

September 01, 2017

To,
Department of Corporate Services
BSE Limited
Piroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400001

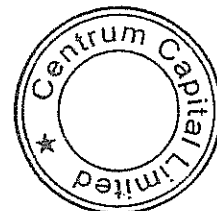
Sub: Outcome and Voting Results of the 39th Annual General Meeting held on August 31, 2017

Ref: Scrip Code :- 501150

Dear Sir/Madam,

With reference to the above captioned subject, we wish to inform you that the 39th Annual General Meeting ("AGM") of the Company was held on Thursday, August 31, 2017 at M. I. G. Cricket Club, M. I. G. Colony, Ramakrishna Paramahans Marg, Bandra East, Mumbai - 400051 and based on the Scrutinizer's Report dated September ---, 2017 for voting at AGM venue through poll process and Remote e-voting, following resolutions have been declared passed with requisite majority:

- i) Adoption of the audited financial statements (standalone and consolidated) for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors (Ordinary Resolution);
- ii) Declaration of Dividend of Rs. 0.05 per equity share of Rs. 1 each to the equity shareholders of the Company (Ordinary Resolution);
- iii) Appointment of Mr. Rishad Byramjee (DIN: 00164123) as a Director liable to retire by rotation (Ordinary Resolution);
- iv) Ratification of the appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 103523W) as the Statutory Auditors of the Company (Ordinary Resolution);
- v) Approval for further issue of shares or securities (Special Resolution);
- vi) Approval for CCL - Employee Stock Option Scheme 2017 (Special Resolution); and
- vii) Grant of options to the employees of the Subsidiary Company(ies) of the Company under CCL - Employee Stock Option Scheme 2017 (Special Resolution).



As

Pursuant to the provisions of Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find enclosed herewith the details of voting results in the prescribed format along with the Scrutinizer's Report.

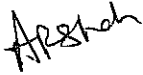
The above results may be accessed on the website of the Company i.e. www.centrum.co.in and CDSL website i.e. www.cdslindia.com

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

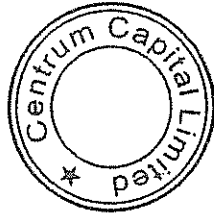
Thanking you,

Yours faithfully,

For Centrum Capital Limited



Alpesh Shah
Company Secretary



Encl: a/a

CENTRUM CAPITAL LIMITED-39TH ANNUAL GENERAL MEETING VOTING RESULTS
Disclosure as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM :

August 31, 2017 at 03.00 P.M.

Total Number of Shareholders on record date :
(i.e. August 24, 2017)

No. of shareholders present in the meeting either in person or through proxy: 81

Promoters and Promoter Group: 2
Public: 79

No. of Shareholders attended the meeting through Video Conferencing: Nil

Promoters and Promoter Group: No Video Conferencing facility was made available
Public: No Video Conferencing facility was made available

For CENTRUM CAPITAL LIMITED


COMPANY SECRETARY

Item No.1 Ordinary Resolution: Adoption of the audited financial statements (standalone and consolidated) for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors

Resolution required : (Ordinary/Special): Ordinary 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 on Polled outstanding shares $(3)=[(2)/(1)]*100$ | No. of Votes in favour | No. of Votes – against | % of Votes in favour on votes polled $(6)=[(4)/(2)]*100$ | % of Votes against on votes polled $(7)=[(5)/(2)]*100$ |
|--------------------------------|----------------|--------------------|---------------------|--|------------------------|------------------------|---|---|
| Promoter and Promoter Group | E-voting | 15,42,81,537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| | Total | 15,42,81,537 | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | E-voting | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| Public-Others | E-voting | 25,52,10,229 | 4,11,83,413 | 16.14 | 4,11,83,409 | 4 | 100.00 | 0.00 |
| | Poll | | 8,95,75,113 | 35.10 | 8,95,75,113 | 0 | 100.00000000 | 0.00 |
| | Total | 25,52,10,229 | 13,07,58,526 | 51.24 | 13,07,58,522 | 4 | 100.00 | 0.00 |
| Total | | 41,60,32,740 | 28,71,40,063 | 69.02 | 28,71,40,059 | 4 | 100.00 | 0.00 |

