CENTRUM

July 19, 2019

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

Sub.: Declaration of Voting Results of Postal Ballot (including e-voting)
Ref: Scrip Code – 501150 and NSE Scrip Code: - CENTRUM

Dear Sir/Madam,

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 19, 2019 with respect to the Postal Ballot (including e-voting) conducted by the Company for seeking approval of the Members by way of Special Resolution and Ordinary Resolution for the following Special Business contained in the Postal Ballot Notice dated May 28, 2019:

1. Ordinary Resolution - Approval for Related Party Transaction under Section 188 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, proposed to be entered with Mr. Amritpal Singh Bindra;
2. Ordinary Resolution - Approval for Related Party Transactions proposed to be entered with subsidiaries/step-down subsidiaries/associate companies of the Company;
3. Special Resolution - Approval for revision in borrowing powers of the Company;
4. Special Resolution - Approval for authorizing Board of Directors to create mortgage/pledge/hypothecation/charge on all or any of the movable/immovable properties of the Company; and
5. Special Resolution - Approval of loans, investments, guarantee or security under Section 185 of Companies Act, 2013.

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

Thanking you,

Yours faithfully,

For Centrum Capital Limited

Apshah

Alpesh shah
Company Secretary
Encl: a/a

Centrum Capital Limited

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	18-Jul-19
Total number of shareholders as on Record Date i.e. As on cut off date for determining eligibility for	21007
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	**Approval for Related Party Transaction under Section 188 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, proposed to be entered with Mr. Amritpal Singh Bindra**
Resolution required		**Ordinary Resolution**
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 one votes polled**
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Evoting	158043537	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public Institutions	Evoting	3491241	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public Non-Institutions	Evoting	254497962	42029274	16.51	41883758	145516	99.6538	0.3462
	Postal Ballot		1601460	0.63	1601396	64	99.9960	0.0040
	Total		**43630734**	**17.14**	**43485154**	**145580**	**99.6663**	**0.3337**
Total		**416032740**	**43630734**	**10.49**	**43485154**	**145580**	**99.6663**	**0.3337**

FOR CENTRUM CAPITAL LIMITED

Apshah

Alpesh Shah
Company Secretary

PLACE : MUMBAI
DATE: 19-07-2019

Centrum Capital Limited

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	18-Jul-19
Total number of shareholders as on Record Date i.e. As on cut off date for determining eligibility	21007
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	**Approval for Related Party Transactions proposed to be entered with subsidiaries/step-down subsidiaries/ associate companies of the Company**						
Resolution required		**Ordinary Resolution**						
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 one votes polled**
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Evoting	158043537	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public Institutions	Evoting	3491241	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public Non-Institutions	Evoting	254497962	42029274	16.51	41928009	101265	99.7591	0.2409
	Postal Ballot		1601460	0.63	1601456	4	99.9998	0.0002
	Total		**43630734**	**17.14**	**43529465**	**101269**	**99.7679**	**0.2321**
Total		**416032740**	**43630734**	**10.49**	**43529465**	**101269**	**99.7679**	**0.2321**

FOR CENTRUM CAPITAL LIMITED

Alpesh

Alpesh Shah
Company Secretary

PLACE : MUMBAI
DATE: 19-07-2019

Centrum Capital Limited

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	18-Jul-19	
Total number of shareholders as on Record Date i.e. As on cut off date for determining eligibility	21007	
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:	3	**Approval for revision in borrowing powers of the Company**
Resolution required		**Special Resolution**
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 one votes polled**
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Evoting	158043537	0	0.00	0	0	0.00	0.00
	Postal Ballot		158043537	100.00	158043537	0	100.00	0.00
	Total		**158043537**	**100.00**	**158043537**	**0**	**100.00**	**0.00**
Public Institutions	Evoting	3491241	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public Non-Institutions	Evoting	254497962	42029274	16.51	42028205	1069	99.9975	0.0025
	Postal Ballot		91790631	36.07	91790627	4	100.0000	0.0000
	Total		**133819905**	**52.58**	**133818832**	**1073**	**99.9992**	**0.0008**
Total		**416032740**	**291863442**	**70.15**	**291862369**	**1073**	**99.9996**	**0.0004**

