

July 28, 2021

<b>To,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051.	<b>To,</b> <b>BSE Limited</b> Corporate Relations Department, 1st Floor, New Trading Ring, P. J. Towers, Dalal Street, Mumbai - 400 001.
---	---

**Sub.: Declaration of Voting Results of Postal Ballot (e-voting)**

**Ref: Scrip Code – 501150 and NSE Scrip Code: - CENTRUM**

Madam/Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, we are enclosing herewith the Report submitted by the Scrutinizer i.e. Mr. Umesh P. Maskeri, Practicing Company Secretary (COP No. 12704) along with the voting results declared on July 27, 2021, with respect to the Postal Ballot (e-voting) conducted by the Company for seeking approval of the Members by way of Special Resolution for the following Special Business contained in the Postal Ballot Notice dated June 22, 2021:

1. SPECIAL RESOLUTION – TO CONSIDER AND APPROVE RAISING OF FUNDS THROUGH ISSUE OF EQUITY SHARES OR BY WAY OF ISSUE OF ANY INSTRUMENT OR SECURITY INCLUDING FULLY/PARTLY CONVERTIBLE DEBENTURES, SECURITIES CONVERTIBLE INTO EQUITY SHARES, GLOBAL DEPOSITORY RECEIPTS (THE “GDRS”), AMERICAN DEPOSITORY RECEIPTS (THE “ADRS”), FOREIGN CURRENCY CONVERTIBLE BONDS (THE “FCCBS”), OR BY WAY OF A COMPOSITE ISSUE OF NON-CONVERTIBLE DEBENTURES AND WARRANTS
2. SPECIAL RESOLUTION – ACQUISITION OF CENTRUM FINANCIAL SERVICES LIMITED (STEP-DOWN SUBSIDIARY COMPANY) FROM CENTRUM RETAIL SERVICES LIMITED (SUBSIDIARY COMPANY)

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours faithfully,

**For Centrum Capital Limited**



**Alpesh shah**  
**Company Secretary**  
**Encl: a/a**

**Centrum Capital Limited (CIN: L65990MH1977PLC019986)**

**Corporate Office:** Centrum House, CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098.

Tel: +91 22 4215 9000

**Registered Office:** 2<sup>nd</sup> Floor, Bombay Mutual Building, Dr. D. N. Road, Fort, Mumbai – 400 001. Tel: +91 22 2266 2434

Email : [info@centrum.co.in](mailto:info@centrum.co.in) Website: [www.centrum.co.in](http://www.centrum.co.in)

**CENTRUM CAPITAL LIMITED**

**VOTING RESULTS OF POSTAL BALLOT INCLUDING REMOTE EVOTING PURSUANT TO THE PROVISIONS OF REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Date of AGM/EGM	July 27, 2021
Total number of shareholders as on Record Date i.e. As on cut off date for determining eligibility	23,431
Total number of shareholders present in the meeting either in person or proxy : NA	
Promoters and promoter group	Not applicable since resolution is passed through postal ballot
Public	Not applicable since resolution is passed through postal ballot
Number of shareholders attended the meeting through video conferencing :	
Promoters and promoter group	Not applicable since resolution was passed through postal ballot
Public	Not applicable since resolution was passed through postal ballot

Agenda item: 1	<b>TO CONSIDER AND APPROVE RAISING OF FUNDS THROUGH ISSUE OF EQUITY SHARES OR BY WAY OF ISSUE OF ANY INSTRUMENT OR SECURITY INCLUDING FULLY/PARTLY CONVERTIBLE DEBENTURES, SECURITIES CONVERTIBLE INTO EQUITY SHARES, GLOBAL DEPOSITORY RECEIPTS (THE "GDRS"), AMERICAN DEPOSITORY RECEIPTS (THE "ADRS"), FOREIGN CURRENCY CONVERTIBLE BONDS (THE "FCCBS"), OR BY WAY OF A COMPOSITE ISSUE OF NON-CONVERTIBLE DEBENTURES AND WARRANTS</b>
----------------	---

Resolution required	<b>Special Resolution</b>
Whether promoter/promoter group are interested in the agenda/resolution	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	158755578	158545537	99.8677	158545537	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>158545537</b>	<b>99.8677</b>	<b>158545537</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1832362	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	255444800	120879242	47.3211	120877708	1534	99.9987	0.0013
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>120879242</b>	<b>47.3211</b>	<b>120877708</b>	<b>1534</b>	<b>99.9987</b>	<b>0.0013</b>
<b>Total</b>		<b>416032740</b>	<b>279424779</b>	<b>67.1641</b>	<b>279423245</b>	<b>1534</b>	<b>99.9995</b>	<b>0.0005</b>