For GENPROM CAPITAL LIMITED

COMPANY SECRETARY

Item No.2 Ordinary Resolution: Declaration of Dividend of Rs. 0.05 per equity share of Rs. 1 each to the equity shareholders of the Company

Resolution required : (Ordinary/Special): Ordinary 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 on polled outstanding shares | No. of Votes in favour | No. of Votes – in against | % of Votes – in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|----------------|--------------------|---------------------|---|------------------------|---------------------------|--|------------------------------------|
| Promoter and Promoter Group | E-voting | 15,42,81,537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| | Total | 15,42,81,537 | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | E-voting | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| Public-Others | E-voting | 25,52,10,229 | 4,11,83,413 | 16.14 | 4,11,83,409 | 4 | 100.00 | 0.00 |
| | Poll | | 8,95,75,113 | 35.10 | 8,95,75,113 | 0 | 100.00 | 0.00 |
| | Total | 25,52,10,229 | 13,07,58,526 | 51.24 | 13,07,58,522 | 4 | 100.00 | 0.00 |
| Total | | 41,60,32,740 | 28,71,40,063 | 69.02 | 28,71,40,059 | 4 | 100.00 | 0.00 |

For CENTRUM CAPITAL LIMITED

COMPANY SECRETARY

Item No.3 Ordinary Resolution: Appointment of Mr. Rishad Byramjee (DIN: 00164123) as a Director liable to retire by rotation

Resolution required : (Ordinary/Special): Ordinary 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 on Polling outstanding shares $(3) = \frac{(2)}{(1)} * 100$ | No. of Votes in favour | No. of Votes – in against | % of Votes in favour on votes polled $(6) = \frac{(4)}{(2)} * 100$ | % of Votes against on votes polled $(7) = \frac{(5)}{(2)} * 100$ |
|--------------------------------|----------------|--------------------|---------------------|---|------------------------|---------------------------|---|---|
| Promoter and Promoter Group | E-voting | 15,42,81,537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| | Total | 15,42,81,537 | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | E-voting | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| Public-Others | E-voting | 25,52,10,229 | 4,11,83,413 | 16.14 | 4,11,83,409 | 4 | 100.00 | 0.00 |
| | Poll | | 8,95,75,113 | 35.10 | 8,95,75,113 | 0 | 100.00 | 0.00 |
| | Total | 25,52,10,229 | 13,07,58,526 | 51.24 | 13,07,58,522 | 4 | 100.00 | 0.00 |
| Total | | 41,60,32,740 | 28,71,40,063 | 69.02 | 28,71,40,059 | 4 | 100.00 | 0.00 |

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COMPANY SECRETARY

Item No.4 Ordinary Resolution: Ratification of the appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 103523W) as the Statutory Auditors of the Company

Resolution required : (Ordinary/Special): Ordinary 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 on Polling outstanding shares $(3)=[(2)/(1)]*100$ | No. of Votes in favour | No. of Votes – in against | % of Votes in favour on votes polled $(6)=[(4)/(2)]*100$ | % of Votes against on votes polled $(7)=[(5)/(2)]*100$ |
|--------------------------------|----------------|--------------------|---------------------|---|------------------------|---------------------------|---|---|
| Promoter and Promoter Group | E-voting | 15,42,81,537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | E-voting | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public-Others | Total | 65,40,974 | 21,00,000 | 32 | 21,00,000 | 0 | 100 | 0 |
| | E-voting | 25,52,10,229 | 4,11,83,413 | 16.14 | 4,11,83,409 | 4 | 100.00 | 0.00 |
| Total | Poll | | 8,95,75,163 | 35.10 | 8,95,75,163 | 0 | 100.00 | 0.00 |
| | Total | 25,52,10,229 | 13,07,58,576 | 51.24 | 13,07,58,572 | 4 | 100.00 | 0.00 |
| Total | | 41,60,32,740 | 28,71,40,113 | 69.02 | 28,71,40,109 | 4 | | |

For CENTRAL CAPITAL LIMITED

COMPANY SECRETARY

Item No.5: Special Resolution - Approval for further issue of shares or securities

