

## BUSINESS RESPONSIBILITY REPORT

In terms of Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, this Business Responsibility Report of the Company for the Financial Year 2019-20 forms part of the Annual Report.

The Business Responsibility Report of the Company is in line with the principles of National Voluntary Guidelines (NVGs) on Social, Environmental & Economic Responsibilities of Business released by Ministry of Corporate Affairs.

## SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1.	Corporate Identity Number (CIN)	L65990MH1977PLC019986
2.	Name of the Company	Centrum Capital Limited
3.	Registered Address	Bombay Mutual Building, 2nd Floor, Dr. D. N. Road, Fort, Mumbai 400001
4.	Website	www.centrum.co.in
5.	Email Id	cs@centrum.co.in
6.	Financial Year reported	April 01, 2019 – March 31, 2020

- Sector(s) that the Company is engaged in (industrial activity code-wise):  
National Industrial Classification Code: 6499 – Other Financial Service Activity (Investment Banking and Advisory Services).
- Three key products/services that the Company manufactures/provides (as in balance sheet):  
The Company is a SEBI Registered Category 1, Merchant Banker. It is engaged primarily in providing Investment & Advisory Services, including but not limited to as acting as Lead Managers of Public Issues, Private Placements, Loan Syndication, Corporate Debt Restructuring, Mergers and Acquisitions, Corporate Advisory Services, Infrastructure Advisory Solutions and Private Equity (on standalone basis).
- Total number of locations where the Company undertakes business activity:
  - Number of International locations:  
Company's international business operations are carried out by various direct and in-direct subsidiaries overseas, through their offices in three international locations namely Hong Kong, Singapore and Mauritius.

- Number of National Locations:

The Company has its registered and corporate office in Mumbai in the state of Maharashtra. As on March 31, 2020, Indian operations of the Company is carried out through the 1 office/branch of the Company located in Delhi.

- Markets served by the Company:

The Company and its subsidiaries/ associate/ joint venture entity serve in the Indian markets and the international markets (as specified above).

## SECTION B: FINANCIAL DETAILS OF THE COMPANY (STANDALONE OPERATIONS / STANDALONE BASIS)

1. Paid up Capital	₹ 4,160.33 lakhs
2. Total Turnover	₹ 3,167.00 lakhs (including other income)
3. Total Profit after taxes	₹ 2,924.70 lakhs

- Total Spending on Corporate Social Responsibility (CSR) as percentage of Profit after tax (%)

On standalone basis, the Company was not required to have CSR spend in the Financial Year 2019-20 and accordingly, it has not spent any money towards CSR.

However, the subsidiaries of the Company have spent ₹ 44.17 lakh during the Financial Year 2019-2020.

- List of activities in which expenditure in Point No 4 above has been incurred.

The above expenditure was predominately incurred/ spent on livelihood of underprivileged section in accordance with Schedule VII of the Companies Act, 2013 and as approved by the CSR Committee of the respective subsidiary entities.

## SECTION C: OTHER DETAILS

- Does the Company have any Subsidiary Company/ Companies?

Yes.

As at March 31, 2020, the Company has Fourteen (14) Subsidiaries (including stepdown subsidiaries and three (3) overseas direct and indirect subsidiaries), one (1) Associate Company and one (1) Joint Venture.

During the year, the company proposed to seed a business in Dubai International Financial Center, Dubai through a wholly owned subsidiary. However, in the context of worsening economic scenario, the company has shelved the plan for now. Thus in the above counting it is not included.

2. Do the Subsidiary Company/Companies participate in the BR initiatives of the parent Company? If yes, then indicate the number of such subsidiary company(s).

The Company and its Subsidiaries are engaged in financial services. BR Policies / initiatives adopted by the Company are implemented across all Indian and Overseas subsidiaries, subject to compliance of local laws for subsidiaries in overseas territories.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity /entities (Less than 30 %, 30-60%, More than 60%)

No.

#### SECTION D: BR INFORMATION

1. Details of Director/Directors responsible for BR:

- a) Details of the Director/Directors responsible for implementation of the BR policy/policies:

All Corporate Policies including the Policies forming part of Business Responsibility Reporting are engrained in day-to-day business operations of the Company and are implemented by the Management of the Company at all levels. The responsibility for implementation of BR Policies of the Company is ultimately shouldered by Mr. Jaspal Singh Bindra (DIN- 00128320), Executive Chairman of the Company.

