

Designated Partners

CS Vishvesh Girishchandra Bhagat

B.Com; LL.B(Gen); ACS; FIII

CS Nrupang B Dholakia

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**DHOLAKIA
& ASSOCIATES LLP**
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

To,
Mr. Raoul Thackersey
Chairman & Joint Managing Director
Capricon Realty Limited
Mumbai

**SUB: REPORT ON THE POSTAL BALLOT PROCESS FOR THE RESOLUTION AS SET OUT IN THE
NOTICE OF POSTAL BALLOT DATED JUNE 8, 2022**

Dear Sir,

1. Dholakia & Associates LLP, Company Secretaries ("firm") were appointed as the Scrutinizer by the Board of Directors of Capricon Realty Limited ("the Company"), to scrutinize the Postal Ballot voting process in connection with the subject matter.
2. I, CS Nrupang B. Dholakia, Designated Partner of the firm, submit my report as under:
 - 2.1 The Company completed the despatch of Notice of Postal Ballot along with the Postal Ballot Forms and self – addressed Business Reply Envelopes through Registered Post on June 10, 2022 to the Members, whose names appeared on the Register of Members/List of Beneficiaries as on June 3, 2022.
 - 2.2 All Postal Ballot Forms, received up to the close of working hours (17:00 hours IST) on July 9, 2022, the last date and time fixed by the Company for receipt of the Postal Ballot Forms were considered for my scrutiny.
 - 2.3 Envelopes containing Postal Ballot Forms received after 17:00 hours (IST) on July 9, 2022 were not considered for my scrutiny. These envelopes were not opened.
 - 2.4 The Postal Ballot envelopes were scrutinized from time to time and the last lot was scrutinized on July 9, 2022 after 17:00 hours (IST) in the presence of my authorised representative.
 - 2.5 Particulars of all the Postal Ballot Forms received from the members have been entered in a Register separately maintained for the purpose in electronic mode.



- 2.6 Envelopes containing Postal Ballot Forms which were returned undelivered were also not opened.
- 2.7 I have not found any defaced/mutilated Postal Ballot Form.
- 2.8 I have also received a confirmation from M/s. Computech Sharecap Limited, Registrar and Share Transfer Agent ("**RTA**"), with respect to the specimen signatures of the shareholders and their holdings.
- 2.9 I am obligated under Section 110 of the Companies Act, 2013 and Rules framed thereunder to retain the Postal Ballot Forms till the time the Company signs the minutes. Once the copy of minutes is provided, the same will be handed over to the Company.
3. In accordance with the Basis of Acceptance (as per **Annexure - I**) and Basis of Rejection (as per **Annexure - II**), and on proper scrutiny of all the Postal Ballot forms, I report the result of the Postal Ballot as under:

RESOLUTION NO. 1 – TO ENHANCE LIMIT OF LOANS/GUARANTEE, PROVIDING OF SECURITIES AND MAKING OF INVESTMENTS IN SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013 – SPECIAL RESOLUTION

(a) Details of Postal Ballot Forms received:

Particulars	Number of Forms	No. of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast).
Total Votes received by Postal Ballot Forms	25	7614
Less: Total Number of Invalid Votes by Postal Ballot Forms	NIL	NIL
Total Number of Valid Votes received by Postal Ballot Forms	25	7614



(b) Details of Voting:

Particulars	Aggregate of Physical and Postal Ballot Forms	No. of Equity Shares of the Rs. 10/- each (Votes cast)	% of Valid Votes Received
Total Valid Postal Ballot votes received	25	7614	100
Assented to Resolution	14	7591	99.70
Dissented to Resolution	11	23	0.30

4. You may accordingly declare the result of the Postal Ballot voting process.



Nrupang B. Dholakia
CS Nrupang B. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
C. P. No. 12884

ICSI UDIN: F010032D000602811

Place: Mumbai

Date: July 11, 2022

CAPRICON REALTY LIMITED



R. Markusey

CHAIRMAN.

"ANNEXURE-I"**BASIS OF ACCEPTANCE****A. PHYSICAL BALLOT FORM:**

1. Assent or dissent has been given by any other mark for the resolution, the voting has been considered.
2. Joint member(s) has/ have signed the Postal Ballot Form instead of first named member, the votes cast by the joint named members has/have been considered.
3. Member has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Member has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
5. Member has voted for more than his actual shareholding, the actual shareholding has been considered.



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"ANNEXURE-II"**BASIS OF REJECTION****A. PHYSICAL BALLOT FORM:**

1. Member has not put any tick mark on either assent or dissent.
2. Ballot paper is not signed.
3. Specimen signature of the member with the Registrar and Share Transfer Agent differs with that of the signature in the Postal Ballot Form.
4. The specimen signature of the member is not available at the time of scrutiny of the Postal Ballot Form on the electronic registry of the Registrar and Share Transfer Agent i.e. M/s. Computech Sharecap Limited and consequently there is no way to verify the signature.
5. Member has put tick mark in both the columns of assent and dissent without indicating number of shares.
6. Member has sent a photocopy of the Postal Ballot Form.
7. In case where a Postal Ballot Form has been signed by Authorised Signatory / Power of Attorney Holder, the certified true copy of the Board Resolution / Power of Attorney / Letter of Authority together with attested specimen signatures of the duly authorised signatory is not attached with the Postal Ballot Form.
8. Member has signed the Postal Ballot Form in Pencil.
9. Signature not visible.
10. Member has signed in the Column for the purpose of Assent / Dissent.
11. Member has sent Scanned Copy of Postal Ballot Form via E-Mail.
12. Postal Ballot Form is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the Member or the number of votes.



13. Board Resolution / Authority Letter / Power of Attorney, etc. does not grant power in favour of the person who has exercised voting right.




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