FOR CENTRUM CAPITAL LIMITED



Alpesh Shah  
Company Secretary

PLACE : MUMBAI  
DATE : 27-07-2021

**CENTRUM CAPITAL LIMITED**

**VOTING RESULTS OF POSTAL BALLOT INCLUDING REMOTE EVOTING PURSUANT TO THE PROVISIONS OF REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Date of AGM/EGM	July 27, 2021							
Total number of shareholders as on Record	23,431							
Total number of shareholders present in the meeting either in person or proxy : NA								
Promoters and promoter group	Not applicable since resolution is passed through postal ballot							
Public	Not applicable since resolution is passed through postal ballot							
Number of shareholders attended the meeting through video conferencing :								
Promoters and promoter group	Not applicable since resolution was passed through postal ballot							
Public	Not applicable since resolution was passed through postal ballot							
Agenda item:	2	<b>ACQUISITION OF CENTRUM FINANCIAL SERVICES LIMITED (STEP-DOWN SUBSIDIARY COMPANY) FROM CENTRUM RETAIL SERVICES LIMITED (SUBSIDIARY COMPANY)</b>						
Resolution required	<b>Special Resolution</b>							
Whether promoter/promoter group are interested in the agenda/resolution	Yes							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	158755578	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1832362	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	255444800	53693495	21.0196	53691338	2157	99.9960	0.0040
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>53693495</b>	<b>21.0196</b>	<b>53691338</b>	<b>2157</b>	<b>99.9960</b>	<b>0.0040</b>
<b>Total</b>		<b>416032740</b>	<b>53693495</b>	<b>12.9061</b>	<b>53691338</b>	<b>2157</b>	<b>99.9960</b>	<b>0.0040</b>

FOR CENTRUM CAPITAL LIMITED

Alpesh Shah  
Company Secretary

PLACE : MUMBAI  
DATE: 27-07-2021





**Umesh P. Maskeri**  
**Practicing Company Secretary**

No 304, Geetanjali Heights, Plot No.77, Sector 27  
Near Presentation Convent School, Nerul East, Navi Mumbai-400 706  
Tele 022 -27716919; Mobile: 09930178352; Email: [umeshmaskeri@gmail.com](mailto:umeshmaskeri@gmail.com)

**SCRUTINIZER'S REPORT**

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

July 27, 2021

To  
The Chairman  
Centrum Capital Limited  
Registered Office, 2nd Floor,  
Bombay Mutual Building,  
Dr. D. N. Road, Fort  
Mumbai – 400 001

Dear Sir,

At the outset, I express my gratitude to the Board of Directors of the Company for appointing us as the Scrutinizer for the remote e-Voting process and electronic voting for the resolutions placed by the postal ballot exercise.

In this connection, I am pleased to submit the Scrutinizer's Report, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for further action at your end.

Thanking you,

Yours faithfully,

UMESH  
PARAMESH  
WAR  
MASKERI

Digitally signed by  
UMESH  
PARAMESHWAR  
MASKERI  
Date: 2021.07.27  
22:21:23 +05'30'



UMESH P MASKERI  
PRACTICING COMPANY SECRETARY  
COP No.12704, FCS No.4831  
ICSI UDIN: F004831C000690560  
This document has been digitally signed



**Umesh P. Maskeri**  
**Practicing Company Secretary**

<b>SCRUTINIZER'S REPORT IN RESPECT OF POSTAL BALLOT</b> <b>Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22</b> <b>of the Companies (Management and Administration) Rules, 2014</b>			
Name of the company	Centrum Capital Limited		
Nature of Meeting/Event	Postal Ballot		
Mode of voting	Only electronic voting		
Programme of postal ballot			
Opened	At 09:00 A.M.	Monday	28-06-2021
Closed	At 05:00 P.M.	Tuesday	27-07-2021

**1. Appointment of Scrutinizer:**

I, Umesh P. Maskeri, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of Centrum Capital Limited ("The Company") at the Board Meeting held on June 22, 2021, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 to scrutinize the votes cast electronically i.e. through Postal Ballot on the items of business set out in the Notice of Postal Ballot dated June 22, 2021, issued by the Company.

**2. Relaxations granted by Ministry of Corporate Affairs in view of the situation arising out of COVID-19 pandemic**

In terms of the MCA Circulars, in view of the current extraordinary situation due to COVID -9 pandemic requiring social distancing, companies are advised to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act and rules made thereunder, has clarified that for companies that are required to provide e-voting facility under the Companies Act and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. The MCA has clarified that for companies that are required to provide e-voting facility under the Companies Act, while they are transacting any business(es) only by postal ballot up to December 31, 2021, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA circulars will be applicable mutatis mutandis. Further the Company will send postal ballot notice only by email to all its shareholders who have registered their email addresses with the Company or depository/Depository participants and the communication of assent / dissent of the members will take place through the remote e-voting system. This postal ballot was accordingly being initiated in compliance with the MCA circulars.

**3. Dispatch of Notice of Postal Ballot**

Pursuant to the Circulars issued by the MCA, company has informed that it has sent out the notice of postal ballot by email to the shareholders, on June 26, 2021, through Link Intime Private Limited, the Registrar and Transfer Agent ("RTA"), whose names appeared in the Register of Members as on June 18, 2021, the cutoff date for this purpose, and who had registered their email address with the Company or Depositories or depository participants.



