

Date: 22nd October, 2018

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

Dear Sir/Madam,

Sub: Minutes of the Proceeding of 18th Annual General Meeting held on 27th September, 2018

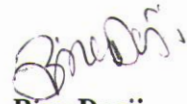
Ref: CRP Risk Management Limited. Code No. 540903

With reference to the captioned subject, we hereby enclose a copy of the Minutes of the proceeding of the said 18th Annual General Meeting held on 27th September, 2018.

This is for your information and record.

Thanking You,

For CRP Risk Management Limited



Bina Darji
Company Secretary



HELD AT _____

ON _____

TIME _____

MINUTES OF THE 18TH ANNUAL GENERAL MEETING OF THE MEMBERS OF CRP RISK MANAGEMENT LIMITED HELD ON THURSDAY, 27TH SEPTEMBER, 2018 AT 03.00 P.M. AT 'TUNGA INTERNATIONAL, 6TH FLOOR, MIDC, ANDHERI (EAST), MUMBAI – 400093.

PRESENT:

1. Mr. Hitesh Asrani : Chairman of the Meeting
Executive Director and Chief Financial Officer
Also, Chairman of the Corporate Social Responsibility Committee and;
Member of the Company
2. Mr. Mohammed Raza Sayyed : Managing Director
Also, Chairman of the Risk Management Committee; and
Member of the Company
3. Mr. Surendra Hegde : Independent Director
4. Ms. Bina Darji : Company Secretary

1. Mr. L.T. Jadav, Audit Partner of M/s. L. T. Jadav & Co., Chartered Accountants, Statutory Auditors of the Company and Mrs. Niyati Mehta, Secretarial Auditors of the Company were present by invitation.
2. 6 members were present in Person. Company had not received any proxy request.
3. At 03:00 p.m. Board of Directors, took their respective seats for the Meeting.
4. The Company Secretary welcomed the members present in the 18th Annual General Meeting. Since the requisite quorum for the meeting was present, with permission of the Chair, the meeting was called to order.
5. Member of the Board of Directors and Invitees present were then introduced to the members of the Company. It was further informed to the members that Mrs. Nisha Asrani, Chairperson of the Company was not able to attend the meeting due to her health issue and with the permission of the members, Leave of absence was granted

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to Mrs.Nisha Asrani and Mrs.Supriya Bhojane, Independent Director of the Company had expressed her inability to attend the meeting due to her unplanned travel commitments and with the permission of the members, Leave of absence was granted to Mrs.Supriya Bhojane.

6. The Directors present at the meeting has elected Mr. Hitesh Asrani, as the Chairman of the Meeting. Accordingly, Mr. Hitesh Asrani took chair of the meeting.
7. The Statutory registers and records were placed before the meeting for inspection.
8. It was informed to the Members that Company had not received any proxy until the 48 (forty eighty) hours before the commencement of the Annual General meeting. The Company had not received any representation under section 113 of the Companies Act, 2013.
9. The Members were further informed that pursuant to the applicable provisions of the Companies Act, 2013 and regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility of remote e-voting to the shareholders to enable them to cast their votes electronically. The remote e-voting was kept open from Monday, 24th September, 2018 to Wednesday, 26th September, 2018. However, for the Members who were attending the meeting and who have not availed the remote e-voting facility, the arrangement was made for voting through ballot form at the venue of the meeting. Mrs. Niyati Mehta, Practicing Company Secretary was appointed as the Scrutinizer to conduct the voting process in fair and transparent manner.
10. It was announced that the consolidated result of remote e-voting and voting at the venue of the meeting would be announced and displayed on the website of the Company on 29th September, 2018. Said results would further be simultaneously forwarded to the BSE Limited (BSE) and Central Depository Services (India) Limited (CDSL).

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11. The Scrutinizer was then requested to show empty Ballot Box to the members after which, the Ballot Box was made available for voting.
12. With the consent of the Members present, the Notice convening the meeting, the report of the Board of Directors and Audited accounts for the F.Y. ended 31st March, 2018 were taken as read.
13. Members were informed that Auditors' report on the Annual Financial Statements of the Company for the F.Y. ended 31st March, 2018 did not contain any qualifications or observations which has adverse effect on the functioning of the Company. Hence, Auditors report was not required to be read.
14. At this point, Mr. Hitesh Asrani, Chairman, addressed the Members of the Company. In his Speech, he acknowledged the support and contribution received from the members, investors, professionals and employees in the resounding success of IPO of the Company. He also appreciated investors' belief in the young Company and assured the Members about becoming one of the fastest growing Risk Management Companies in India.
15. After the Chairman's Speech, Mr. Sayyed Mohammed Raza, Managing Director addressed the Members. He greeted the Members of the Company in the first Annual General Meeting after IPO. He also expressed his gratitude to the Members for their confidence and support in the growth of the Company. He then took the Members through the key highlights of the Company by his presentation.
16. The Chairman then took up the official business of the meeting.
- a. **Adoption of Audited financial statements and Reports for the F.Y. ended 31st March, 2018.**
- With consent of the Members, the Chairman took up the first item of agenda as set out as item no.1 of the notice convening the AGM pertaining to adoption of Audited Financial statements for the F.Y. ended 31st March, 2018 along with the reports of Board of Directors and Auditors thereon, which read as follows:



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“RESOLVED THAT the Audited Balance Sheet as on 31st March, 2018 and the statement of Profit and Loss for the year ended on that date as placed before the meeting along with Boards’ Report and Auditor’s Report thereon be received, considered and adopted.”