- b) Details of the BR head:

Sr.	Particulars	Details
1	DIN Number	00128320
2	Name	Mr. Jaspal Singh Bindra
3	Designation	Executive Chairman
4	Telephone Number	022 4215 9000
5	E mail Id	jaspal.bindra@centrum.co.in

#### Principle-wise (as per NVGs) BR Policy/policies

National Voluntary Guidelines (NVGs) on social, environmental and economic responsibilities of business prescribed by the Ministry of Corporate Affairs advocates the nine principles as detailed below:

- P1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.
- P2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.
- P3: Businesses should promote the well-being of all employees.
- P4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.
- P5: Businesses should respect and promote human rights.
- P6: Business should respect, protect, and make efforts to restore the environment.
- P7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.
- P8: Businesses should support inclusive growth and equitable development.
- P9: Businesses should engage with and provide value to their customers and consumers in a responsible manner. The principle wise responses are given below:

**A. Details of Compliance (Reply in Y/N)**

S. N.	Questions	Business Ethics	Product Responsibility	Employee Wellbeing	Shareholder Engagement	Human Rights	Environment Protection	Public & Regulatory Policy	CSR	Customer relation
		P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a Policy/policies for	Yes	No (Refer note 1)	Yes	Yes	Yes	No (Refer Note 2)	No (Refer Note 3)	Yes	Yes
2	Has the Policy been formulated in consultation with the relevant Stakeholders?	Yes	-	Yes	Yes	Yes	-	Yes	Yes	Yes
3	Does policy conform to any national/ international standards	All the policies are formulated in accordance with the applicable regulatory/ statutory requirements and Industry standards.								
4	Has the policy been approved by the board? If yes has it been signed by MD/ CEO/ appropriate Board Director?	Yes	-	Yes	Yes	Yes	-	-	Yes	Yes
5	Des the Company have a specified committee of the Board/Director/ Official to oversee implementation of the policy?	Yes	-	Yes	Yes	Yes	-	-	Yes	Yes
6	Indicate the link for the policy to be viewed online	Most of the relevant policies are disseminated and uploaded for information of relevant stakeholders and employees, either on the Company's intranet site or on the corporate website of the Company www.centrum.co.in								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes #	-	Yes #	Yes #	Yes #	Yes #	-	-	Yes #
8	Does the Company have in house structure to implement the policy?	All corporate policies including policies forming part of Business Responsibility Reporting are engrained in all day-to-day business operations of the Company and are implemented at all Management levels and monitored by the Executive Chairman from time to time								
9	Does the Company have a grievance redressal mechanism related to the policy to address stakeholders grievances related to the policy?	Yes	-	Yes	Yes	Yes	-	-	Yes	Yes
10	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	All the policies and processes are subject to internal review from time to time.								

# Except the CSR Policy of the Company, all the other policies of the Company are internal documents and are not accessible to the public. These policies have been uploaded on intranet portal of the Company, which is accessible, inter-alia, to all the employees of the Company.

Note 1: The core business area of Centrum Group is to provide financial services. Considering the nature of business of the Company, Principle - 2 may not be strictly applicable. Centrum Group, however, complies with the applicable regulations in respect of its operations.

Note 2: The questions pertaining to Principle 6 are not substantially relevant to Centrum group given that the group operates in financial service sector. Centrum Group along with its employees takes initiatives to reduce consumption of energy and also makes continuous efforts to ensure that there is an optimum utilization of the available resources (like paper, water, etc.) with minimum or no wastage at all.

Note 3: The core business of Centrum Group is to provide financial services and hence Principle 7 has limited applicability.

However, the Company endeavour has to comply with all the applicable rules and regulations with respect to its services. We attempt to be transparent, fair in our advice, and responsive to the customer requirements and feedback.

**B. If answer to the question at Sr. No 1 against any principle, is “No”, please explain why:**

		P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The Company has not understood the principles.									
2	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The Company does not have financial or manpower resources available for the task									
4	It is planned to be done within next six month									
5	It is planned to be done within next one year									
6	Any other reason (Please specify)- Kindly refer to the notes forming part of Table A above		√				√	√		

The Company has adopted various policies/code in relation to Ethics, Bribery and Corruption and the same are applicable to group entities as well.

