

March 22, 2019

To,

National Stock Exchange of India Limited

Exchange Plaza,

Plot No. C/1, G Block,

Bauronita K400 C51mplex, Bandra (East),

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 March 22, 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 February 11, 2019:

- Re-appointment of Mr. Ibrahim Belselah (DIN: 01639624) as an Independent Director of the Company (Special Resolution);
- ii. Re-appointment of Mr. Rajasekhara Reddy (DIN: 02339668) as an Independent Director of the Company (Special Resolution);
- iii. Re-appointment of Mr. Jaspal Singh Bindra (DIN: 00128320) as an Executive Chairman of the Company (Special Resolution);
- iv. To Consider and approve sale of undertakings under Section 180(1(a) of the Companies Act, 2013 (Special Resolution); and
- v. Approval of Related Party Transaction with Centrum Retail Services Limited, Subsidiary Company under Section 188 of the Companies Act, 2013 (Ordinary Resolution)

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

Thanking you,

Yours faithfully,

For Centrum Capital Limited

Alpesh shah

ARSIO

Company Secretary

Encl: a/a



VOTING RESULTS OF POSTAL BALLOT INCLUDING REMOTE EVOTING PURSUANT TO THE PROVISIONS OF REGULATION 44 (3) OF SEBI (LISTING CENTRUM CAPITAL LIMITED OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of AGM/EGM	21-Mar-19
otal number of shareholders as an p	
determining eligibility for	
Total number of shareholders present in the meetin	
Promoters and promoter group	g either in person or proxy :
Public	Not applicable since resolution is passed through postal ballot
Number of shareholders attended the	Not applicable since resolution is passed through postal ballot ugh video conferencing:
Number of shareholders attended the meeting throu Promoters and promoter group	ugh video conferencing:
ublic	Not applicable since resolution was
	Not applicable since resolution was passed through postal ballot

Agenda item		Re-appointn	Re-appointment of Mr. Ibrahim Belselah (DIN: 01639624) as an Independent Director of the Company								
Resolution re	quired	C	CARL CARREST			independent [Director of the Comp	pany			
Whether pror	moter/promoter	Special Resolution									
group are inte agenda/resolu	erested in the	No									
Category Mode of Voting		No of shares	No of votes	% of votes polled	late 6						
		held	polled	on outstanding	No of votes in favour	No of votes against	% of votes in favour on votes	% of votes against one votes polled			
	Average and to	1		2 (3)=[(2)/(1)]*100	No. of the last of		polled				
Promoter and	Evoting				4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter	Postal Ballot		0 0	0.00	0	10.77.40					
Group	Total	158043537	0	0.00		0	0.00	0.00			
			0	0.00	0	0	0.00	0.00			
Public	Evoting			0.00	0	0	0.00	0.00			
Institutions	Postal Ballot		0	0.00	0	II NE SERVE SUN		0.00			
	Total	2993154	0	0.00	0	0	0.00	0.00			
UEWELL WORK	Evoting		0	0.00	0	0	0.00	0.00			
	Postal Ballot		41466805	16.26	0	0	0.00	0.00			
		254996049	91181120	35.76	41464898	1907	100.00				
tal	Total		132647925	52.02	91181070	50	100.00	0.00			
		416032740	132647925		132645968	1957	100.00	0.00			
R CENTRUMA			,,,,,	31.88	132645968	1957	100.00	0.00			
CENTROM C	CAPITAL LIMITED						100.00	0.00			

Alpesh Shah **Company Secretary**



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	SISCEOSORE REQUIREMENTS) REGULATIONS, 2015
otal number of shareholders as on Record Date	21-Mar-19
c. As off cut off date for determining eligibility for	
otal number of shareholders present in the meeting	g gither in any
romoters and promoter group	g citater in person or proxy :
ablic Francisco Broad	Not applicable since resolution in
umber of shareholders attended the meeting throu omoters and promoter group	Not applicable since resolution is passed through postal ballot Not applicable since resolution is passed through postal ballot ugh video conferencing:
omoters and promoter group	igh video conferencing :
blic group	Not applicable since resolution was passed through postal ballot
	Not applicable since resolution was passed through postal ballot
enda item: 2	passed through postal ballot

