

May 26, 2018

To,
The Manager,
National Stock Exchange of India Limited
Exchange Plaza, C- 1, Block G,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051

Sub.: Outcome of Board Meeting held on May 26, 2018

Ref: Scrip Code: CENTRUM

Dear Sir/Madam,

We wish to inform you that the Board of Directors at its Meeting held on May 26, 2018, inter-alia, has:

1. considered and approved the Audited Financial Results (Standalone and Consolidated) for the year ended March 31, 2018. Please find enclosed the said Audited Results along with Audit Report and Declaration as per Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;
2. has approved an enabling resolution for raising funds by issue of Non-Convertible Debentures , up to an amount not exceeding Rs. 500 Crores, subject to the approval of shareholders;
3. the Company had declared interim dividend of Re. 0.05/- (Five Paise only) per fully paid-up equity share of Re. 1 each of the Company for the Financial Year 2017-18, in the Board Meeting held on August 31, 2017, thereafter it has been distributed to the shareholders. Considering the impending growth and expansion plans of the Company and its group entities and the need to conserve the resources and redeploy the same, the Board decided not to recommend any further dividend for financial year 2017-18;

Declaration for unmodified opinion on Audit Report issued by the M/s. Haribhakti & Co, LLP, Chartered Accountants, Statutory Auditors of the Company for financial year 2017-18, under Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is enclosed herewith.

The Meeting of the Board of director of the Company commenced at 10.30 A.M. and concluded at 03.45 P.M.

The date of Annual General Meeting of the Company for the year ended March 31, 2018, Book Closure date and the date from which dividend will be paid or warrants thereof will be dispatched to the shareholders will be informed in due course.

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

Auditor's Report on Annual Standalone Financial Results of the Company
Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

To
The Board of Directors
Centrum Capital Limited

1. We have audited the accompanying Statement of Annual Standalone Financial Results of Centrum Capital Limited ('the Company') for the year ended March 31, 2018 ('the Statement'), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. This Statement has been prepared on the basis of the annual financial statements. Our responsibility is to express an opinion on this Statement, based on our audit of such annual financial statements, which have been prepared in accordance with the Accounting Standards specified under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Account) Rules, 2014 and other accounting principles generally accepted in India.
2. We conducted our audit of the Statement in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed in the Statement. An audit also includes assessing the accounting principles used and significant estimates made by management.
3. We believe that the audit evidences obtained by us is sufficient and appropriate to provide a reasonable basis for our opinion on the Statement.
4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (ii) gives a true and fair view of the net profit and other financial information of the Company for the year ended March 31, 2018.



5. We draw attention to the following matters in the notes to the Statement:

- (i) Note No.5 wherein for the reason stated in the note that the Company has not made provision for diminution in carrying amount of Rs. 500 lakhs (P.Y: Rs.5 lakhs) in Centrum Infrastructure Advisory Limited (CIAL), Rs. 300 lakhs (P.Y: Rs. 5 lakhs) Centrum Defence Systems Limited (CDSL) and Rs.194.28 lakhs (P.Y:Rs.194.28 lakhs) Centrum Capital Holdings LLC (CCH LLC) and non recoverability of loans advanced amounting to Rs. 17.64 lakhs (P.Y: Rs. 289.64 lakhs) to CIAL, Nil (P.Y:Rs.183.13 lakhs) to CDSL and Rs. 64.01 lakhs (P.Y: Rs. 63.91 lakhs) to CCH LLC.
- (ii) Note No.6 which describes that the Company had paid managerial remuneration in excess of the limits as laid down in the Section 197 read with schedule V to the Act during the financial year 2016-17 and 2017-18 to its Executive Chairman. Since the payment of the remuneration was in excess of the limits, the Company made an application to the Central Government. The Central Government has partially allowed the excess remuneration and the Company has made representation for the balance which is under consideration.

Our report is not modified in respect of these matters.

