



Ref: CE/NSEBSE/PB/16032026

16th March, 2026

To,

Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051	Department of Corporate Services – Listing, BSE Limited, P. J. Towers, Dalal Street, Mumbai – 400 001
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Re: Scrip Symbol: CENTUM/ Scrip Code: 517544

Dear Sir/ Madam,

Re: Intimation of the voting results of postal ballot

Sub: Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

This intimation is in furtherance to our letters dated February 14, 2026 and February 15, 2026.

We wish to inform that pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has conducted the Postal Ballot through remote e-voting process, seeking approval of the Members for the resolutions as set out in the Postal Ballot Notice (“Notice”) dated February 14, 2026.

The remote e-voting commenced on Sunday, February 15, 2026 at 9:00 a.m (IST) and concluded on Monday, March 16, 2026 at 5:00 p.m. (IST). Based on the report of the Scrutinizer, the resolutions as set in the Notice have been duly approved by the Members of the Company with requisite majority. The resolutions are deemed to have been passed on March 16, 2026, the last date specified for receipt of votes through remote e-voting process.

The brief of the resolutions as approved by the Members are provided hereinbelow:

Item	Resolution	Type of Resolution
1	Appointment of Mr. Apurva Chandra (DIN: 02531655) as an Independent Director of the Company.	Special Resolution
2	Appointment of Mr. Ramesh Ramadurai (DIN: 07109252) as an Independent Director of the Company.	Special Resolution
3	To approve restructuring of Centum Electronics UK Limited and Centum T&S Group Société Anonyme (S.A.), France (along with its subsidiaries) by way of divestment / sale / disposal of investments / assets and/or cessation of control of the Company in Centum Electronics UK Limited and Centum T&S Group Société Anonyme (S.A.), France and its subsidiaries	Special Resolution

Centum Electronics Limited

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E-mail info@centumelectronics.com CIN - L85110KA1993PLC013869



In this regard, please find enclosed the following:

- In terms of Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the Postal Ballot through remote e-voting on the aforesaid resolutions is enclosed in the prescribed format, as Annexure – 1.
- The Scrutinizers' Report dated March 16, 2026, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the resolutions passed through Postal Ballot is enclosed as Annexure -2.

Kindly take the same on your records.

Yours faithfully,
For **Centum Electronics Limited**

Indu H S
Company Secretary & Compliance Officer
Encl: as above

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Apurva Chandra (DIN: 02531655) as an Independent Director of the Company				
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	6910478	6910478	100.0000	6910478	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6910478	6910478	100.0000	6910478	0	100.0000
Public-Institutions	E-Voting	3484675	3040821	87.2627	3040821	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3484675	3040821	87.2627	3040821	0	100.0000
Public- Non Institutions	E-Voting	4340997	559029	12.8779	559016	13	99.9977	0.0023
	Poll							
	Postal Ballot (if applicable)							
	Total		4340997	559029	12.8779	559016	13	99.9977
Total	Total	14736150	10510328	71.3234	10510315	13	99.9999	0.0001

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ramesh Ramadurai (DIN: 07109252) as an Independent Director of the Company				
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	6910478	6910478	100.0000	6910478	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6910478	6910478	100.0000	6910478	0	100.0000
Public- Institutions	E-Voting	3484675	3040821	87.2627	3040821	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		3484675	3040821	87.2627	3040821	0	100.0000
Public- Non Institutions	E-Voting	4340997	559029	12.8779	559016	13	99.9977	0.0023
	Poll							
	Postal Ballot (if applicable)							
	Total		4340997	559029	12.8779	559016	13	99.9977
Total	Total	14736150	10510328	71.3234	10510315	13	99.9999	0.0001

Resolution (3)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve restructuring of Centum Electronics UK Limited and Centum T&S Group Société Anonyme (S.A.), France (along with its subsidiaries) by way of divestment / sale / disposal of investments / assets and/or cessation of control of the Company in Centum Electronics UK Limited and Centum T&S Group Société Anonyme (S.A.), France and its subsidiaries				
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	6910478	6910478	100.0000	6910478	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6910478	6910478	100.0000	6910478	0	100.0000
Public- Institutions	E-Voting	3484675	3040821	87.2627	3032556	8265	99.7282	0.2718
	Poll							
	Postal Ballot (if applicable)							
	Total		3484675	3040821	87.2627	3032556	8265	99.7282
Public- Non Institutions	E-Voting	4340997	559379	12.8860	559361	18	99.9968	0.0032
	Poll							
	Postal Ballot (if applicable)							
	Total		4340997	559379	12.8860	559361	18	99.9968
Total	Total	14736150	10510678	71.3258	10502395	8283	99.9212	0.0788

S.P. NAGARAJAN M.Com., A.C.S., L.L.B.
Company Secretary in Wholetime Practice

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REPORT OF SCRUTINIZER

[Remote e - Voting]

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (ix) of the Companies (Management and Administration) Amendment Rules, 2015]

The Chairman
CENTUM ELECTRONICS LIMITED
44, KHB Industrial Area, Yelahanka,
Bangalore-560064, Karnataka, India,