Agenda item:		Re-appointr	Re-appointment of Mr. Rajasekhara Reddy (DIN: 02339668) as an Independent Director of the Company								
Resolution rea	quired					n independen	t Director of the Cor	mpany			
Whether pror	moter/promoter	opecial Resolution									
group are inte agenda/resolu	erested in the	No									
Category Mode of Voting		No of shares	No of votes	% of votes polled	No of votes in						
		polled		on outstanding shares	favour	against	% of votes in favour on votes	% of votes against one votes polled			
			1 :	2 (3)=[(2)/(1)]*100	1		polled				
Promoter and	Evoting		A THE PARTY AND A STATE OF		4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter	Postal Ballot		0	0.00	0	0					
Group	Total	158043537	0	0.00	0	0	0.00	0.00			
				0	0.00	0	0	0.00	0.00		
Public	Evoting				0	0	0.00	0.00			
	Postal Ballot	2993154	0	0.00	0						
	Total	2993154	0	0.00	0	0	0.00	0.00			
	Evoting		0	0.00	0	0	0.00	0.00			
	Postal Ballot	25400504	41466805	16.26	41464898	0	0.00	0.00			
I +	Total	254996049	91181120	35.76	91181070	1907	100.00	0.00			
tal		415000	132647925	52.02	132645968	50	100.00	0.00			
		416032740	132647925	31.88	132645968	1957	100.00	0.00			
RCENTRUM	APITAL LIMITED				132043968	1957	100.00	0.00			

Alpesh Shah

Company Secretary



VOTING RESULTS OF POSTAL BALLOT INCLUDING REMOTE EVOTING PURSUANT TO THE PROVISIONS OF REGULATION 44 (3) OF SEBI (LISTING CENTRUM CAPITAL LIMITED OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of AGM/EGM	REGULATIONS, 2015
Total number of shareholders as on Record Date	21-Mar-19
and the off date for determining eligibility of	
Total number of shareholders present in the meetin	
Promoters and promoter group	g either in person or proxy :
UDIIC	Not applicable since resolution:
Number of shareholders attended the meeting throu Promoters and promoter group	Not applicable since resolution is passed through postal ballot Not applicable since resolution is passed through postal ballot Igh video conferencing :
romoters and promoter group	igh video conferencing:
ublic	Not applicable since resolution
	Not applicable since resolution was passed through postal ballot
genda item: 3	Not applicable since resolution was passed through postal ballot

Agenda item		Re-appointr	Re-appointment of Mr. Jaspal Singh Bindra (DIN: 00128320) as an Executive Chairman of the Company								
Resolution re	quired	Smari-1m				an Executive Ch	nairman of the Com	pany			
Whether pro	moter/promoter	T Resolution									
group are inte agenda/resolu	erested in the	No									
Category Mode of Voting		No of shares	la or sores	% of votes polled	No of votes in	No of					
		inc.u	polled	on outstanding shares	favour	against	% of votes in favour on votes	% of votes again one votes polled			
				2 (3)=[(2)/(1)]*100			polled				
Promoter and	Evoting				4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter	Postal Ballot	1	0	0.00	0			1			
Group	Total	158043537	0	0.00	0	0	0.00	0.00			
			0	0.00		0	0.00	0.00			
Public	Evoting		Parkett said		0	0	0.00	0.00			
Institutions	Postal Ballot	2002454	0	0.00	0			0.00			
	Total	2993154	0	0.00	0	0	0.00	0.00			
	Evoting		0	0.00	0	0	0.00	0.00			
	Postal Ballot	3540050+=	41466805	16.26		0	0.00	0.00			
mak's	Total	254996049	91181120	35.76	41464898	1907	100.00	0.00			
tal	Part I was a second	44.5000	132647925	52.02	91181113	7	100.00	0.00			
		416032740	132647925	31.88	132646011	1914	100.00	0.00			
D CENT	APITAL LIMITED				132646011	1914	100.00	0.00			

Arsh Alpesh Shah Company Secretary



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	21-Mar-19
i.e. As on cut off date for determining eligibility for	
Total number of shareholders present in the meetin	IS Aither in never
Promoters and promoter group	
Public	Not applicable since resolution is passed through postal ballot
Number of shareholders attended to	Not applicable since resolution is passed through postal ballot
Number of shareholders attended the meeting throus Promoters and promoter group	The facility of the facility o
Public	Not applicable since resolution was passed through postal ballot
	Not applicable since resolution was passed through postal ballot

