

Tuesday, August 7, 2018
Ref. No.: CIFL/BSE/2018-19

To,
The Manager,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Ref.:- Scrip Code - 530879

Sub.: Submission of Outcome of Board Meeting of Capital India Finance Limited (formerly known as Bhilwara Tex-Fin Limited) ("Company")

Dear Sir/ Ma'am,

In compliance with provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to hereby inform BSE Limited that the following matters were decided at the meeting of the Board of Directors ("**Board**") of the Company held on August 7, 2018, at 2nd Floor, DLF Centre, Sansad Marg, New Delhi -110001:

1. The Board considered and approved the 'CIFL Employee Stock Option Plan 2018' of the Company ("**Plan**"), which shall be implemented subject to the shareholder's approval.
2. The Board considered and approved the draft of the postal ballot notice for seeking approval of the shareholders of the Company for following items by way of a special resolution:
 - Approval of the Plan;
 - To grant employee stock options to the employees of the subsidiary(ies) of the Company under the Plan;
 - To grant options equal to or exceeding 1% (One Percent) of issued capital to the identified employees; and
 - To make investment(s), give loans and guarantees and provide securities beyond the limits specified under Section 186 of the Companies Act, 2013.

Calendar of events: The calendar of events observed by the company for Postal Ballot process is annexed as **Annexure A**.

3. The Board approved and took on record:
 - the un-audited standalone financial results of the Company for the quarter ended on June 30, 2018 and the Limited Review Report from Deloitte Haskins & Sells LLP;
 - the special purpose standalone and consolidated financial information for the Financial Year ended March 31, 2018 and the Auditor's Report thereto;
 - the restated standalone financial information for the Financial Years ended on March 31, 2014, March 31, 2015, March 31, 2016, March 31, 2017 and March 31, 2018;
 - the restated consolidated financial information for the Financial Year ended on March 31, 2018; and

One BKC, A-Wing, 14th Floor,
Plot C 66, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai 400051

Registered Office :
DLF Centre, 2nd Floor,
Sansad Marg,
New Delhi - 110001



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- the examination reports from: (a) Deloitte Haskins & Sells LLP.; and (b) the previous statutory auditor' i.e., M/s. Nagar Goel & Chawla, Chartered Accountants.
4. The Board considered and approved the Draft Letter of Offer in relation to rights issue of the Company for an aggregate amount of Rs. 250,00,00,000 (Rupees Two Hundred and Fifty Crores only) on rights basis.

The Meeting commenced at 3:00 P.M. and concluded at 8:00 P.M.

Requested you to take note of the above information on your record and oblige.

Thanking you,
Yours sincerely,

For Capital India Finance Limited
(formerly known as Bhilwara Tex-Fin Limited)

Rachit Malhotra
Company Secretary & Compliance Officer
Membership No. – A39894



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Annexure A

Calendar of events for Postal Ballot process

S. No.	Events	Time lines
1.	Date of Board Resolution	August 07 th , 2018 (Tuesday)
2.	Date of appointment of the Scrutinizer and Agency	August 07 th , 2018 (Tuesday)
3.	Record Date for ascertaining the list of shareholders/members to whom notice of postal ballot will be sent & also for reckoning voting rights	August 10 th , 2018 (Friday)
4.	Date of completion of dispatch of Notice along with postal ballot forms and PIN MAILERS (Physical or through e-mail)	August 24 th , 2018 (Friday)
5.	Date of publishing the advertisement in newspapers as specified	August 25 th , 2018 (Saturday)
6.	Date of commencement of Voting by electronic mode/ Postal ballot	August 25 th , 2018 (Saturday)
7.	Date of completion of Voting by electronic mode/ Postal ballot	September 23 th , 2018 (Sunday)
8.	Last date for receiving postal ballot forms by the Scrutinizer / Last date of Voting by electronic mode	September 23 th , 2018 (Sunday)
9.	Last date of submission of the Report by the Scrutinizer	September 25 th , 2018 (Tuesday)
10.	Date of declaration of the result by the Chairman or by the CEO and Whole Time Director	September 25 th , 2018 (Tuesday)
11.	Date on which Resolution will be deemed to be passed	September 23 th , 2018 (Sunday)
12.	Date of returning the ballot papers, registers required to be maintained by the scrutinizer & other related parties to the Director, by the scrutinizers	(Any time day after) September 25 th , 2018 (Tuesday)