

The Chairman addressed the shareholders. Copies of the Chairman's Statement were circulated to the shareholders who requested for the same at the meeting and were submitted to the BSE Limited and National Stock Exchange Limited after conclusion of the Meeting.

The Company had provided remote e-voting facilities to the eligible shareholders holding shares as on Cut-off date i.e. August 21, 2019 to cast their votes electronically. Accordingly, remote e-voting was kept open for from August 24, 2019 (9:00 a.m.) to August 27, 2019 (5:00 p.m.). The Chairman requested the shareholders who had not casted their vote by remote e-voting process on Businesses as set out in the Notice of AGM dated July 19, 2019, to electronically vote through Insta-poll facility provided by Company through Karvy Fintech Private Limited at the venue of the AGM.

The Chairman also informed the shareholders that the Company has appointed CS Shreyans Jain Practising Company Secretary, as Scrutiniser for the purpose of scrutinising the voting of remote e-voting process.

The Chairman informed the shareholders that the consolidated report on total votes casted in favour and against would be submitted by the Scrutiniser within 48 hours of the conclusion of the AGM and the same shall be disseminated to the stock exchanges and also uploaded on the website of the Company (viz. www.capacite.in) and Karvy Fintech Private Limited (viz. www.karvy.com), the agency providing e-voting facility.



The following items of businesses as set out in the Notice convening the 7th Annual General Meeting were commenced for shareholders' consideration and approval:

Ordinary Business

1. Consideration and adoption of:

The Audited Financial Statements on Standalone and Consolidated basis of the Company for the Financial Year ended March 31, 2019, together with reports of the Board of Directors and Statutory Auditors thereon, and

2. Declaration of dividend on Equity Shares at the rate of ₹ 1/- (One rupee only) per Equity Share of face value of Rs. 10/- each for the Financial Year ended March 31, 2019.
3. Appointment of Mr. Siddharth D. Parekh (DIN: 06945508), Non-Executive Director, retiring by rotation and offered himself for re-appointment.

Special Business:

4. Re-appointment of Mr. Subir Malhotra (DIN: 05190208), as a Whole-Time Director of the Company for a period of 5 (five) years with effect from November 01, 2018.
5. Re-appointment of Mr. Rohit R. Katyal (DIN: 00252944), as a Whole-Time Director of the Company for a period of 5 (five) years with effect from June 25, 2019.
6. Ratification of Remuneration of the Cost Auditor, M/s Y. R. Doshi & Associates, Cost Auditors of the Company for the financial year ending March 31, 2020.
7. Remuneration payable to Mr. Rahul R. Katyal, Managing Director (DIN: 00253046) of the Company for the financial year 2019-20.
8. Remuneration payable to Mr. Rohit R. Katyal, Whole-time Director and Chief Financial Officer (DIN: 00252944) of the Company for the financial year 2019-20.
9. Remuneration payable to Mr. Subir Malhotra, Whole-time Director (DIN: 05190208) of the Company for the financial year 2019-20.
10. Re-Classification of Authorised Share Capital and consequent Alteration of Memorandum of Association of the Company.
11. Fund raising by way of issue of securities of the Company not exceeding Rs. 250 crores (Rupees Two Hundred and Fifty Crores)
12. Enhancement Borrowing limits by the Company pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 and delegation to the Board thereto.
13. Mortgage and/ or create charge on any assets of the Company pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013.

This is in due compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on your records and oblige.

For CAPACIT'E INFRAPROJECTS LIMITED



Sai Kedar Katkar
Company Secretary & Compliance Officer