Agenda item	: 4	To Consider	and approve sa	ale of undertakings u	nder Section 180)(1(a) of the C	A Charles and Care a				
Resolution required		To Consider and approve sale of undertakings under Section 180(1(a) of the Companies Act, 2013 Special Resolution									
Whether pro	moter/promoter erested in the	No 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	% of votes agains one votes polled			
		1		2 (3)=[(2)/(1)]*100	4		polled				
romoter and E	Evoting		over sale a				(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter	Postal Ballot	-	0	0.00	0	0	0.00				
Group	Total	158043537	0	0.00	0	0		0.00			
			0	0.00	0	0	0.00	0.00			
Public	Evoting			The second second			0.00	0.00			
Institutions	Postal Ballot	2993154	0	0.00	0	0	0.00				
	Total	2333134	0	0.00	0	0	0.00	0.00			
country with a	Evoting		0	0.00	0	0	0.00	0.00			
Public Non-	Postal Ballot	254996049	41466605	16.26	41463598	3007	0.00	0.00			
Institutions	Total	254536049	91181120	35.76	91181113	7	99.99	0.01			
otal		416032740	132647725	52.02	132644711	3014	100.00	0.00			
JEH LENG		410032740	132647725	31.88	132644711	3014	100.00	0.00			
RCENTRUM	CADITALLIA			LIVERTON TEXT AND THE		3014	100.00	0.00			

FOR CENTRUM CAPITAL LIMITED Arston

Alpesh Shah

Company Secretary

PLACE : MUMBAY CENTRUM
DATE: 22-02 200 DATE: 22-03-2019

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	21-Mar-19
Total number of shareholders as on Record Date i.e. As on cut off date for determining eligibility for	
Total number of shareholders present in the meetir	g either in person or proxy :
Promoters and promoter group	Not applicable since resolution is passed through postal ballot
Public	Not applicable since resolution is passed through postal ballet
Number of shareholders attended the meeting thro	ugh 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 R Section 188 o	Approval of Related Party Transaction with Centrum Retail Services Limited, Subsidiary Company under Section 188 of the Companies Act, 2013									
Resolution req	uired	Special Resolu						THE PERSON NAMED IN COLUMN				
Whether prom group are inter agenda/resolu	CONTRACTOR OF THE PROPERTY OF THE PARTY OF T	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				
	2/01	1	2	(3)=[(2)/(1)]*100	4		5 (6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100				
Promoter and	Evoting		0	0.00	0	0	0.00					
Promoter	Postal Ballot	150042527	1580/3537	158043537	0	0.00	0	0	0.00	0.00		
Group	Total	130043337	0	0.00	0	0	0.00	0.00				
Public	Evoting		0	0.00	0	0	0.00	0.00				
Institutions	Postal Ballot	2993154	0	0.00	0	0	0.00	0.00				
	Total		0	0.00	0	0	0.00					
	Evoting		41466605	16.26	41463378	3227	99.99	0.00				
Public Non-	Postal Ballot	254996049	91181120	35.76	91181113	7	100.00	0.01				
Institutions	Total		132647725	52.02	132644491	3234	100.00	0.00				
Total		416032740	132647725	31.88	132644491	3234	100.00	0.00				

FOR CENTRUM CAPITAL LIMITED

Alpesh Shah

Company Secretary





Umesh P. Maskeri B.Sc., CAIIB, L.Lb, FCS, PGDSL Practicing Company Secretary

March 22, 2019

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,
Mumbai-400098
Kalina, Santacruz East

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"), 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 item of business set out in the Notice of Postal Ballot issued by the Company on Monday, February 11, 2019.
- 2) The Company has informed that it has on February 19, 2019 :
 - (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 with the Company/ Depositories;

 (ii) Sent electronic mail of Postal Dall stress.
 - (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 February 08, 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 & 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 February 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, February 20, 2019 to 5:00 P.M. (IST) on Thursday, March 21, 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, February 08, 2019 were entitled to vote on the resolution set out in the Notice of Postal Ballot covered under the EVSN 190212006.