Resolution required : (Ordinary/Special): 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 on Polled 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 | 15,42,81,537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| | Total | 15,42,81,537 | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100 | 0 |
| Public – Institutional holders | E-voting | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100 | 0 |
| Public-Others | E-voting | 25,52,10,229 | 4,11,83,413 | 16.14 | 4,11,83,409 | 4 | 100.00 | 0.00 |
| | Poll | | 8,95,75,113 | 35.10 | 8,95,75,113 | 0 | 100.00 | 0.00 |
| | Total | 25,52,10,229 | 13,07,58,526 | 51.24 | 13,07,58,522 | 4 | 100.00 | 0.00 |
| Total | | 41,60,32,740 | 28,71,40,063 | 69.02 | 28,71,40,059 | 4 | 100.00 | 0.00 |

4 for CENTRAL CAPITAL LIMITED

COMPANY SECRETARY

Item No.6 Special Resolution: Approval for CCL - Employee Stock Option Scheme 2017

Resolution required : (Ordinary/Special): 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 on votes polled |
|--------------------------------|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group | E-voting | 15,42,81,537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | 15,42,81,537 | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| | Total | 15,42,81,537 | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100 | 0 |
| Public – Institutional holders | E-voting | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100 | 0 |
| Public-Others | E-voting | 25,52,10,229 | 4,11,83,413 | 16.14 | 4,11,83,109 | 304 | 100.00 | 0.00 |
| | Poll | | 8,95,75,163 | 35.10 | 8,95,75,113 | 50 | 100.00 | 0.00 |
| | Total | 25,52,10,229 | 13,07,58,576 | 51.24 | 13,07,58,222 | 354 | 100.00 | 0.00 |
| Total | | 41,60,32,740 | 28,71,40,113 | 69.02 | 28,71,39,759 | 354 | 100.00 | 0.00 |

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Item No.7 Special Resolution: Grant of options to the employees of the Subsidiary Company(ies) of the Company under CCL – Employee Stock Option Scheme 2017

Resolution required : (Ordinary/Special): 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 on Polling outstanding shares | No. of Votes in favour | No. of Votes – in against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|--------------------------------|----------------|--------------------|---------------------|--|------------------------|---------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group | E-voting | 15,42,81,537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 15,42,81,537 | 100.00 | 15,42,81,537 | 0 | 100.00 | 0.00 |
| | Total | 15,42,81,537 | 15,42,81,537 | 100 | 15,42,81,537 | 0 | 100 | 0 |
| Public – Institutional holders | E-voting | 65,40,974 | 21,00,000 | 32.11 | 21,00,000 | 0 | 100.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 65,40,974 | 21,00,000 | 32 | 21,00,000 | 0 | 100 | 0 |
| Public-Others | E-voting | 25,52,10,229 | 4,11,83,413 | 16.14 | 4,11,83,109 | 304 | 100.00 | 0.00 |
| | Poll | | 8,95,75,163 | 35.10 | 8,95,75,113 | 50 | 100.00 | 0.00 |
| | Total | 25,52,10,229 | 13,07,58,576 | 51.24 | 13,07,58,222 | 354 | 100.00 | 0.00 |
| Total | | 41,60,32,740 | 28,71,40,113 | 69.02 | 28,71,39,759 | 354 | 100.00 | 0.00 |

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For CENTRUM CAPITAL LIMITED

COMPANY SECRETARY



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 -27716918/19; Mobile: 09930178352; Email: umeshmaskeri@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21
of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of 39th Annual General Meeting
Centrum Capital Limited,
Bombay Mutual Building,
2nd Floor, Dr D. N. Road, Fort,
Mumbai-400001

Dear Sir,

- I, Umesh P Maskeri, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Centrum Capital Limited ("the company") for the purpose of :
 - Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
 - Poll through ballot papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules,

On the resolutions contained in the notice of the AGM of the Company held on Thursday, 31st day of August, 2017 at 3.00 p.m. at M. I. G. Cricket Club, M. I. G. Colony, Ramakrishna Paramahansa Marg, Bandra East, Mumbai - 400051, Maharashtra.