FOR CENTRUM CAPITAL LIMITED

APShah

Alpesh Shah
Company Secretary

PLACE : MUMBAI
DATE: 19-07-2019

Centrum Capital Limited

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	18-Jul-19
Total number of shareholders as on Record Date i.e. As on cut off date for determining eligibility	21007
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: 4	**Approval for authorizing Board of Directors to create mortgage/pledge/hypothecation/charge on all or any of the movable/immovable properties of the Company**
Resolution required	**Special Resolution**
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 one votes polled**
		1	2	**(3)=[(2)/(1)]*100**	4	5	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	Evoting	158043537	0	0.00	0	0	0.00	0.00
	Postal Ballot		158043537	100.00	158043537	0	100.00	0.00
	Total		**158043537**	**100.00**	**158043537**	**0**	**100.00**	**0.00**
Public Institutions	Evoting	3491241	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public Non-Institutions	Evoting	254497962	42029274	16.51	42012858	16416	99.9609	0.0391
	Postal Ballot		91790631	36.07	91790627	4	100.0000	0.0000
	Total		**133819905**	**52.58**	**133803485**	**16420**	**99.9877**	**0.0123**
Total		**416032740**	**291863442**	**70.15**	**291847022**	**16420**	**99.9944**	**0.0056**

FOR CENTRUM CAPITAL LIMITED

Alpesh Shah

Alpesh Shah
Company Secretary

PLACE : MUMBAI
DATE: 19-07-2019

Centrum Capital Limited

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	18-Jul-19
Total number of shareholders as on Record Date i.e. As on cut off date for determining eligibility	21007
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:	5	**Approval of loans, investments, guarantee or security under Section 185 of Companies Act, 2013**
Resolution required		**Special Resolution**
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 one votes polled**
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Evoting	158043537	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public Institutions	Evoting	3491241	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public Non-Institutions	Evoting	254497962	42029274	16.51	42028580	694	99.9983	0.0017
	Postal Ballot		1601460	0.63	1601456	4	99.9998	0.0002
	Total		**43630734**	**17.14**	**43630036**	**698**	99.9984	0.0016
Total		**416032740**	**43630734**	10.49	**43630036**	**698**	**99.9984**	0.0016

FOR CENTRUM CAPITAL LIMITED

Alpesh Shah

Company Secretary

PLACE : MUMBAI

DATE: 17-09-2019

Centrum Capital Limited

Umesh P. Maskeri **_B.Sc., CAIIB, L.Lb, FCS, PGDSL_**
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

CONSOLIDATED SCRUTINIZER'S REPORT FOR POSTAL BALLOT

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

July 18, 2019

Dear Sir,

1) I, Umesh P. Maskeri, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of Centrum Capital Limited ("The Company") at its meeting held on May 28, 2019, 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 votes cast electronically i.e. through Remote E-voting as well as through Postal Ballot on the items of business set out in the Notice of Postal Ballot issued by the Company dated Tuesday, May 28, 2019.

2) The Company has informed that it has :
   (i) Completed dispatch by Registered Post/Courier, of the Postal Ballot Notice and Ballot Form along with postage prepaid business reply envelope to its Members, whose names appeared in the Register of Members as on Friday, the May 31, 2019, and who had registered their email ID with the Company/ Depositories;
   (ii) Sent electronic mail, of Postal Ballot Notice and ballot forms to its Members, whose names appeared in the Register of Members as on Friday, the May 31, 2019, and who had registered their email ID with the Company/ Depositories.

3) 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 had duly released an advertisement intimating the voting through Postal Ballot and Remote E-voting and dispatch of Notice, in English Newspaper viz. 'Free Press Journal' and in Marathi Newspaper viz. "Navshakti" both dated June 19, 2019 and having circulation in Mumbai.

4) 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").

5) The Remote E-Voting facility remained open during the period from 9 A.M. on Wednesday, June 19, 2019 to 5:00 P.M. (IST) on Thursday, July 18, 2019. 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, May 31, 2019 were entitled to vote on the resolution set out in the Notice of Postal Ballot covered under the EVSN 190607019.