6. The Statement includes the results for the Quarter ended March 31, 2018, being the balancing figure between audited figures in respect of full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.103523W/W100048


Sumant Sakhardande

Partner

Membership No.:034828

Mumbai

May 26, 2018



Auditor's Report on Annual Consolidated Financial Results of the Company Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
Centrum Capital Limited

1. We have audited the accompanying Statement of Annual Consolidated Financial Results of Centrum Capital Limited (hereinafter referred to as 'the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and jointly controlled entities for the year then ended ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. This Statement has been prepared on the basis of the annual consolidated financial statements. Our responsibility is to express an opinion on this Statement based on our audit of such annual consolidated financial statements, which have been prepared in accordance with the Accounting Standards specified under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Account) Rules, 2014 and other accounting principles generally accepted in India.
2. We conducted our audit of the Statement in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed in the Statement. An audit also includes assessing the accounting principles used and significant estimates made by management.
3. We believe that the audit evidences obtained by us and obtained by the other auditors in terms of their report referred to in paragraph 7 below, is sufficient and appropriate to provide a reasonable basis for our opinion on the Statement.



4. In our opinion and to the best of our information and according to the explanations given to us, and on consideration of the reports of the other auditors and subject to the non presentation of segment information as required by Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Statement:

(i) includes the annual financial results of the following entities:

Sr. No.	Name of the Entity	Relationship
1	Centrum Capital Limited	Holding
2	Centrum Retail Services Limited	Subsidiary
3	Centrum Defence Systems Limited	Subsidiary
4	Centrum Infrastructure Advisory Limited	Subsidiary
5	Centrum Broking Limited	Subsidiary
6	Centrum Microcredit Private Limited	Subsidiary
7	Centrum Capital Holdings LLC	Subsidiary
8	Centrum Housing Finance Limited	Subsidiary
9	Centrum Financial Services Limited	Subsidiary
10	Centrum International Services PTE Limited	Subsidiary
11	Centrum Alternative LLP	Subsidiary
12	CentrumDirect Limited	Stepdown Subsidiary
13	Pyxis Finvest Limited	Stepdown Subsidiary (Upto March 26,2018)
14	Centrum Insurance Broker Limited	Stepdown Subsidiary
15	Centrum Wealth Management Limited	Stepdown Subsidiary
16	Buyforex India Limited	Stepdown Subsidiary
17	Centrum Investment Advisors Limited	Stepdown Subsidiary
18	Krish & Ram Forex Private Limited	Stepdown Subsidiary
19	Centrum Securities LLC	Stepdown Subsidiary
20	Centrum REMA LLP	Stepdown Subsidiary
21	Commonwealth Centrum Advisors Limited	Jointly Controlled Entity
22	Acorn fund Consultant Pvt. Limited	Jointly Controlled Entity



(ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

(iii) gives a true and fair view of the consolidated net profit and other financial information of the Group including its jointly controlled entities for the year ended March 31, 2018.

5. Note No.6 which describes that the Holding Company had paid managerial remuneration in excess of the limits as laid down in the Section 197 read with schedule V to the Act during the financial year 2016-17 and 2017-18 to its Executive Chairman. Since the payment of the remuneration was in excess of the limits, the Holding Company made an application to the Central Government. The Central Government has partially allowed the excess remuneration and the Holding Company has made representation for the balance which is under consideration.

Our report is not modified in respect of this matter.

6. We did not audit the financial statements 8 subsidiaries and 5 Stepdown subsidiaries and a jointly controlled entity included in Statement, whose financial statements reflects total assets of Rs. 1,60,639 lakhs as at March 31, 2018, total revenues of Rs. 32,236.69 lakhs and total profit after tax of Rs. 4,097.46 lakhs for the year ended on that date, as considered in the Statement. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entity, is based solely on the reports of the other auditors.

Two of these subsidiaries and a jointly controlled entity are located outside India whose financial statements/financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Company's management has converted the financial statements of such subsidiaries and a jointly controlled entity located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted



in India. We have audited these conversion adjustments made by the Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries and a jointly controlled entity located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Company and audited by us.

7. We did not audit the financial statements of 2 subsidiaries included in the Statement, whose financial statements reflects total assets of Rs. 195.71 lakhs as at March 31, 2018, total revenues of Rs. 464.22 lakhs and total profit after tax of Rs. 221.22 lakhs for the year ended on that date, as considered in the Statement. These financial statements are not audited by their auditors and have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such unaudited financial statements. According to the information and explanations given to us by the Management, these financial statements are not material to the Group.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.103523W/W100048



Sumant Sakhardande

Partner



Membership No.: 034828

Place : Mumbai

Date : May 26, 2018

CENTRUM CAPITAL LIMITED

CIN L65990MH1977PLC019986

Registered Office : Bombay Mutual Building, 2nd Floor, Dr.D.N.Road, Fort, Mumbai - 400001.