Dear Sir,

I, S P Nagarajan, Company Secretary in Whole-time Practice, have been appointed as the Scrutinizer by the Board of Directors of Centum Electronics Limited (the Company) for the purpose of scrutinizing:

- i) the remote e-voting under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

in a fair and transparent manner and ascertaining the requisite majority by remote e-voting as per the provisions of the Companies Act, 2013 and rules made there under (including any amendment thereto for the time being in force) and as per the provisions of Secretarial Standard-2 (SS-2) on "General Meetings", issued by the Institute of Company Secretaries of India (ICSI) pursuant to Section 118 (10) of the Companies Act, 2013, on the resolutions contained in the Postal Ballot Notice.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder (including any amendment thereto for the time being in force) with regard to voting through electronic means (by remote e-voting) on the resolutions as set out in the Postal Ballot Notice is the responsibility of the Company's management.

The e-voting facility for voting on the Postal Ballot (remote e-voting) was provided by KFin Technologies Limited (KFin).



My responsibility as a Scrutinizer is to the render Scrutinizer's Report of the votes cast "in favour" or "against" or "invalid" votes, if any, on the resolutions contained in the Postal Ballot Notice, based on the reports generated from the remote e-voting system provided by KFin Technologies Limited (KFin), in tandem with the reconciliation of the records maintained by the Company / KFin (Registrar and Share Transfer Agent (RTA) of the Company).

DISPATCH OF POSTAL BALLOT NOTICE THROUGH ELECTRONIC MODE:

In compliance with the circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI, the Postal Ballot Notice was sent through electronic mode to the members whose e-mail addresses were registered with the Company/ Depositories. Pre-paid envelopes were not required to be sent to the members for the Postal Ballot in accordance with the requirements as specified under the circulars of MCA. Accordingly, the assent or dissent of the Members have been casted through remote e-voting system. The Notice was also made available on the Company's website, websites of the Stock Exchanges and on the website of KFin.

CUT-OFF DATE:

The members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date, i.e., Friday, 6th February 2026, were entitled to vote on the resolutions contained in the Postal Ballot Notice. The voting rights of members were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 6th February 2026.

REMOTE E-VOTING:

The facility of remote e-voting platform was provided by KFin Technologies Limited (KFin).

The remote e-voting period was open from Sunday, 15th February 2026 (9:00 A.M. IST) to Monday, 16th March 2026 (5:00 P.M. IST) on <https://evoting.kfintech.com/>.

COUNTING PROCESS:

The votes cast through remote e-voting were unblocked and downloaded from the e-voting website of KFin Technologies Limited <https://evoting.kfintech.com/> in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of KFin were scrutinized and reviewed, the votes were counted, and the results were prepared.

I submit herewith my Scrutinizer's Report on the results of voting through remote e-voting as under:



SPECIAL BUSINESS:

Item No. 1: Special Resolution

Appointment of Mr. Apurva Chandra (DIN: 02531655) as an Independent Director of the Company

“RESOLVED THAT pursuant to Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company (the “Board”), Mr. Apurva Chandra (DIN: 02531655), who was appointed as an Additional Non-Executive Independent Director of the Company with effect from 19th December, 2025 and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature to the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years commencing from 19th December, 2025.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

Total Number of members participated through remote e-voting	Total Number of votes cast
104	1,05,10,328

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	1,05,10,315	100	13	0	-
Total	1,05,10,315	100	13	0	-

Note:

- (i). 1 (one) member holding 350 Equity Shares of face value of Rs.10/- each of the Company was abstain from voting.
- (ii). 1 (one) member holding 719 Equity Shares of face value of Rs.10/- each of the Company has voted less by 19 Shares for the above resolution.



Item No. 2: Special Resolution

Appointment of Mr. Ramesh Ramadurai (DIN: 07109252) as an Independent Director of the Company

“**RESOLVED THAT** pursuant to Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company (the “Board”), Mr. Ramesh Ramadurai (DIN: 07109252), who was appointed as an Additional Non-Executive Independent Director of the Company with effect from 14th February, 2026 and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature to the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 years commencing from 14th February, 2026.”

RESOLVED FURTHER THAT the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

Total Number of members participated through remote e-voting	Total Number of votes cast
104	1,05,10,328

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	1,05,10,315	100	13	0	-
Total	1,05,10,315	100	13	0	-

Notc:

- (i). 1 (one) member holding 350 Equity Shares of face value of Rs.10/- each of the Company was abstain from voting.
- (ii). 1 (one) member holding 719 Equity Shares of face value of Rs.10/- each of the Company has voted less by 19 Shares for the above resolution.



Item No. 3: Special Resolution

To approve restructuring of Centum Electronics UK Limited and Centum T&S Group Société Anonyme (S.A.), France (along with its subsidiaries) by way of divestment / sale / disposal of investments / assets and/or cessation of control of the Company in Centum Electronics UK Limited and Centum T&S Group Société Anonyme (S.A.), France and its subsidiaries.

