

Dated: May 06, 2019

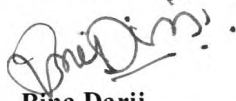
To,
The Manager (Listing)
The BSE Limited,
BSE SME Platform
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Sub: Postal Ballot Notice
Ref: CRP Risk Management Limited (Scrip Code: 540903)

Pursuant to Regulation 30 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a copy of notice of Postal Ballot along with explanatory Statement and Postal Ballot form.

You are requested to take the same on your record.

Yours faithfully,
For CRP Risk Management Limited



Bina Darji
Company Secretary & Compliance Officer





POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and other applicable laws and regulations, that the resolution set-out below are proposed to be passed by members by way of Postal Ballot/e-voting. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out all the material facts pertaining to the resolution and a Postal Ballot Form is annexed to the notice for your consideration.

The Board of Directors of your Company at the meeting held on 03rd May, 2019 have appointed M/s. Niyati Mehta & Associates (CP No.16159), as a Scrutinizer for Conducting the Postal Ballot and e-voting process in a fair and transparent manner.

In Compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, provisions of Section 108 and 110 of the Companies Act, 2013 read with the Rules made thereunder, the Company is pleased to provide e-voting facility to the Members to enable them to cast their votes electronically. Members holding shares either in physical form or in dematerialized form, as on cut-off date i.e. 03rd May, 2019 may cast their vote electronically on the business as set out in the Notice of the Postal Ballot through electronic voting system of Central Depository Services (India) Limited. ('CDSL').

Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the said Form duly completed in the attached self-addressed Business Reply Envelope, so as to reach the Scrutinizer not later than 5.00 p.m. on 05th June, 2019. The Ballot Form received after the said date will be treated as not received as per Rule 22(12) of the Companies (Management and Administration) Rules, 2014.

The Scrutinizer will submit her Report to the Chairman or any other Director of the Company after completion of the scrutiny of the voting by postal Ballot and e-voting. The result of Postal Ballot and e-voting shall be declared and notified by the Chairman or any other Director authorized by Chairman on her behalf, on 07th June, 2019 at 4.00 p.m. at the Registered Office of the Company situated at B-208-209 Classique Centre, Off Mahakali Caves, Andheri (East), Mumbai – 400 093, Maharashtra, India. The declared Results, along with the Scrutinizer's Report, will be available on the Company's website www.crp.co.in under the section 'Investors' and will also be forwarded to the Stock Exchange where the Company's shares are listed. Central Depository Services (India) Limited ('CDSL'), engaged by the Board of Directors of the Company for facilitating e-voting, will also display these Results on its website www.evotingindia.com

SPECIAL BUSINESS:

Item No. 1:

Approval for Change of Name of the Company from "CRP Risk Management Limited" to "Patrona Risk Solutions Limited" and Consequential alteration to Memorandum of Association and Articles of Association of Company

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 4, 5, 13, 14 and all other applicable provisions, if any, of the Companies Act, 2013, read with applicable Rules and Regulations framed there under (including any statutory modification (s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), any other applicable law(s), regulation(s), guideline(s), the provisions of the Memorandum of and Articles of Association of the Company and the uniform listing agreement entered by the Company with BSE Limited (the

“Stock Exchange”) and subject to the approvals, consents, sanctions and permissions of the Central Government / Stock Exchange/ appropriate regulatory and statutory authorities/departments as may be necessary, consent of the members of the Company be and is hereby accorded for changing the name of the Company from “**CRP Risk Management Limited**” to “**Patrona Risk Solutions Limited**”.

RESOLVED FURTHER THAT Clause I (Name Clause) of the Memorandum of Association of the Company be altered so as to read as under:

I. The Name of the Company is “**Patrona Risk Solutions Limited**”.

RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation consequent upon change of name, the old name, i.e. “**CRP Risk Management Limited**” be substituted with the new name i.e “**Patrona Risk Solutions Limited**” in the Memorandum and Articles of Association of the Company and be deemed substituted in all other necessary documents of the Company and at all other places wherever appearing.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be required or deemed necessary or incidental thereto including signing and filing all the e-forms and other documents with the statutory authorities, and to execute all such deeds, documents drafts, amendments, agreements and writings as may be necessary for and on behalf of the Company including appointing attorneys or authorized representatives under appropriate Letter(s) of Authority to appear before the office of the Registrar of Companies (ROC) and to settle and finalise all issues that may arise in this regard in order to give effect to the above mentioned resolution and to delegate all or any of the powers conferred herein as they may deem fit.”

