

December 20, 2022

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

Ref: Scrip Code – 501150 and NSE Scrip Code: - CENTRUM

Madam/Dear Sir,

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 December 20, 2022, with respect to the Postal Ballot (e-voting) conducted by the Company for seeking approval of the Members by way of Special/Ordinary Resolution for the following Special Business contained in the Postal Ballot Notice dated November 10, 2022:

1. Special Resolution – Appointment of Mr. Essaji Vahanvati (DIN: 00157299) as an Independent Director of the Company
2. Ordinary Resolution – Material Related Party Transaction in connection with the Sale of an Identified Portfolio of Housing Loans and Loan Against Property of Unity Small Finance Bank Limited, Step-down Subsidiary of the Company to Centrum Housing Finance Limited, Subsidiary of the Company

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

Thanking you,

Yours faithfully,

For Centrum Capital Limited

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

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	December 20, 2022
Total number of shareholders as on Record Date i.e. as on cut-off date for determining eligibility for voting	45,406
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 : NA	
Promoters and promoter group	Not applicable since resolution was passed through postal ballot
Public	Not applicable since resolution was passed through postal ballot

Resolution Required : (Special)		1 - Appointment of Mr. Essaji Vahanvati (DIN: 00157299) as an Independent Director of the Company						
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 on votes polled
Promoter and Promoter Group	E-Voting	160113578	159033578	99.3255	159033578	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		159033578	99.3255	159033578	0	100.0000	0.0000
Public Institutions	E-Voting	1828574	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non	E-Voting	254090588	81410265	32.0399	81403201	7064	99.9913	0.0087
	Poll		0	0.0000	0	0	0.0000	0.0000

Centrum Capital Limited (CIN: L65990MH1977PLC019986)

Registered and Corporate Office: Level – 9, Centrum House, C.S.T. Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098. Tel: +91 22 4215 9000

Email: info@centrum.co.in Website: www.centrum.co.in

Institutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		81410265	32.0399	81403201	7064	99.9913	0.0087
Total		416032740	240443843	57.7945	240436779	7064	99.9971	0.0029

Resolution Required : (Special)		2 - Material Related Party Transaction in connection with the sale of an Identified Portfolio of Housing Loans and Loan Against Property of Unity Small Finance Bank Limited, Step-Down Subsidiary of the Company to Centrum Housing Finance Limited, subsidiary of the Company						
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 on votes polled
Promoter and Promoter Group	E-Voting	160113578	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0	0.0000
Public Institutions	E-Voting	1828574	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0	0.0000
Public Non Institutions	E-Voting	254090588	519873	0.2046	517082	2791	99.4631	0.5369
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		519873	0.2046	517082	2791	99.4631	0.5369
Total		416032740	519873	0.1250	517082	2791	99.4631	0.5369

For Centrum Capital Limited

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

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Umesh Parameshwar Maskeri
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

SCRUTINIZER'S REPORT
[Pursuant to Section 108 of the Companies Act, 2013
read with Rule 20 of the Companies
(Management and Administration) Rules, 2014]

December 20, 2022

To
The Chairman
Centrum Capital Limited
Level -9, Centrum House, C.S.T. Road
Vidyanagari Marg, Kalina, Santacruz (E)
Mumbai -400098

Dear Sir,

SCRUTINIZER'S REPORT IN RESPECT OF POSTAL BALLOT Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014			
Name of the company	Centrum Capital Limited		
Nature of Meeting/Event	Postal Ballot		
Mode of voting	Only electronic voting		
Electronic Voting Sequence Number	EVSN 221118010		
Programme of postal ballot			
Opened	At 09:00 A.M.	Monday	21-11-2022
Closed	At 05:00 P.M.	Tuesday	20-12-2022

1. Appointment of Scrutinizer:

I, Umesh P. Maskeri, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of Centrum Capital Limited ("The Company") at the Board Meeting held on November 10, 2022, 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 the votes cast electronically i.e. through Postal Ballot on the items of business set out in the Notice of Postal Ballot dated November 10, 2022, issued by the Company.

2. Relaxations granted by Ministry of Corporate Affairs in view of the situation arising out of COVID-19 pandemic

In terms of the Circulars issued by the Ministry of Corporate Affairs ("MCA") vide General Circular Nos. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022 (collectively referred to as the "MCA Circulars"), and other applicable laws, rules and regulations and in view of the current extraordinary situation due to COVID-19 pandemic requiring social distancing, companies were advised to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/ e-voting in accordance with the provisions of the Companies Act and rules made thereunder, has clarified that for companies that are



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Practicing Company Secretary

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required to provide e-voting facility under the Companies Act and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. The MCA has clarified that for companies that are required to provide e-voting facility under the Companies Act, while they are transacting any business(es) only by postal ballot up to December 31, 2022, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA circulars will be applicable mutatis mutandis. Further the Company will send postal ballot notice only by email to all its shareholders who have registered their email addresses with the Company or depository/Depository participants and the communication of assent / dissent of the members will take place through the remote e-voting system. This postal ballot was accordingly initiated in compliance with the MCA circulars.