“RESOLVED THAT pursuant to Regulation 24(5), 24(6) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("**Listing Regulations**"), applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modifications, amendments, or re-enactments of any of them for the time being in force), the memorandum and articles of association of the Company, and subject to such other approvals, consents, sanctions and permissions, to the extent applicable and necessary, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "**Board**", which term shall include a Committee authorised by the Board to exercise the powers conferred on the Board by this resolution if any) to divest, sell, transfer or otherwise dispose of its investments and / or assets in its Material Subsidiary - Centum T&S Group Société Anonyme (S.A.), France ("**Material Subsidiary**") along with its subsidiaries in any manner whatsoever, including, but not limited to:

- a. participation in, consent to, or cooperation with any court supervised restructuring, reorganisation, administration, insolvency, liquidation or similar proceedings initiated under the applicable laws, including any sale, disposal or distribution of assets pursuant thereto,
- b. sale or transfer of the shares / investments held in the Material Subsidiary, directly or indirectly, in whole or in part, to potential buyers / investors / acquirers, in accordance with the applicable regulatory or legal process including any court supervised restructuring or insolvency proceedings under the applicable laws, notwithstanding that such transactions may involve or result in reduction in the shareholding (direct or indirect) of the Company, in the Material Subsidiary below 50% (fifty percent) or change in control of the Material Subsidiary or cessation of control over the Material Subsidiary for the Company; and/or
- c. sale, transfer, lease, assignment or hive off, disposal, pledge (including disposal upon invocation of pledge) / lien or any type of encumbrance, of either the entire or any substantial part of the properties, assets or undertakings of the Material Subsidiary directly or indirectly (including for the sake of clarity, properties, assets or undertakings of its subsidiaries and another Material Subsidiary of the Company, Centum Electronics UK Limited), in one or more tranches, to potential buyers/ third-parties through various modes including by way of slump sale, asset sale or through any contractual arrangements, disposal



or distribution of assets on any dissolution, restructuring, winding-up, liquidation or in any other manner, notwithstanding that such transaction(s) either singly or taken together with other similar transactions, could involve or result in disposal of more than 20% (twenty percent) of the assets of the Material Subsidiary or the assets of Centum Electronics UK Limited, another Material subsidiary of the Company, each on an aggregate basis, during a financial year; and/or

for such consideration in cash and/or kind or otherwise and on such terms and conditions as may be agreed by the Board to be in the best interest of the Company.

RESOLVED FURTHER THAT in terms of Regulation 24(5) and Regulation 24(6) of the Listing Regulations, such divestment, restructuring, liquidation and consequent dissolution of the Material Subsidiary may involve inter-alia the following actions as part of, and incidental to the process:

- a. the sale, transfer, divestment or other disposal, directly or indirectly, of the shares or investments held in the Material Subsidiary, in whole or in part, in accordance with applicable laws, notwithstanding that such transaction(s) may result in (i) a reduction/ cessation of the entire shareholding of the Company in the Material Subsidiary, or (ii) the cessation of control by the Company over the Material Subsidiary, or (iii) the cessation of the legal existence of the Material Subsidiary; and/or
- b. the sale, transfer, lease or other disposal of all or substantially all of the assets of the Material Subsidiary and assets of Centum Electronics UK Limited, each on an aggregate basis during a financial year, which may constitute more than 20% of the assets of such material subsidiaries, in accordance with applicable law.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board, including its Committee thereof, in connection with any matter referred to or contemplated in any of the foregoing resolution are hereby approved, ratified and confirmed in all respects.



Total Number of members participated through remote e-voting	Total Number of votes cast
105	1,05,10,678

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	1,05,02,395	99.92	8,283	0.08	-
Total	1,05,02,395	99.92	8,283	0.08	-

Note:

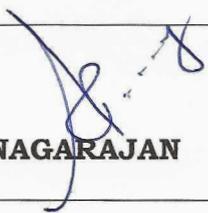
- (i). 1 (one) member holding 719 Equity Shares of face value of Rs.10/- each of the Company has voted less by 19 Shares for the above resolution.

The special resolutions mentioned in the Postal Ballot notice have been passed with requisite majority by the Shareholders who have voted through remote e-voting.

I hereby confirm that the relevant records in respect of the votes cast through remote e-voting on the resolution containing in the Postal Ballot Notice by the members of the Company shall remain in my safe custody until the Chairman or a Director/person authorized in this regard considers, approves and signs the minutes/report on Postal Ballot and thereafter, I shall return the relevant records for safe keeping to the Company Secretary or any other person authorized by the Board for this purpose.

I hereby thank the Company for providing me an opportunity to act as the Scrutinizer for the above Electronic Voting System.

Thanking you,
 Yours faithfully

Place: Bangalore	Signature : 
	Name of the Company Secretary : S.P. NAGARAJAN
Date: 16th March 2026	ACS Number : 10028
	CP Number : 4738
	UDIN : A010028G004077135
Peer reviewed Unit - bearing Unique Identification Number: I2002KR300400	




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 Company Secretary in Wholetime Practice
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