

February 11, 2022

To National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai- 400 051 Scrip Code – 501150	To BSE Limited Corporate Relations Department, 1st Floor, New Trading Ring, P. J. Towers, Dalal Street, Mumbai - 400 001. NSE Scrip Code: - CENTRUM
--	--

Madam/Dear Sir,

Sub: Disclosure under Regulation 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to the Regulation 30 read with Regulation 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform that, the Board of Directors of the Company at its meeting held today, has approved the proposal to closure of Centrum Microcredit Limited (Wholly Owned Subsidiary), through liquidation or amalgamation with the Company, subject to statutory and regulatory approvals including the approval of National Company Law Tribunal.

The disclosures required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, are given in the enclosed Annexure A.

Kindly take the above information on record and oblige.

Thanking you.
Yours faithfully,

For **Centrum Capital Limited**

Sriram Venkatasubramanian
Chief Financial Officer
Encl: a/a



Annexure A

Disclosure of information pursuant to Regulation 30 of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015

Sr. No.	Particulars	Details												
1	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc;	a) Details of transferor company: Centrum Microcredit Limited ("CML/Transferor company") is incorporated under Companies Act, 2013, and having its registered office at Level-9 Unit 801, Centrum House, Vidyanagari Marg, Kalina, Santacruz East, Mumbai- 400098. The Transferor Company is a wholly owned subsidiary of Centrum Capital Limited and is not listed on any stock exchange in India or abroad. b) Details of transferee company: Centrum Capital Limited ("CCL/Transferee company") is a public limited company incorporated under the Companies Act, 1956, and having its registered office situated at Bombay Mutual Building, 2nd Floor, Dr. D N Road Fort- 400001. The equity shares and Non-convertible securities of the Transferee Company are listed on the BSE Limited and the National Stock Exchange of India Limited.												
	Details of revenue and networth of transferor and transferee company	Centrum Microcredit Limited ("Transferor company"): <table><tr><th>Particulars</th><th>Amount (Rs.)</th></tr><tr><td>Turnover</td><td>1,00,45,74,940</td></tr><tr><td>Networth</td><td>78,31,83,187</td></tr></table> Centrum Capital Limited ("Transferee company"): <table><tr><th>Particulars</th><th>Amount (Rs.)</th></tr><tr><td>Turnover</td><td>55,78,66,353</td></tr><tr><td>Networth</td><td>5,35,93,44,697</td></tr></table>	Particulars	Amount (Rs.)	Turnover	1,00,45,74,940	Networth	78,31,83,187	Particulars	Amount (Rs.)	Turnover	55,78,66,353	Networth	5,35,93,44,697
Particulars	Amount (Rs.)													
Turnover	1,00,45,74,940													
Networth	78,31,83,187													
Particulars	Amount (Rs.)													
Turnover	55,78,66,353													
Networth	5,35,93,44,697													
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length	The Transferor Company is a wholly owned subsidiary of the Transferee Company and as such related party to each other. However, the Ministry of Corporate Affairs has clarified vide its General Circular No. 30/2014 dated July 17, 2014, that transactions arising out of Compromise, Arrangements and Amalgamations dealt with under specific provisions of the Companies Act, 2013, will not fall within the purview of related party transaction in terms of Section 188 of the Companies Act, 2013.												

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: 2nd Floor, Bombay Mutual Building, Dr. D. N. Road, Fort, Mumbai - 400 001. Tel : +91 22 2266 2434 Email : info@centrum.co.in

Website: www.centrum.co.in

		Further, pursuant to Regulation 23(5)(b) of the Listing Regulations, the related party transaction provisions are not applicable to the proposed Scheme.
3	Area of business of the entity(ies)	Centrum Microcredit Limited was engaged in the business of micro finance business upto October 31, 2021 and pursuant to the slump sale of the business undertaking of the company as a going concern, on 'as-is-where-is' basis, to Unity Small Finance Bank Limited w.e.f November 01, 2021, the company has ceased to carry on microfinance activities and has filed an application with RBI to surrender its NBFC – MFI license. Centrum Capital Limited is registered as a Merchant Banker with SEBI (Registration No. INM000010445), the Company is engaged in providing fee based financial services to its clients comprising blue-chip corporates, state and centre level undertakings (PSU), banks and financial institutions.
4	Rationale for amalgamation/merger/liquidation	The transferor company is not envisaging to undertake any business activities pursuant to the surrender of its NBFC-MFI license to RBI.
5	In case of cash consideration – amount or otherwise share exchange ratio	The entire Equity paid-up capital of Centrum Microcredit Limited is held by Centrum Capital Limited. Thus, there is no cash consideration involved.
6	Brief details of change in shareholding pattern (if any) of listed entity	There will not be any change in the shareholding pattern of the Transferee Company pursuant to amalgamation/liquidation.