

March 30, 2018

To,
Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Sub.: Declaration of Voting Results of Postal Ballot (including e-voting)

Ref: Scrip Code: 501150

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 30, 2018 with respect to the Postal Ballot (including e-voting) conducted by the Company for seeking approval of the Members by way of Special Resolution for the following Special Business contained in the Postal Ballot Notice dated February 09, 2018:


- i) Amendment in the CCL- Employee Stock Option Scheme 2017 of the Company
- ii) Approval for CCL - Employee Stock Option Scheme 2018; an
- iii) Grant of options to the employees of the Subsidiary Company(ies) of the Company under CCL – Employee Stock Option Scheme 2018

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

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	30-Mar-18
Total number of shareholders as on Record Date i.e. As on cut off date for determining eligibility	23064
Total number of shareholders present in the meeting 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 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	Amendment in the CCL- Employee Stock Option Scheme 2017 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	154281537	0	0.00	0	0	0.00	0.00
	Postal Ballot		20092537	13.02	20092537	0	100.00	0.00
	Total		20092537	13.02	20092537	0	100.00	0.00
Public Institutions	Evoting	6104181	2444211	40.04	2100000	344211	85.92	14.08
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2444211	40.04	2100000	344211	85.92	14.08
Public Non-Institutions	Evoting	255647022	41142515	16.09	41096589	45926	99.89	0.11
	Postal Ballot		89494840	35.01	89494536	304	100.00	0.00
	Total		130637355	51.10	130591125	46230	99.96	0.04
Total		416032740	153174103	36.82	152783662	390441	99.75	0.25

FOR CENTRUM CAPITAL LIMITED

Alpesh
Alpesh Shah
Company Secretary

PLACE : MUMBAI
DATE: 30-03-2018



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

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Number of shareholders attended the meeting through video conferencing :	
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Agenda item:	2	Approval for CCL - Employee Stock Option Scheme 2018						
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	154281537	0	0.00	0	0	0.00	0.00
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	Total		20092537	13.02	20092537	0	100.00	0.00
Public Institutions	Evoting	6104181	2444211	40.04	2100000	344211	85.92	14.08
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2444211	40.04	2100000	344211	85.92	14.08
Public Non-Institutions	Evoting	255647022	41142425	16.09	41096499	45926	99.89	0.11
	Postal Ballot		89494840	35.01	89494536	304	100.00	0.00
	Total		130637265	51.10	130591035	46230	99.96	0.04
Total		416032740	153174013	36.82	152783572	390441	99.75	0.25

FOR CENTRUM CAPITAL LIMITED

Alpesh
Alpesh Shah
Company Secretary

PLACE : MUMBAI
DATE: 30-03-2018

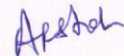


CENTRUM CAPITAL LIMITED
VOTING RESULTS OF POSTAL BALLOT INCLUDING REMOTE EVOTING PURSUANT TO THE PROVISIONS OF REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

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Agenda item:	3	Grant of options to the employees of the Subsidiary Company(ies) of the Company under CCL – Employee Stock Option Scheme 2018						
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	154281537	0	0.00	0	0	0.00	0.00
	Postal Ballot		20092537	13.02	20092537	0	100.00	0.00
	Total		20092537	13.02	20092537	0	100.00	0.00
Public Institutions	Evoting	6104181	2444211	40.04	2100000	344211	85.92	14.08
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2444211	40.04	2100000	344211	85.92	14.08
Public Non-Institutions	Evoting	255647022	41142425	16.09	41096269	46156	99.89	0.11
	Postal Ballot		89494840	35.01	89494536	304	100.00	0.00
	Total		130637265	51.10	130590805	46460	99.96	0.04
Total		416032740	153174013	36.82	152783342	390671	99.74	0.26

FOR CENTRUM CAPITAL LIMITED


Alpesh Shah
Company Secretary

PLACE : MUMBAI
DATE: 30-03-2018





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

Dear Sir,

- 1) I, Umesh P. Maskeri, Practising 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 Friday, February 09, 2018.
- 2) The Company has informed that it has on February 27, 2018:
 - (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 February 16, 2018, 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 February 16, 2018, 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 28, 2018 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 28, 2018 to 5:00 P.M. (IST) on Thursday, March 29, 2018. 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 16, 2018 were entitled to vote on the resolution set out in the Notice of Postal Ballot covered under the EVSN 180221007.

UMESH P. MASKERI
COMPANY SECRETARY
304, Geetanjali Heights,
Plot No. 77, Sector - 27,
Nerul (East),
Navi Mumbai - 400 706.

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Umesh P. Maskeri

(1)



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 29, 2018 at 5.00 P.M. and was unblocked thereafter by me in the presence of 2 witnesses, Mrs. Purnima Shetty and Mrs. Arpita Dhakane, who are not in employment of the 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 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 :

AMENDMENT IN THE CCL-EMPLOYEE STOCK OPTION SCHEME 2017 OF THE COMPANY:

Particulars	Postal Ballot		Remote E-voting		Total		% of Total Votes	Result
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes		
Votes in favour of Resolution	69	109587073	44	43196589	113	152783662	99.75	Passed with requisite majority
Votes Against the Resolution	4	304	4	390137	8	390441	0.25	
Total	73	109587377	48	43586726	121	153174103	100.00	

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

B) Resolution No 2 :

Special Resolution : APPROVAL FOR CCL-EMPLOYEE STOCK OPTION SCHEME, 2018

Particulars	Postal Ballot		Remote E-voting		Total		% of Total Votes	Result
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes		
Votes in favour of Resolution	69	109587073	43	43196499	112	152783572	99.75	Passed with requisite majority
Votes Against the Resolution	4	304	4	390137	8	390441	0.25	
Total	73	109587377	47	43586636	120	153174013	100.00	

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



Umesh P. Maskeri



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

C) Resolution No 3 :

Special Resolution : GRANT OF OPTIONS TO THE EMPLOYEES OF THE SUBSIDIARY COMPANIES OF THE COMPANY UNDER CCL-EMPLOYEE STOCK OPTION SCHEME, 2018

	Postal Ballot		Remote E-voting		Total		% of Total Votes	Result
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes		
Votes in favour of the Resolution	69	109587073	41	43196269	110	152783342	99.75	Passed with requisite majority
Votes Against the Resolution	4	304	6	390367	10	390671	0.25	
Total	73	109587377	47	43586636	120	153174013	100.00	

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,

Umesh P. Maskeri

UMESH P MASKERI
PRACTICING COMPANY SECRETARY
Certificate of Practice No 12704



Place : Mumbai
Date : March 30, 2018

Countersigned by
For Centrum Capital Limited

Alpesh Shah

Alpesh Shah
Company Secretary



Place: Mumbai
Date : March 30, 2018