- I have issued separate Scrutinizer's Report dated August 31, 2017 on the remote e-voting and on the poll conducted at the venue of the AGM i.e. MGT-13 on the resolutions contained in the notice to the AGM.
- Based on the voting scrutinised by me, it is observed that 16 members have cast their votes on the evoting platform. The result of Evoting and poll for each of the agenda items contained in the notice of AGM is as under :

| | |
|---|------------|
| Date of the AGM | 31.08.2017 |
| Total number of shareholders on cut off date | 16128 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter group: Public: | 2 79 |
| No. of Shareholders attended the meeting through video conferencing Promoter and Promoter group: Public: | Nil |

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



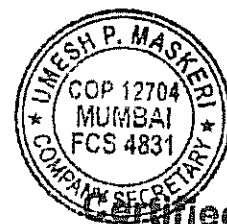
Umesh P. Maskeri
Certified True Copy
CENTRUM CAPITAL LIMITED
AK
COMPANY SECRETARY



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

| Resolution 1: (Ordinary) | | | Adoption of the audited financial statements (standalone and consolidated) for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon | | | | | |
|---|----------------|--------------------|--|---|-------------------------|-----------------------|--------------------------------------|------------------------------------|
| 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 |
| | | (1) | (2) | $(3) = \frac{(2)}{(1)} * 100$ | (4) | (5) | $(6) = \frac{(4)}{(2)} * 100$ | $(7) = \frac{(5)}{(2)} * 100$ |
| Promoter and Promoter Group | E-Voting | 154281537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 6540974 | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 255210229 | 41183413 | 16.14 | 41183409 | 4 | 100.00 | 0.00 |
| | Poll | | 89575113 | 35.10 | 89575113 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 130758526 | 51.24 | 130758522 | 4 | 100.00 | 0.00 |
| Total | | 416032740 | 287140063 | 69.02 | 287140059 | 4 | 100.00 | 0.00 |

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



Umesh P. Maskeri

Certified True Copy
For CENTRUM CAPITAL LIMITED

AS
COMPANY SECRETARY



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

| Resolution 2: (Ordinary) | | | Declaration of final dividend on Equity Shares for the financial year ended March 31, 2017 | | | | | |
|---|----------------|--------------------|--|---|-------------------------|-----------------------|-------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No except to the extent of their shareholding | | | | | |
| 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 | % 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 | 154281537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 6540974 | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 255210229 | 41183413 | 16.14 | 41183409 | 4 | 100.00 | 0.00 |
| | Poll | | 89575113 | 35.10 | 89575113 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 130758526 | 51.24 | 130758522 | 4 | 100.00 | 0.00 |
| Total | | 416032740 | 287140063 | 69.02 | 287140059 | 4 | 100.00 | 0.00 |

UMESH P. MASKERI
COMPANY SECRETARY
304, B. Road, 1st floor, 1st flts.
Plot No. 10, Sector - 27,
Nerul, Mumbai - 400 706.
Navi Mumbai - 400 706.



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Corrected True Copy
For CENTRUM CAPITAL LIMITED

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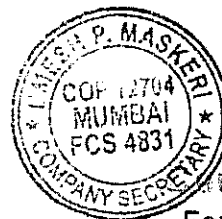
COMPANY SECRETARY



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

| Resolution 3: (Ordinary) | | | Appointment of Mr. Rishad Byramjee (DIN: 00164123) as a Director liable to retire by rotation | | | | | |
|---|----------------|--------------------|---|---|-------------------------|-----------------------|-------------------|------------------------------------|
| 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 | % 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 | 154281537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 6540974 | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 255210229 | 41183413 | 16.14 | 41183409 | 4 | 100.00 | 0.00 |
| | Poll | | 89575113 | 35.10 | 89575113 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 130758526 | 51.24 | 130758522 | 4 | 100.00 | 0.00 |
| Total | | 416032740 | 287140063 | 69.02 | 287140059 | 4 | 100.00 | 0.00 |

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



Umesh P. Maskeri
Verified True Copy
For CENTRUM CAPITAL LIMITED

COMPANY SECRETARY



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

| Resolution 4: (Ordinary) | | | Appointment of of M/s. Haribhakti& Co. LLP, Chartered Accountants, (ICAI FirmRegistration No. 103523W) as the Statutory Auditors 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 | % of Votes against on votes polled |
| | | (1) | (2) | $(3) = \frac{(2)}{(1)} * 100$ | (4) | (5) | $(6) = \frac{(4)}{(2)} * 100$ | $(7) = \frac{(5)}{(2)} * 100$ |
| Promoter and Promoter Group | E-Voting | 154281537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 6540974 | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 255210229 | 41183413 | 16.14 | 41183409 | 4 | 100.00 | 0.00 |
| | Poll | | 89575163 | 35.10 | 89575163 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 130758576 | 51.24 | 130758572 | 4 | 100.00 | 0.00 |
| Total | | 416032740 | 287140113 | 69.02 | 287140109 | 4 | 100.00 | 0.00 |

