

August 27, 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.
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**Sub: Disclosures under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – 43<sup>rd</sup> Annual General Meeting of Centrum Capital Limited ("the Company")**

**Ref: Our Scrip Code : NSE - CENTRUM and BSE - 501150**

We wish to inform you that, the 43<sup>rd</sup> Annual General Meeting ("AGM") of the Members of the Company was held on Thursday, August 26, 2021, at 03:00 p.m. through Video Conferencing.

In this regard, we hereby submit the following:

- a) Details of the voting results of the aforesaid AGM pursuant to the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on ordinary resolutions specified in the AGM Notice dated June 22, 2021. The detailed voting results consolidating the results of remote e-voting with the results of e-voting during the AGM is enclosed.

All the resolutions were passed with the requisite majority by the Members. The details of votes cast by the Members are given in the Annexure. The same shall be treated as compliance with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015.

- b) In term of the Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the consolidated Scrutinizer's Report on the remote e-voting and e-voting during the AGM is enclosed herewith.

The Voting Results along with the Scrutinizer's Report is available on the website of the Company i.e. [www.centrum.co.in](http://www.centrum.co.in) and will also be made available on the website of Central Depository Services (India) Limited.

Kindly take the same on record and oblige.

Thanking you,  
Yours Faithfully,

**For Centrum Capital Limited**

  


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

**Centrum Capital Limited (CIN No.: 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)

Sr. No.	Description	Particulars
1	Date of AGM	August 26, 2021
2	Total no. of shareholders on record date (August 19, 2021)	41,339
3	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	0
	Public	45
	<b>Total</b>	<b>45</b>
4	No. of Shareholders present in the meeting either in person or through proxy*	
	Promoters and Promoter Group	Not Applicable
	Public	
	<b>Total</b>	

\* Since this AGM was held through Video Conferencing, the facility to appoint proxy to attend and cast vote for the members was not available for this AGM.

**The following is the summary of items of business as per the Notice of the AGM dated June 22, 2021 transacted at the AGM:**

Item No	Item Description	Resolution Type	Result
1.	Adoption of the Audited Financial Statements (standalone and consolidated) for the Financial Year ended March 31, 2021 and the reports of the Board of Directors and Auditors	Ordinary Resolution	Passed with requisite majority
2.	To appoint a director in place of Mr. Ramachandra Kasargod Kamath (DIN: 01715073), who retires by rotation at this meeting and being eligible, offers himself for re-appointment.	Ordinary Resolution	Passed with requisite majority
3.	To appoint and fix the remuneration of Statutory Auditor	Ordinary Resolution	Passed with requisite majority
4.	Appointment of Mr. R. A. Sankara Narayanan (DIN: 05230407), as an Independent Director of the Company	Ordinary Resolution	Passed with requisite majority

**For Centrum Capital Limited**



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

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**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**

August 26, 2021

To  
The Chairman  
Centrum Capital Limited  
Corporate Office, Centrum House  
CST Road, Vidyanagari Marg, Kalina, Santacruz East  
**Mumbai-400098**

Dear Sir,

<b>SCRUTINIZER'S REPORT</b>	
<b>Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014</b>	
Name of the company	Centrum Capital Limited
Nature of Meeting	43 <sup>rd</sup> Annual General Meeting ("AGM")
Time, Day and Date	At 3:00 P.M, Thursday, August 26, 2021
Deemed Venue of AGM	Registered Office, Bombay Mutual Building, 2 <sup>nd</sup> Floor, Dr. D N Road, Fort, Mumbai-400001
Mode	Video Conferencing ("VC")/ Other Audio-Visual Means ("ÖAVM")

#### **1. Appointment of Scrutinizer:**

I, Umesh P. Maskeri, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Centrum Capital Limited ("the company") at their meeting held on June 22, 2021 for the purpose of ensuring that the voting process is conducted in a fair and transparent manner, on the resolutions contained in the notice dated June 22, 2021, of the AGM of the Members of the Company to be held at 03-00 P.M. on Thursday, the August 26, 2021 by Video Conferencing or Other Audio Visual Means (OAVM) and for the purpose of scrutinizing the remote e-voting process and electronic voting under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules").