How many stakeholders' complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

As mentioned in the Corporate Governance Report, no complaints were received from shareholders of the Company during the Financial Year 2019-20. Additionally,

**3. Governance related to BR:**

Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assesses the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year –

Though BR performance is an ongoing process, the Board of Directors/ Committee of the Board assess the same annually.

Does the Company publish a BR or sustainability Report? What is hyperlink for viewing this report? How frequently it is published?

Yes, the BR Report is a part of the Annual Report of the Company and is available on the website of the Company at [www.centrum.co.in](http://www.centrum.co.in)

on an ongoing basis, the complaints/ grievances/ views/ suggestions from viewers and other stakeholders are dealt with by the respective functions within the Company.

**Principle 2:**

Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

The core business area of Centrum Group is to provide financial services. Considering the nature of business of the Company, Principle - 2 may not be strictly applicable. Centrum Group, however, complies with the applicable regulations in respect of its operations.

**SECTION E: PRINCIPLE-WISE PERFORMANCE**

**Principle 1:**

Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/No. Does it extend to the Group/Joint Ventures/ Suppliers/ Contractors/NGOs/ Others?

- List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

Not Applicable

- For each such product, provide the following details in respect of resource use (energy, water, raw materials etc.) per unit of product (optional) including

a) Reduction during sourcing/production/distribution throughout the value chain and b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

Not Applicable

Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably?

Not Applicable

Has Company taken any steps to procure goods and services from local and small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve the capacity and capability of local and small vendors

Not Applicable

Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste. (Separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Not Applicable

**Principle 3:**

Business should promote the well-being of all employees

Details of the Company as at March 31, 2020 are as follows:

Please indicate the total number of employees:

55

Please indicate the total number of employees hired on temporary/ contractual /casual basis:

13

Please indicate the number of permanent women employees:

14

Please indicate number of permanent employees with disabilities:

The Company does not specifically track the number of disabled employees. Centrum is an equal opportunity employer and treats all its employees equally.

Do you have employee association that is recognized by management?

No

What percentage of your permanent employees are members of this recognized employee association?

Not Applicable.

Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending as on the end of the financial year.

There are no Complaints during the Financial year 2019-2020

What percentage of your above-mentioned employees were given safety and skill up-gradation training in the last year?

The Company believes in imparting formal and informal trainings to its employees on a continuous basis. The Company has the practice of imparting awareness programmes for prevention of Sexual Harassment Policy, Fire and Safety training/drills mock fire drills as part of basic fire and safety training to all permanent & contractual employees. Apart from this, the Company organises regular induction training for all new employees covering company policies and employee welfare benefits. In addition, specific skill based enhancement programmes are conducted at all levels and Leadership programmes for middle and senior Management team are regularly conducted at Group Level, covering 25 % of employees.

**Principle 4:**

Businesses should respect interest of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized

Has the Company mapped its internal and external shareholders?

Yes

Out of the above, has the Company identified the disadvantaged, vulnerable and marginalized stakeholders?

Yes

Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof

CSR spends of the Centrum Group are targeted towards long-term sustainable programs that actively contribute to and support the social and economic development of the society.

**Principle 5:**

Business should respect and promote human rights

1. Does the policy of the Company on human rights cover only the Company or extend to the Group/Joint ventures/ suppliers/ contractors/ NGOs/Others?

Centrum Group has adopted various policies i.e. Code of Conduct, Policy against Sexual Harassment, Whistle Blower Policy, etc which ensures that there is no violation of human rights in its conduct.

2. How many stakeholder complaints have been received in the past financial year and what percent the Management satisfactorily resolved?

During the year under review, no complaint has been filed with respect to human rights violation from any stakeholder.

**Principle 6:**

Business should respect, protect, and make efforts to restore the Environment

The questions pertaining to Principle 6 are not substantially relevant to Centrum group given that the group operates in financial service sector. Centrum Group along with its employees takes initiatives to reduce consumption of energy and also makes continuous efforts to ensure that there is an optimum utilization of the available resources (like paper, water, etc.) with minimum or no wastage at all.

1. Does the policy related to principle 6 cover only the Company or extend to the Group/Joint ventures/ suppliers/ contractors/ NGOS/ Others?

Not Applicable

2. Does the Company have strategies/initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.

Not Applicable

3. Does the company identify and assess potential environmental risks? Y/N

Not Applicable

4. Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

Not Applicable

5. Has Company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy etc? Y/N. If yes, please give hyperlink to web page etc.