**Umesh P. Maskeri**  
**Practicing Company Secretary**

**4. Publication of advertisement in Newspapers:**

In terms of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company has informed that it has arranged the publication of the advertisement intimating the voting through Remote E-voting and dispatch of Notice by email, in English Newspaper viz. The Free Press Journal and in Marathi Newspaper viz. NavShakti both dated June 27, 2021 and having circulation in Mumbai. The said newspaper advertisements, contained among other things, the information that there will be voting by electronic means only and there is no provision for any voting through physical ballot forms and further the process to register the email addresses, in case of shareholders who had not registered their email address with the Company, depository or depository participant as stipulated in MCA Circular No 17/2020 dated April 13, 2020.

**5. Remote e-Voting facility:**

In compliance with the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company had provided Remote E-Voting facility to cast vote on the resolution through the electronic voting platform of Central Depository Services Limited (“CDSL”).

**6. Remote evoting period:**

The Remote E-Voting facility opened at 09:00 A.M. on Monday, June 28, 2021 and closed at 05:00 P.M. (IST) on Tuesday, July 27, 2021. During this period, Members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e. Friday, the June 18, 2021, were entitled to vote on the resolution set out in the Notice of Postal Ballot covered under the EVSN 210625005.

**7. Counting process:**

The e-voting module for the said EVSN was disabled by CDSL on Tuesday, July 27, 2021, at 05:00 P.M. and the votes cast were unblocked thereafter by me in the presence of two witnesses who are not in employment of Centrum Capital Limited.

**8. Responsibility of Management:**

The Management of the Company is responsible for ensuring compliance with the requirements of Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Act and the Rules there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”) relating to the agenda item placed before the members for their approval. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent



**Umesh P. Maskeri**  
**Practising Company Secretary**

manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on votes cast through e-voting placed for approval of the shareholders through Postal Ballot by remote e-voting.

9. The Summary of votes cast by Remote E-Voting is given below:

**Resolution No 1:**

**Special Business: Special Resolution**

**TO CONSIDER AND APPROVE RAISING OF FUNDS THROUGH ISSUE OF EQUITY SHARES OR BY WAY OF ISSUE OF ANY INSTRUMENT OR SECURITY INCLUDING FULLY/PARTLY CONVERTIBLE DEBENTURES, SECURITIES CONVERTIBLE INTO EQUITY SHARES, GLOBAL DEPOSITORY RECEIPTS (THE "GDRS"), AMERICAN DEPOSITORY RECEIPTS (THE "ADRS"), FOREIGN CURRENCY CONVERTIBLE BONDS (THE "FCCBS"), OR BY WAY OF A COMPOSITE ISSUE OF NON-CONVERTIBLE DEBENTURES AND WARRANTS:**

SI No	Particulars	No of folios who voted	Number of votes cast	% of total votes
1	Votes in favour of the resolution	151	27,94,23,245	99.9995
2	Votes against the resolution	8	1,534	0.0005
3	Total	159	27,94,24,779	100.00
4	Result	The Resolution has been passed with requisite majority		

**Resolution No 2:**

**Special Business: Special Resolution**

**ACQUISITION OF CENTRUM FINANCIAL SERVICES LIMITED (STEP-DOWN SUBSIDIARY COMPANY) FROM CENTRUM RETAIL SERVICES LIMITED (SUBSIDIARY COMPANY):**

SI No	Particulars	No of folios who voted	Number of votes cast	% of total votes
1	Votes in favour of the resolution	141	5,36,91,338	99.9960
2	Votes against the resolution	10	2,157	0.0040
3	Total	151	5,36,93,495	100
4	Result	The Resolution has been passed with requisite majority		



**Umesh P. Maskeri**  
**Practicing Company Secretary**

10. Details of persons including entities who voted for and against the resolutions in electronic mode as downloaded from the CDSL evoting portal have been handed over to the Company Secretary.

Thanking you  
**Yours faithfully,**

UMESH  
PARAMESHWAR  
MASKERI

Digitally signed  
by UMESH  
PARAMESHWAR  
MASKERI  
Date: 2021.07.27  
22:22:59 +05'30'



**UMESH P MASKERI**  
**PRACTICING COMPANY SECRETARY**  
**Certificate of Practice No 12704**  
**ICSI UDIN: F004831C000690560**  
**This document has been digitally signed**

Place: Mumbai  
Date: July 27, 2021

Countersigned by  
**Centrum Capital Limited**

SHAH  
ALPESH  
RAMESH

Digitally signed  
by SHAH ALPESH  
RAMESH  
Date: 2021.07.27  
18:22:35 +05'30'



---

**Alpesh Shah**  
**Company Secretary**

Place: Mumbai  
Date: July 27, 2021