**By Order of the Board of Directors
For CRP Risk Management Limited**

Date: 03rd May, 2019

Place: Mumbai

**Mr. Sayyed Mohammed Raza
Managing Director
DIN:02497549**

Registered Office:

B - 208,209 Classique Centre,
Off Mahakali Caves, Andheri (East),
Mumbai-400093

Notes:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 setting out all material facts and reasons for aforesaid special business is annexed hereto.
2. The Notice of the Postal Ballot alongwith the Postal Ballot Form and self-addressed Business Reply Envelope is being sent to all the members, whose e-mail Ids are not registered but whose names appear in the Register of Members/Beneficial Owners as per details furnished by the Depositories as on 03rd May, 2019. The members, who have registered their e-mail IDs for receipt of documents in electronic mode, will receive notice by e-mail unless any member has requested for physical copy of the same. Voting rights shall be reckoned in proportion to the paid up equity shares registered in the name of the Members as on 03rd May, 2019 (Cut-off date).
3. The Postal Ballot notice is uploaded on the website of the company i.e. www.crp.co.in and on the website of CDSL i.e. www.evotingindia.com.
4. In compliance with the provisions of Section 108 and 110 of the Companies Act, 2013 and Rules framed thereunder and also Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the Members, the facility to exercise their rights to vote by electronic means through e-voting facilities provided by CDSL.

5. Kindly note that the members can opt for only one mode of voting i.e. either by physical ballot or e-voting. If the members opt for e-voting, then they should not vote by physical ballot and vice-e-versa. However, in case members cast their vote by physical ballot and e-voting, then voting done through e-voting shall prevail and voting done by physical ballot will be treated as invalid.
6. A Member cannot exercise his/her vote by proxy on a Postal Ballot.
7. All documents referred to in this Postal Ballot Notice and Explanatory Statement setting-out the material facts are available for inspection of the Members at the Registered Office of the Company during office hours on all the working days from the date of dispatch until the last date of receipt of votes by postal ballot/e-voting.
8. Resolution if approved by the requisite majority by the Members through Postal Ballot as provided under the relevant provisions of Companies Act, 2013 shall be deemed to have been passed on 05th June, 2019 as if it has been passed at General Meeting of the Members.
9. A member may seek duplicate Postal Ballot notice and Postal Ballot form from the Company by writing to compliance@crp.co.in

The instructions for shareholders voting electronically are as under:

- i. The voting period begins on 07th May, 2019 at 9.00 a.m. and ends on 05th June, 2019 at 5.00 p.m. During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iii. Click on Shareholders.
- iv. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

OR Date of Birth (DOB)	<ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).
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- viii. After entering these details appropriately, click on “SUBMIT” tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant Company i.e. CRP Risk Management Limited on which you choose to vote.
- xii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Windows and Apple smart phones. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xix. **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No.1

The Board of Directors of the Company in its meeting held on 03rd May, 2019 has approved the change of name of the Company from “CRP Risk Management Limited” to “Patrona Risk Solutions Limited” pursuant to the name availability certificate issued by Ministry of Corporate Affairs dated 26th April, 2019. The word Patrona stands for protectress in latin, protectress means protector. As the Company is providing services of risk management, Board considered the same as an auspicious name for the company. The Directors believe that the change in the name of the Company which is being undertaken as part of corporate rebranding would change the corporate image of an Company and make the name of the Company simple, sharp and focused.

The proposed name change will be effected on obtaining requisite approval from BSE Limited where equity shares of your Company are listed and on complying with applicable provisions of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The Companies Act, 2013 requires the Company to obtain the approval of members for change of name by way of Special Resolution. The Board of Directors in their meeting held on 03rd May, 2019 had approved the change in name of the Company subject to the approval of members of the Company. In view of the same, the Board of Directors had authorised Company Secretary and/or Directors of the Company to take all steps to implement the decision of change of name of the Company, , including finalising the notice of Postal Ballot to be sent to the members for obtaining their approval and to do all other acts & deeds to comply with the requirements prescribed. The Directors considered the proposed Special Resolution in the interest of the Company and recommended the Special Resolution as set out in the notice, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 for your approval by way of Postal Ballot, either through Physical Postal Ballot or through e-voting process, as the case may be.