#### **2. Relaxations granted by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") in view of COVID-19 pandemic**

Considering the extra ordinary circumstances caused by the COVID-19 pandemic and in view of the social distancing norms, the Ministry of Corporate Affairs ("MCA") has vide Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, June 15, 2020, September 2020 and December 31, 2020 and clarification Circular No 02/2021 dated January 13, 2021



(collectively referred to as “MCA Circulars”) and Circular No SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (“SEBI Circular”) and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), permitted the holding of the Annual General Meeting of a company through Video Conferencing (VC) or Other Audio Visual Means (“OAVM”) upto December 31, 2021 without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, MCA Circulars and SEBI Listing regulations, 43<sup>rd</sup> AGM was held through Video Conferencing (VC) or Other Audio Visual Means (OAVM) on Thursday, the August 26, 2021.

The MCA and Securities and Exchange Board of India (“SEBI”) have relaxed and permitted that the notice of AGM and the Annual Report and all other attachments could be sent by email to the shareholders, in view of the difficulties faced in physical despatch of the documents. Accordingly, Company has informed that it has sent the notice of AGM by email on August 02, 2021 to all such members who had registered their email address with the Company, depository participants or the Registrar and Transfer Agent.

### **3. Despatch of Notice of 43<sup>rd</sup> Annual General Meeting (“AGM”) :**

The Company has informed that it has arranged and sent the Notice of AGM dated June 22, 2021 by electronic mail by Central Depository Services (India) Limited (“CDSL”) Green initiatives to its Members on August 02, 2021, whose names appeared in the Register of Members /Register of Beneficial Owners as on the record date for this purpose, and who had registered their email address with the Company or Depositories or Depository Participants.

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

In terms of MCA General Circular No20/20 dated May 05, 2020, Company has published advertisements in English Newspaper Free Press Journal and in Marathi Newspaper viz. Nav Shakti both dated August 02, 2021 intimating that the AGM is going to be held through Video Conferencing mode and that the Notice of AGM will be sent by email to those members who have provided the email address. Further, Company has as per Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Rules 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to the provisions of MCA Circulars, the Company had duly published an advertisement intimating the voting through Remote E-voting and dispatch of Notice by email, in English Newspaper viz. Free Press Journal and in Marathi Newspaper viz. Nav Shakti both dated August 04, 2021 and having wide circulation within the jurisdiction. The said newspaper advertisements, contained among other things, the information that there will be voting by electronic means only and there was 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. Cut off date:**

The Company has provided me the Register of Members as on the cut off date i.e. August 19, 2021.



## **6. Remote evoting Process: EVSN 210731003**

### **6.1. Agency:**

Company has availed the services of Central Depository Services (India) Limited ('CDSL'), which has provided the facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM.

### **6.2 : Generation and activation of EVSN :**

Company has generated the Electronic Voting Sequence Number ("EVSN") on July 31, 2021 and activated the EVSN on August 21, 2021. Company has mentioned the number of records as 41339 and the total number of shares uploaded in the Register of Members as 41,60,32,740 as on the cut off date of August 19, 2021.

### **6.2. Remote e-voting period**

The remote e-voting period commenced at 9-00 a.m. on Monday, the August 23, 2021 and concluded at 05-00 p.m. on Wednesday, the August 25, 2021. The facility of voting by remote evoting was provided for an additional duration of 15 minutes soon after conclusion of the Annual General Meeting. CDSL remote e-voting portal was disabled thereafter.

Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions, set out in the notice convening the AGM. and the CDSL remote e-voting portal was disabled thereafter.

### **6.3**

There was no facility to cast votes by ballot papers, in accordance with the provision of Para 3 (A)(VI) of the General Circular No 20 dated May 5, 2020 issued by the Ministry of Corporate Affairs.