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



Umesh P. Maskeri

Certified True Copy

For CENTRUM CAPITAL LIMITED

AM

COMPANY SECRETARY



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

| Resolution 5: (Special) | | | Approval for further issue of Shares or Securities | | | | | |
|---|----------------|--------------------|--|---|-------------------------|-----------------------|-------------------|------------------------------------|
| 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 | % 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 | 154281537 | 0 | 0.0000 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 6540974 | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 255210229 | 41183413 | 16.14 | 41183409 | 4 | 100.00 | 0.00 |
| | Poll | | 89575113 | 35.10 | 89575113 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 130758526 | 51.24 | 130758522 | 4 | 100.00 | 0.00 |
| Total | | 416032740 | 287140063 | 69.02 | 287140059 | 4 | 100.00 | 0.00 |

UMESH P. MASKERI
COMPANY SECRETARY
304, Ganeshji Heights,
Plot No. 7, Sector - 27,
Navi Mumbai - 401 706.



Umesh P. Maskeri

Certified True Copy
For CENTRUM CAPITAL LIMITED

COMPANY SECRETARY



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

| Resolution 6: (Special) | | | Approval for CCL - Employee Stock Option Scheme 2017 | | | | | |
|---|----------------|--------------------|--|---|-------------------------|-----------------------|-------------------|------------------------------------|
| 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 | % 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 | 154281537 | 0 | 0.0000 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 6540974 | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 255210229 | 41183413 | 16.14 | 41183109 | 304 | 100.00 | 0.00 |
| | Poll | | 89575163 | 35.10 | 89575113 | 50 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 130758576 | 51.24 | 130758222 | 354 | 100.00 | 0.00 |
| Total | | 416032740 | 287140113 | 69.02 | 287139759 | 354 | 100.00 | 0.00 |

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



Umesh P. Maskeri

Certified True Copy
For CENTRUM CAPITAL LIMITED

AP
COMPANY SECRETARY



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

| Resolution 7: (Special) | | | Approval for grant of options to the employees of the Subsidiary Company(ies) of the Company under CCL – Employee Stock Option Scheme 2017 | | | | | |
|---|----------------|--------------------|--|---|-------------------------|-----------------------|-------------------------------|------------------------------------|
| 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 | % of Votes against on votes polled |
| | | (1) | (2) | $(3) = \frac{(2)}{(1)} * 100$ | (4) | (5) | $(6) = \frac{(4)}{(2)} * 100$ | $(7) = \frac{(5)}{(2)} * 100$ |
| Promoter and Promoter Group | E-Voting | 154281537 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 154281537 | 100.00 | 154281537 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | 6540974 | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 2100000 | 32.10 | 2100000 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 255210229 | 41183413 | 16.14 | 41183109 | 304 | 100.00 | 0.00 |
| | Poll | | 89575163 | 35.10 | 89575113 | 50 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 130758576 | 51.24 | 130758222 | 354 | 100.00 | 0.00 |
| Total | | 416032740 | 287140113 | 69.02 | 287139759 | 354 | 100.00 | 0.00 |

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



Umesh P. Maskeri

Certified True Copy
For CENTRUM CAPITAL LIMITED

AM

COMPANY SECRETARY



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

4. The particulars containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution was submitted to the Company Secretary. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.
5. The electronic data and all other relevant records relating to the remote e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,

Umesh P. Maskeri

UMESH P MASKERI
PRACTICING COMPANY SECRETARY AND SCRUTINIZER
Membership No FCS 4831 Certificate of Practice No 12704

Place: Mumbai
Date: August 31, 2017



Place: Mumbai
Date: August 31, 2017

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

Certified True Copy
For CENTRUM CAPITAL LIMITED

Aakash
COMPANY SECRETARY

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