Not Applicable

6. Are the Emissions/Waste generated by the Company within permissible limits given by CPCB/SPCB for the financial year being reported?

Not Applicable

7. Number of show cause/legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as of end of financial year.

Not Applicable

**Principle 7:**

Business, when engaged in influencing public and regulatory policy, should do so in a responsible manner

The core business of Centrum Group is to provide financial services and hence Principle 7 has limited applicability.

1. Is your Company a member of any trade and chambers or association? If yes, name only those major ones that your business deals with.

Not Applicable

2. Have you advocated/lobbied through above associations for advancement or improvement of public good? Yes/No; If yes, specify the broad areas

Not Applicable

**Principle 8:**

Businesses should support inclusive growth and equitable development

1. Does the Company have specified programmes/ initiatives/ projects in pursuit of the policy related to Principle 8?

Yes.

Through Centrum Foundation and CSR activities/ initiatives, we primarily work on three areas (currently):

- a) Women Empowerment and gender Equality
- b) Education at elementary and early childhood stage
- c) Livelihood initiatives.

CSR activities / programmes supports inclusive growth and equitable development. Through our businesses, we also cater to financing needs of low and middle-income groups for affordable housing, micro finance and small business loans.

2. Are the programmes/ projects undertaken through in-house team/own foundation/ external NGO/government structures/any other organisation?

To facilitate identifying long-term CSR projects and monitoring implementation, the CSR Committee of the Company has been reconstituted which has assigned the responsibility to identify and monitor CSR spends to a focused team within the Company. Further, the programmes/ projects are also undertaken through Centrum Foundation.

3. Have you done any impact assessment of your initiative?

Yes, the Company continuously monitors and assesses the impact of its CSR initiatives.

4. What is Company's direct contribution to community development projects-Amount in INR and the details of the projects undertaken?

Please refer to the Annexure H forming part of the Directors Report.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community?

At Centrum, we have always believed that, in addition to managing and growing our businesses by efficiently servicing clients with the highest standards of transparency and corporate governance, we should contribute to the betterment of society by bringing positive changes into the lives of those in need. The Centrum Foundation, undertakes a number of initiatives to improve the lives of our fellow citizens. FY 2019 - 2020 was a year of significant achievements, both in terms of activities executed, and people impacted positively.

### COVID-19 Support

The impact of the global COVID-19 pandemic, particularly on the weaker sections of society in India is agonisingly painful. At Centrum Foundation, we have never felt a more pressing need to support this vulnerable section with basic food and nutrition during these difficult days. Through our "Feed the Needy" program, Centrum Foundation provided nutritious meals and food grains and other essentials to migrant workers and under-privileged people across 6 states in India.

### Feed the Needy

Under the Foundation's "Feed The Needy" program, we continue to provide meals to cancer patients and their attendants coming from all over the country for treatment to Tata Memorial Hospital, Mumbai and residing in four shelter homes in Chembur and Khargar.

### Supporting Healthcare at Public Hospitals

Under our Health program, besides providing medical and financial assistance to deserving people, we work with the Paediatric Department of Sion Hospital, which conducts free OPD services every Thursday afternoon for children with pulmonary complaints, particularly, asthmatic conditions requiring long-term treatment. Centrum Foundation provides free medicines and devices to the children, who predominantly reside in the slums around the hospital.

### Principle 9:

Business should engage with and provide value to their customers and consumers in a responsible manner

1. What percentage of customer complaints/ consumer cases are pending as on the end of financial year?

The Company in their normal course of business resolve / reply to the customer grievances within the given timelines.

The Company does not have any customer complaints which are pending as on March 31, 2020.

2. Does the Company display product information on the product label, over and above what is mandated as per local laws?

Since the Company is not in a manufacturing entity, the above question is not applicable. However, all necessary disclosure requirements relating to the services offered by the Company are complied with.

3. Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and or anti-competitive behavior during the last five years and pending as of end of financial year?

None

4. Did your Company carry out any consumer survey/ consumer satisfaction trends?

The Company has not carried out any formal consumer survey to map customer satisfaction. However, the Group always puts the interests of its clients before its own interest. The Group understands its client's needs, seek new opportunities for them, address them and deliver unique solutions as per their expectations. The Group promotes its services in ways that do not mislead its clients.