Corporate Office : Centrum House, C.S.T. Road, Vidya Nagari Marg, Kalina, Santacruz (East), Mumbai - 400098.

Tel.: +91 22 42159000 Fax no.: +91 22 42159533 Email ID: info@centrum.co.in Website: www.centrum.co.in

Statement of Standalone Audited Financial Results For the Quarter and Financial Year Ended March 31, 2018 And Consolidated Audited Financials Results for the Year Ended March 31, 2018

₹ in Lakhs

(except earning per equity share data)

Particulars	Standalone						Consolidated	
	Quarter ended		31-Mar-17 (Audited) (Refer note 9)	12 Months ended		12 Months ended 31-Mar-17 (Audited)	12 Months ended	
	31-Mar-18 (Audited) (Refer note 9)	31-Dec-17 (Unaudited)		31-Mar-18 (Audited)	31-Mar-17 (Audited)		31-Mar-18 (Audited)	31-Mar-17 (Audited)
I. Revenue from Operations	1,367.68	622.75	549.59	2,653.77	2,680.64		9,88,367.75	6,86,312.27
II. Other Income (Refer Note 2)	4,892.94	2,064.40	9,367.37	11,970.53	14,250.35		5,125.35	13,189.56
III. Total Revenue (I+II)	6,260.62	2,687.15	9,916.96	14,624.30	16,930.99		9,93,493.10	6,99,501.83
Expenses								
a Cost of goods and services sold	-	-	-	-	-		9,34,527.38	6,51,811.77
b Employee Benefit Expenses	79.26	448.07	479.91	1,585.70	1,808.81		17,557.65	13,449.23
c Finance Costs	740.93	894.98	938.27	3,360.65	3,782.77		9,612.32	4,765.21
d Depreciation and amortisation Expenses	34.57	34.31	27.74	130.64	258.91		821.92	664.64
e Administrative Expenses	991.91	703.93	5,186.34	2,987.21	6,971.51		22,981.01	21,222.23
IV. Total Expenses	1,846.67	2,081.29	6,632.26	8,064.20	12,822.00		9,85,500.28	6,91,913.08
V. Profit before exceptional Items and tax (III-IV)	4,413.95	605.86	3,284.70	6,560.10	4,108.99		7,992.82	7,588.75
VI. Exceptional Items	-	-	-	-	-		-	-
VII. Profit before extraordinary Items and tax (V+VI)	4,413.95	605.86	3,284.70	6,560.10	4,108.99		7,992.82	7,588.75
VIII. Extraordinary Items	-	-	-	-	-		-	-
IX. Profit before tax (VI+VII)	4,413.95	605.86	3,284.70	6,560.10	4,108.99		7,992.82	7,588.75
X. Tax Expense:								
Current tax	942.00	130.00	450.00	1,402.00	630.00		5,014.74	3,303.42
Minimum Alternate Tax	(737.76)	(130.00)	(630.00)	(1,197.76)	(630.00)		(1,798.12)	(668.10)
Deferred tax credit/ (charge)	4.23	4.42	419.94	23.22	356.87		614.92	386.63
Net Profit for the Period (VIII-IX)	4,205.48	601.44	3,044.76	6,332.64	3,752.12		4,161.28	4,566.81
XI. Share of profit / (loss) of associates	-	-	-	-	-		-	-
XII. Minority Interest	-	-	-	-	-		975.86	1,565.40
XIII. Net Profit after taxes and Minority Interest (X+XI-XII)	4,205.48	601.44	3,044.76	6,332.64	3,752.12		3,185.42	3,001.40
XIV. Paid-up Equity Share Capital (Face value of ₹1/- Each)	4,160.33	4,160.33	4,160.33	4,160.33	4,160.33		4,160.33	4,160.33
XV. Reserves excluding Revaluation Reserves as per balance sheet.	-	-	-	31,752.96	25,921.05		25,916.65	27,469.02
XVI. Earning per share (EPS) (Face value of ₹ 1/- each)								
(i) Basic EPS ₹	1.01	0.14	0.73	1.52	0.90		0.77	0.72
(ii) Diluted EPS ₹	1.01	0.14	0.73	1.52	0.90		0.77	0.72