## **7. Counting process:**

On completion of evoting during the AGM as mentioned above, I have unblocked the votes cast through remote evoting at 04-22 p.m. today from the CDSL evoting portal and downloaded the voting results. in the presence of two persons, who are not the employees of the company.

## **8. Voting results:**

A summary of the voting results through remote for each of the agenda items contained in the notice of AGM is furnished below:

### **Resolution 1: Ordinary Resolution**

- a) **Adoption of Audited Financial statements for the financial year ended March 31, 2021 together with the reports of Board of Directors and the auditors thereon ; b) adoption of the audited consolidated financial statements for the financial year ended March 31, 2021 and the Report of Auditors thereon**



Particulars	Remote E-voting		During AGM		Total		% of Total Votes cast
	Number	Votes	Number	Votes	Number	Votes	
Ascent	150	226120067	4	75000	154	226195067	99.99
Dissent	4	670			4	670	0.01
<b>Total</b>	<b>154</b>	<b>226120737</b>	<b>4</b>	<b>75000</b>	<b>158</b>	<b>226195737</b>	<b>100</b>
<b>Result</b>	<b>Passed with requisite majority</b>						

**Resolution No 2: Ordinary Resolution:**

**To appoint a director in place of Mr. Ramachandra Kasargod Kamath (DIN: 001715073), who retires by rotation at this meeting and being eligible, offers himself for re-appointment**

Particulars	Remote E-voting		During AGM		Total		% of Total Votes cast
	Number	Votes	Number	Votes	Number	Votes	
Ascent	135	226097585	4	75000	139	226172585	99.99
Dissent	19	23152			19	23152	0.01
<b>Total</b>	<b>154</b>	<b>226120737</b>	<b>4</b>	<b>75000</b>	<b>158</b>	<b>226195737</b>	<b>100</b>
<b>Result</b>	<b>Passed with requisite majority</b>						

**Resolution No 3: Ordinary Resolution:**

**Appointment of M/s Sharp and Tannon, Chartered Accountants as the Statutory Auditors at an annual remuneration of Rs 19,00,000 per annum**

Particulars	Remote E-voting		During AGM		Total		% of Total Votes cast
	Number	Votes	Number	Votes	Number	Votes	
Ascent	145	226117560	3	39500	148	226157060	99.99
Dissent	9	3177			9	3177	0.01
<b>Total</b>	<b>154</b>	<b>226120737</b>	<b>3</b>	<b>39500</b>	<b>157</b>	<b>226160237</b>	<b>100</b>
<b>Result</b>	<b>Passed with requisite majority</b>						

**Resolution No 4: Special Business- Ordinary Resolution:**

**Appointment of Mr. R. A. Sankara Narayanan (DIN 05230407) as an Independent Director for a period of five consecutive years from April 03, 2021 to April 02, 2025**

Particulars	Remote E-voting		During AGM		Total		% of Total Votes cast
	Number	Votes	Number	Votes	Number	Votes	
Ascent	137	226098966	4	75000	141	226173966	99.99
Dissent	17	21771			17	21771	0.01
<b>Total</b>	<b>154</b>	<b>226120737</b>	<b>4</b>	<b>75000</b>	<b>158</b>	<b>226195737</b>	<b>100</b>
<b>Result</b>	<b>Passed with requisite majority</b>						



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

9. Based on the aforesaid report, it may be seen that resolutions No (1), (2), (3) and (4) of the AGM Notice have been passed with requisite majority. The voting results of the aforesaid AGM may accordingly be declared by the Company Secretary as authorised by the Chairman of the Company.
10. The Register maintained in electronic form recording the assent or dissent received alongwith all the relevant records of e-voting downloaded from the CDSL evoting portal have been handed over to the Company Secretary for safe keeping.

Thanking you,

**Umesh P Maskeri**  
**Practicing Company Secretary**  
**Certificate of Practice No 12704**  
**ICSI UDIN : F004831C000833626**

Place: Mumbai  
Date: August 26, 2021

**Countersigned by**  
**For Centrum Capital Limited**

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

Place: Mumbai  
Date : August 26, 2021