3. Dispatch of Notice of Postal Ballot

Pursuant to the Circulars issued by the MCA, company has informed that it has sent out the notice of postal ballot by email to the shareholders, on November 19, 2022 through Link Intime Private Limited, the Registrar and Transfer Agent ("RTA"), whose names appeared in the Register of Members as on November 11, 2022, the cut-off date for this purpose, and who had registered their email address with the Company or Depositories or depository participants.

4. Publication of advertisement in Newspapers:

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 has informed that it has arranged the publication of the advertisement intimating the voting through Remote E-voting and dispatch of Notice by email, in English Newspaper viz. The Free Press Journal and in Marathi Newspaper viz. Nav Shakti both dated November 20, 2022 and having circulation in Mumbai. The said newspaper advertisements, contained among other things, the information that there will be voting by electronic means only and there is no provision for any voting through physical ballot forms and further the process to register the email addresses, in case of shareholders who had not registered their email address with the Company, depository or depository participant as stipulated in MCA Circular No 17/2020 dated April 13, 2020.

5. Remote e-Voting facility : EVSN 221118010:

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").

6. Remote evoting period:

The Remote E-Voting facility opened at 09:00 A.M. (IST) on Monday, November 21, 2022 and closed at 05:00 P.M. (IST) on Tuesday, the December 20, 2022. 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, the November 11, 2022, were entitled to vote



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on the resolution set out in the Notice of Postal Ballot covered under the EVSN 221118010.

7. Counting process:

The e-voting module for the said EVSN was disabled by CDSL on Tuesday, the December 20, 2022 at 05:00 P.M. (IST) and the votes cast were unblocked thereafter by me on December 20, 2022 in the presence of two witnesses who are not in employment of Centrum Capital Limited.

8. Responsibility of Management:

The Management of the Company is responsible for ensuring compliance with the requirements of Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Act and the Rules there under and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") relating to the agenda items placed before the members for their approval, including the eligibility or otherwise of the related parties to vote to approve the items of business including the resolutions of Material Related Party Transaction pursuant to Regulation 23(4) of the SEBI LODR, mentioned in the Notice of Postal Ballot. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on votes cast through e-voting placed for approval of the shareholders through Postal Ballot by remote e-voting.

9. The Summary of votes cast by Remote E-Voting is given below:

Resolution No 1:

Special Business: Special Resolution

APPOINTMENT OF MR. ESSAJI VAHANVATI (DIN: 00157299) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Sl No	Particulars	No of folios who voted	Number of Valid votes	% of total valid votes
1	Votes in favour of the resolution	113	240436779	99.9971%
2	Votes against the resolution	12	7064	0.0029
3	Total	125	240443843	100%
4	Invalid votes	0	0	0
5	Total number of votes cast	125	240443843	100%
6	Result	The Resolution has been passed with requisite majority		

Resolution No 2:

Special Business: Ordinary Resolution



Umesh Parameshwar Maskeri
Practicing Company Secretary

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MATERIAL RELATED PARTY TRANSACTION IN CONNECTION WITH THE SALE OF AN IDENTIFIED PORTFOLIO OF HOUSING LOANS AND LOAN AGAINST PROPERTY OF UNITY SMALL FINANCE BANK LIMITED, STEP-DOWN SUBSIDIARY OF THE COMPANY TO CENTRUM HOUSING FINANCE LIMITED, SUBSIDIARY OF THE COMPANY

SI No	Particulars	No of folios who voted	Number of valid votes	% of total valid votes
1	Votes in favour of the resolution	102	517082	99.4631%
2	Votes against the resolution	12	2791	0.5369%
3	Total	114	519873	100%
4	Invalid votes for the reason mentioned in para (9) above	0	0	0
5	Total number of votes cast	114	519873	100%
6	Result	The Resolution has been passed with requisite majority		

10. Details of persons including entities who voted for and against the resolutions in electronic mode as downloaded from the CDSL evoting portal have been handed over to the Company Secretary.

Thanking you
Yours faithfully,

UMESH P MASKERI
PRACTICING COMPANY SECRETARY
Certificate of Practice No 12704
Peer Review Certificate No 653/2020
ICSI UDIN: F004831D002755581



Place: Mumbai
Date: December 20, 2022



Umesh Parameshwar Maskeri
Practicing Company Secretary

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Countersigned by
Centrum Capital Limited



Parthasarathy Iyengar
Company Secretary

Place: Mumbai
Date : December 20, 2022