- b. The Chairman then put the resolution to vote. Mr. Parmanand Asrani proposed and Mrs. Nikita Haresh Gangaramani seconded the resolution.
- c. At this point, Chairman requested members to come with their queries or observations if any,
- d. As no queries were raised by Members, Chairman moved ahead with the next business as set out in the notice of convening the Annual General Meeting.
- e. Chairman informed the members that he is interested in the Next resolution and requested to Managing director took the chair and proceed with the resolution,
- f. **Re-appointment of Mr. Hitesh Asrani, (DIN:00561701) who retires by rotation**

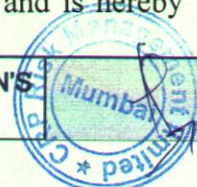
The Chairman then requested Company secretary to read out the resolution pertaining to re-appointment of Mr. Hitesh Asrani, (DIN: 00561701), who retires by rotation at this AGM and is eligible for re-appointment set out as item no.2 in the notice. The Company Secretary then read out the resolution which read as follows:

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013, Mr. Hitesh Asrani, (DIN: 00561701), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company.”

- g. The Chairman then put the resolution to vote. Mrs. Anjali Prashant Gorde proposed and Mrs. Supriya Ganorkar seconded the resolution.
- h. Again Managing Director hand over the Chair Back to Mr.Hitesh Asrani.
- i. **Appointment of M/s. B. M. Parekh & Co., as Statutory Auditors**
- j. Then Chairman requested members to ratify the appointment of M/s. L. T. Jadav & Co. Chartered Accountants as Statutory Auditors of the Company as mentioned in item no.3 of the Notice and requested Company Secretary to read out the resolution in this regard.

Company Secretary read out the resolution as follows:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory amendment(s) or re-enactment thereof for the time being in force, the appointment of M/s. L. T. Jadav & Co., Chartered Accountants (Firm Registration No.118218W), who was appointed as the Statutory Auditors of the Company to hold office from the conclusion of 17th Annual General Meeting until the conclusion of the 19th Annual General Meeting of the Company at a remuneration and on terms plus out-of-pocket expenses as may be determined by the Board of Directors of the Company, be and is hereby ratified.”



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k. The Chairman then put the resolution to vote. Mrs. Anjali prashant gorde proposed and Mrs. Nikita Hareesh Gangaramani seconded the resolution.

17. As all the resolutions were proposed, Company secretary requested the Members present to exercise their right to vote through Ballot form and submit the same into the Ballot box kept for that purpose.

18. As all the business were transacted, with the permission of the Chair, meeting was declared terminated with the vote of thanks at 04:00 p.m.

Entered on 3rd October, 2018


CHAIRMAN



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**Declaration of Results of remote e-voting and voting through Ballot at the Annual
General Meeting held on 27th September, 2018**

As per the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting and voting through Ballot at the venue of the meeting to enable the Shareholders to cast their votes on the resolutions proposed to be passed in the notice of 18th Annual General Meeting.

The Board of Directors had appointed Mrs. Niyati Mehta, Practicing Company Secretary as the Scrutinizer to conduct the voting process in fair and transparent manner. The Scrutinizer had submitted her report on voting on 28th September, 2018. The consolidated results as per the Scrutinizers report are as follows:

Resolution no.	Particulars	Type of Resolution	% of votes in favour	% of votes against
1.	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2018 along with the Reports of the Board of Directors and Auditors thereon.	Ordinary	100.00	0.00
2.	To appoint a Director in place of Mr. Hitesh Asrani (DIN: 00561701), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	100.00	0.00
3.	To ratify the appointment of M/s. L. T. Jadav & Co., Chartered Accountants (Firm Registration No.118218W), who was appointed as the Statutory Auditors of the Company to hold office from the conclusion of 17 th Annual General Meeting until the conclusion of the 19 th Annual General Meeting of the Company.	Ordinary	100.00	0.00

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Based on the report of the Scrutinizer, all the resolutions as set out in the Notice of 18th Annual General Meeting have been duly approved by the Shareholders with the Requisite Majority.



[Handwritten Signature]
CHAIRMAN



CHAIRMAN'S INITIALS

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Patel

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