6) The e-voting module of Central Depository Services Limited ("CDSL") for the said EVSN was disabled by CDSL on July 18, 2019 at 5 P.M. and was unblocked thereafter by me in the presence of 2 witnesses, Mrs. Purnima Shetty and Ms. Mrudula Marathe, who are not in employment of Centrum Capital Limited.

7) The Postal Ballot Forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot forms.

8) The Company has informed that it has verified the specimen signatures on the postal ballot forms received from the Members and further that the specimen signatures tallied with the specimen signatures as per the records maintained by the Company/ Registrar and Transfer Agents appointed by the Company.

9) There were no postal ballot forms which were incomplete in respect of all the five resolutions.

10) The Summary of votes cast by Remote E-Voting and by Postal Ballot Forms is given below:

A) Resolution No 1 :
Ordinary Resolution :
Approval for Related Party Transaction under Section 188 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, proposed to be entered with Mr. Amritpal Singh Bindra:

Particulars	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	36	1601396	27	41883758	63	43485154	99.67
Votes Against the Resolution	4	64	18	145516	22	145580	0.33
Total	40	1601460	45	42029274	84	43630734	100
Result: Passed with requisite majority							

There were no postal ballots which were invalid and hence there were no Invalid Votes.

B) Resolution No 2 :
Ordinary Resolution :
Approval for Related Party Transactions proposed to be entered with subsidiaries/step-down subsidiaries/ associate companies of the Company.

Particulars	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	36	1601456	32	41928009	68	43529465	99.77
Votes Against the Resolution	3	4	13	101265	16	101269	0.23
Total	39	1601460	45	42029274	103	43630734	100
Result: Passed with requisite majority							

There were no postal ballots which were invalid and hence there were no Invalid Votes.

C) Resolution No 3 :

Special Resolution :

Approval for revision in borrowing powers to Rs 1,250 crore

Particulars	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	59	249834164	37	42028205	96	291862369	99.9996
Votes Against the Resolution	3	4	8	1069	11	1073	0.0004
Total	62	249834168	45	42029274	107	291863442	100
Result: Passed with requisite majority							

There were no postal ballots which were invalid and hence there were no Invalid Votes.

D) Resolution No 4:

Special Resolution :

Approval for authorizing Board of Directors to create mortgage/pledge/hypothecation/charge on all or any of the movable/immovable properties of the Company for a sum of Rs. 1250 crore

Particulars	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	59	249834164	32	42012858	91	291847022	99.9943
Votes Against the Resolution	3	4	13	16416	16	16420	0.0057
Total	62	249834168	45	42029274	107	291863442	100
Result: Passed with requisite majority							

There were no postal ballots which were invalid and hence there were no Invalid Votes.

E) Resolution No 5 :

Special Resolution :

Approval of loans, investments, guarantee or security for a sum of Rs 3000 crore under Section 185 of Companies.

Particulars	Postal Ballot		Remote E-voting		Total		% of Total Votes
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	
Votes in favour of Resolution	36	1601456	37	42028580	73	43630036	99.998
Votes Against the Resolution	3	4	8	694	11	698	0.002
Total	39	1601460	45	42029274	103	43630734	100
Result: Passed with requisite majority							

There were no postal ballots which were invalid and hence there were no Invalid Votes.

11) Register of Postal ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode and the Postal Ballots Forms will remain in my custody until the Chairman considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/ Company Secretary/any other Person Authorized by him.

Thanking you
Yours faithfully,

Umeshmaskeri

UMESH P MASKERI
SCRUTINIZER AND PRACTICING COMPANY SECRETARY
Certificate of Practice No 12704

UMESH P. MASKERI COMPANY SECRETARY COP 12704 MUMBAI FCS 4831

Place : Mumbai
Date : July 18, 2019

Countersigned by
For Centrum Capital Limited

Alpesh R Shah

Alpesh Shah
Company Secretary

Centrum Capital Limited

Place: Mumbai
Date : July 18, 2019