Umesh P. Maskeri B.Sc., CAIIB, L.Lb, FCS, PGDSL Practicing Company Secretary

- 6) The e-voting module of Central Depository Services Limited ("CDSL") for the said EVSN was disabled by CDSL on March 21, 2019 at 5.00 P.M. and was unblocked thereafter by me in the presence of 2 witnesses, Mrs. Purnima Shetty and Mrs. Sanju Jaiswal, 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
- 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
- 9) There were no postal ballot forms which were incomplete in respect of all the three resolutions.
- 10) The Summary of votes cast by Remote E-Voting and by Postal Ballot Forms is given below:

A) Resolution No 1:

Special Resolution:

Re-appointment of Mr. Ibrahim Belselah (DIN: 01639624) as an Independent Director of the Company:

Danie I	Post	tal Ballot	Remo	te E-voting	T much	or of the C	
Particulars	No. of	No. of	No. of	No. of	No. of	Total	% of
Votes in	Ballots	Votes	Ballots	Votes	Ballots	No. of Votes	Total Votes
favour of Resolution	70	91181070	53	41664898	123	132845968	100
Votes Against the Resolution	1	50	4	1907	5	1957	0
Total	71	91181120	57	41466005			Ü
				41466805 requisite majo	128	132847925	100

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

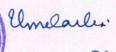
B) Resolution No 2:

Special Resolution:

Re-appointment of Mr. Rajasekhara Reddy (DIN: 02339668) as an Independent Director

	Postal Ba	allot	pd. m	Remote	F-voting	Tatal		
Particulars	No. of Ballots	No. of Votes		of No. of No. of I		No. of No. of		% of Total
Votes in					votes	Ballots	Votes	Votes
favour of Resolution	70	911	81070	53	41664898	123	132845968	100
Votes Against the Resolution	1		50	4	1907	5	1957	0
Total	71	9118	31120	57	41466000			
					41466805 requisite majo	128	132847925	100







Umesh P. Maskeri B.Sc., Practicing Company Secretary B.Sc., CAIIB, L.Lb, FCS, PGDSL

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

C) Resolution No 3:

Special Resolution:

Re-appointment of Mr. Jaspal Singh Bindra (DIN: 00128320) as an Executive Chairman of the Company.

Particulars	Postal Ba	allot	Remote E-voting		as an Executive Chairma		an of the
	No. of Ballots	No. of Votes	No. of Ballots	No. of	No. of	No. of	% of Total
Votes in		Teller	Danots	Votes	Ballots	Votes	Votes
favour of Resolution	68	91181113	53	41664898	121	132846011	100
Votes	100						
Against the Resolution	3	7	4	1907	7	1914	0
Total	71	91181120	57				O
			77.7	41466805 requisite majo	128	132847925	100

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

D) Resolution No 4: Special Resolution:

To Consider and approve sale of undertakings under Section 180(1(a) of the Companies Act, 2013.

Particulars	Postal Ballot		Remote E-voting		Total			
	No. of Ballots	No. Votes	of	No. of Ballots	No. of Votes	No. of Ballots	No. of	% of Total
Votes in favour of Resolution	68	9118	1113	51	41463598	119	Votes 132644711	Votes
Votes Against the Resolution	3		7	5	3007	8	3014	C
Total	71	9118		56	41466605 requisite maj	127	132647725	100

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

E) Resolution No 5:

Ordinary Resolution:

Approval of Related Party Transaction with Centrum Retail Services Limited, Subsidiary Company under Section 188 of the Companies Act, 2013.

Particulars	Postal Ballot			Remote E-voting		Total		% of
	No. of Ballots	No. Votes	of	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	Total
Votes in favour of Resolution	68	91181	.113	49	41463378	117	132644491	Votes
Votes Against the Resolution	3		7	7	3227	10	3234	0
Total	71	91181	245-175-1	56	41466605 requisite maj	127	132647725	100

Umilailin



Umesh P. Maskeri B.Sc., CAIIB, L.Lb, FCS, PGDSL Practicing Company Secretary

UMESH P. MASKERI COMPANY SECRETARY

304, Geetanjali Heights,

Plot No. 77, Sector - 27,

Navi Mumbai - 400 706.

Nerul (East),

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, Chairman/ Company Secretary/any other Person Authorized by him.

Thanking you Yours faithfully,

UMESH P MASKERI

PRACTICING COMPANY SECRETARY
Certificate of Practice No 12704

Place : Mumbai

Date: March 22, 2019

Countersigned by

For Centrum Capital Limited

Alpesh Shah Company Secretary

Place: Mumbai

Date: March 22, 2019