Notes:

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors ("The Board") at their meeting held on May 26, 2018.
- Other income includes:
During the year the Company divested 67.50% of its stake in its subsidiary Buyforex India Limited (BIL), pursuant to receipt of a notice from CentrumDirect Limited (step-down subsidiary) exercising its option to buy equity shares to the tune of 67.50% of BIL, in accordance with the Share Purchase Agreement for purchase of stake in a staggered manner resulting in 100% holding in BIL. The Company earned profit of ₹ 7,990.04 Lakhs from this sale during the year.
- a. During the quarter the Company has incorporated a foreign subsidiary, Centrum International Service PTE Limited by investing ₹ 193 Lakhs.
b. During the quarter as a part of its corporate restructuring its step down subsidiaries viz Centrum Housing Finance Limited, Centrum Financial Services Limited and Centrum Microcredit Private Limited have become subsidiaries of the Company.
c. During the quarter, Company has made additional investment of ₹ 3,463.31 Lakhs in Centrum Microcredit Private Limited ₹ 17,215.28 Lakhs Centrum Financial Services Limited and ₹ 7,600 Lakhs in Centrum Housing Finance Limited.
- During the quarter the Company allotted on preferential basis 2,01,07,260 Convertible Warrants, at an issue price of ₹ 74.60 to BG Advisory Services LLP (Promoter Group entity) and the Company received ₹ 3,750 lakhs, which is 25% of the total value of warrants issued.
- Based on the financial estimates and business rationale provided by the management for its exposure in Centrum Infrastructure Advisory Limited (CIAL), Centrum Defence Systems Limited (CDSL) and Centrum Capital Holdings LLC (CCH LLC) confirming fair valuation higher than the cost of Investments of ₹ 500.00 Lakhs in CIAL, ₹ 300.00 Lakhs in CDSL and ₹ 194.28 Lakhs in CCH LLC the management believes that no impairment provision is required in respect of said Investments along with loans advanced amounting to ₹ 17.64 Lakhs to CIAL, and ₹ 64.01 Lakhs to CCH LLC.
- The Company has paid a managerial remuneration in excess of the limits as laid down in the Section 197 read with Schedule V to the Act of ₹ 339.78 Lakhs during the financial year 2017-18 (₹ 585.89 Lakhs till date) to its Executive Chairman. Since the payment of the remuneration is in excess of the limits, the Company made an application to the Central Government. The Central Government has partially allowed the excess remuneration and the Company has made a representation for the balance. The outcome of the same is awaited, pending which the balance amount is held in trust by the Executive Chairman and hence no adjustments has been made in the accounts.
- Deferred tax Assets for the year ended March 31, 2018 has been recognised as required by the Accounting Standard 22 - "Accounting for taxes on Income".
- The Consolidated Financials statements are prepared in accordance with the principles and procedures for the preparations and presentation of Consolidated Accounts as set out in Accounting Standards 21 and 27 notified by the Companies (Accounting Standards) Rules, 2014 (as amended).
- Figures for the quarter ended March 31, 2018 and March 31, 2017 are the balancing figures between the audited figures in respect of the full financial year and the reviewed figures up to the 3rd quarter.
- The Company will provide the segment reporting information in its Annual Accounts
- The previous period/year figures have been regrouped or reclassified wherever necessary.

For Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN: 07496596Place : Mumbai
Date : May 26, 2018

CENTRUM CAPITAL LIMITED

CIN L65990MH1977PLC019986

Registered Office : Bombay Mutual Building, 2nd Floor, Dr.D.N.Road, Fort, Mumbai - 400001.

Corporate Office : Centrum House, C.S.T. Road, Vidya Nagari Marg, Kalina, Santacruz (East), Mumbai - 400098.