None of the directors or the Key Managerial persons of your company and their relatives are concerned or interested financially or otherwise in this resolution.

The Board recommends this Special Resolution for your approval.

**By Order of the Board of Directors
For CRP Risk Management Limited**

Date: 03rd May, 2019

Place: Mumbai

**Mr. Sayyed Mohammed Raza
Managing Director
DIN:02497549**

Registered Office:

B - 208,209 Classique Centre,
Off Mahakali Caves, Andheri (East),
Mumbai-400093



CRP Risk Management Limited

CIN: L72100MH2000PLC124689

Registered Office: B - 208,209 Classique Centre, Off Mahakali Caves, Andheri (East), Mumbai-400093

Tel No.: +91 22 4211 6000; Fax No.: +91 22 4211 6040

Email ID: compliance@crp.co.in, Web: www.crp.co.in

POSTAL BALLOT FORM

1.	Name and Registered Address of the sole-first named shareholder	
2.	Name(s) of the Joint Shareholder(s)	
3.	Registered Folio no./ DP ID*/Client ID* (*applicable to investors holding shares in dematerialized form)	
4.	No. of Share(s) held	
5.	I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through Postal Ballot for the business stated in the Notice dated 03 rd May, 2019 by sending my/our assent or dissent to the said Resolution by placing (✓) mark at the appropriate box below:	

Description of the Resolution	No. of shares	I/We assent to the Resolution (For)	I/We dissent to the Resolution (Against)
Special Resolution for Change of Name of the Company from "CRP Risk Management Limited" to "Patrona Risk Solutions Limited".			

Place:

Date:

(Signature)

Note: Please read instructions printed overleaf carefully before exercising your vote through ballot or e-voting. Also refer the procedure and instructions for e-voting given in the Postal Ballot noticesent along with this form.

Instructions:

1. This postal ballot form is provided for the benefit of Members who do not have access to e-voting facility.
2. For detailed instruction on e-voting, please refer to the notes appended to the Postal Ballot Notice which is being sent herewith to the members whose names appear in the Register of Members as on close of business hours on 03rd May, 2019. The Postal Ballot notice has also been placed on the Company's website viz. www.crp.co.in and on the website of CDSL viz. www.evotingindia.com
3. A member desiring to vote by Postal Ballot should fill and sign this Postal Ballot Form as per the specimen signature registered with the Company and send it to the Scrutinizer in the attached self addressed Business reply envelop. Postage will be borne and paid by the Company. However, envelope containing Postal Ballot forms, if sent by Courier / deposited in person at the expenses of the registered member will also be accepted.
4. In case of joint holding, the form should be signed by the first named member and in his/her absence, by next named member.
5. The votes should be cast either in favour or against the resolution by putting a tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing tick (✓) in both the column shall render the form invalid.
6. The voting rights of members shall be in proportion of the share(s) held by them in the paid up equity share capital of the company as on 03rd May, 2019.
7. Duly completed Postal Ballot Forms should reach the scrutinizer not later than 5.00 p.m. on 05th day, June, 2019. All the ballot forms received after the date will be treated as if the reply from such member has not been received.
8. In respect of shares held by Corporate and Institutional shareholders (Companies, Trusts, Societies etc.) the completed Postal Ballot Form should be accompanied by a certified copy of relevant Board resolution / appropriate authorization, with specimen signature(s) of the authorized signatory(ies) duly attested.
9. Unsigned or incomplete or incorrectly filled postal ballot forms will be rejected.
10. Members are requested not to send any other matter/document along with the Postal Ballot Form in enclosed self-addressed envelope. The Scrutinizer would destroy any extraneous paper found in such envelope.
11. A member may request for duplicate Postal Ballot form, if so required. However, duly filled in duplicate form should reach the Scrutinizer not later than the date and time specified above in point no.7.