Tel.: +91 22 42159000 Fax no. : 42159533 Email ID: info@centrum.co.in Website: www.centrum.co.in

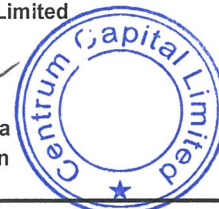
Standalone & Consolidated Statement of Assets and Liabilities

₹ in Lakhs

	Standalone		Consolidated	
	As at March 31, 2018 (Audited)	As at March 31, 2017 (Audited)	As at March 31, 2018 (Audited)	As at March 31, 2017 (Audited)
A EQUITY AND LIABILITIES				
1 Shareholders' funds				
(a) Share capital	4,160.33	4,160.33	4,160.33	4,160.33
(b) Reserves and surplus	31,752.95	25,921.05	25,916.65	27,469.02
(c) Share Application Money Received	3,750.00	-	3,750.00	-
Sub-total Shareholders' Funds	39,663.28	30,081.38	33,826.98	31,629.35
2 Minority Interest	-	-	15,044.25	16,469.67
3 Non-current liabilities				
(a) Long-term borrowings	8,979.89	1,022.91	53,689.32	18,852.00
(b) Other non current liabilities	5,346.83	9.60	15,452.25	1,289.97
(c) Long-term provisions	38.96	26.16	547.34	340.94
Sub-total Non-current liabilities	14,365.69	1,058.67	69,688.91	20,482.91
4 Current liabilities				
(a) Short-term borrowings	29,195.55	15,659.36	41,639.52	20,027.95
(b) Trade payables	-	-	11,357.52	9,406.51
(c) Other current liabilities	2,128.91	7,137.82	27,823.87	14,094.53
(d) Short-term provisions	5.50	49.08	472.93	230.96
Sub-total Current liabilities	31,329.96	22,846.26	81,293.84	43,759.96
TOTAL - EQUITY AND LIABILITIES	85,358.93	53,986.30	1,99,853.98	1,12,341.88
B ASSETS				
1 Non-current assets				
(a) Property, Plant and Equipment	718.42	515.03	2,761.16	2,146.87
(b) Intangible assets	24.03	12.12	3,092.00	1,116.90
(c) Capital Work in Progress	-	-	220.01	-
(d) Intangible Asset under development	9.23	-	39.23	-
(e) Goodwill (on consolidation)	-	-	6,162.17	7,760.07
(f) Non-current investments	63,739.20	26,247.66	10,579.70	2,882.73
(g) Deferred tax assets (net)	253.88	277.10	2,391.04	3,005.95
(h) Long-term loans and advances	3,091.98	2,647.40	41,528.46	12,264.81
(i) Other non current assets	-	-	56.84	1.76
Sub-total- Non-current assets	67,836.75	29,699.31	66,830.61	29,179.10
2 Current assets				
(a) Current investments	195.19	-	1,437.81	2,172.83
(b) Inventories	3,201.74	1,708.27	3,322.77	1,708.27
(c) Trade receivables	5,051.22	3,864.19	26,152.47	17,428.80
(d) Cash and Bank balances	1,553.11	4,927.65	29,982.16	24,958.54
(e) Short-term loans and advances	5,539.97	12,023.45	61,705.31	28,209.93
(f) Other current assets	1,980.95	1,763.46	10,422.85	8,684.41
Sub-total- Current assets	17,522.18	24,287.02	1,33,023.37	83,162.78
TOTAL - ASSETS	85,358.93	53,986.33	1,99,853.98	1,12,341.88

For Centrum Capital Limited


Jaspal Singh Bindra
 Executive Chairman
 DIN: 07496596



Place : Mumbai
Date : May 26, 2018

May 26, 2018

To,
The Manager,
National Stock Exchange of India Limited
Exchange Plaza, C- 1, Block G,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051

Sub.: Declaration pursuant to Regulation 33(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 regarding Audit Report with Unmodified Opinion

Ref: Scrip Code: CENTRUM

Dear Sirs,

In compliance with the provisions of Regulation 33(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time and SEBI Circular No. Cir/CFD/CMD/56/2016 dated May 27, 2016, we hereby declare that the M/s. Haribhakti & Co, LLP, Chartered Accountants, Statutory Auditors of the Company have issued Audit Reports with unmodified opinion on the Audited Financial Statement of the Company (Both Standalone and Consolidated) for the Financial Year ended March 31, 2018.

This is for your information and record.

Thanking You

Yours faithfully,

For Centrum Capital Limited



Alpesh shah

Company Secretary

