



Crayons Advertising Limited

Formerly known as Crayons Advertising Pvt. Ltd.

Regd. & Corporate Office:

NSIC Complex, Maa Anandmayee Marg,

Okhla Ind. Estate-III, New Delhi-110 020

Tel: +91 11 4163 0000

E-mail: del@crayonad.com

www.thecrayonsnetwork.com

CIN: U52109DL1986PLC024711

Date: 28.09.2023

M/s National Stock Exchange of India Ltd.

Exchange Plaza

Plot No. C/1, G Block

Bandra Kurla Complex

Bandra (E), Mumbai-400051

Ph.: 022-26598100-8114

Scrip Code: CRAYONS

Sub: SUBMISSION OF PROCEEDINGS OF 37TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER 28, 2023.

Dear Sir/Ma'am,

This is to inform that the 37th Annual General Meeting ('AGM') of the Members of the Company was held on Thursday, 28th September, 2023 at 12.30 P.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') in accordance with the applicable provisions of the Companies Act, 2013, Circular(s) issued by the Ministry of Corporate Affairs, and the SEBI Listing Regulations, to transact the business as set forth in the Notice dated 5th September, 2023 convening the AGM.

In the above connection, please find enclosed herewith the summary of proceedings of the said AGM in due compliance of Regulation 30 of the SEBI Listing Regulations, as amended from time to time.

This is for your kind information and record please.

Thanking you,

Yours Sincerely,

For Crayons Advertising Limited

For CRAYONS ADVERTISING LIMITED

COMPANY SECRETARY

Gagan Malajan

Compliance Officer



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SUMMARY OF PROCEEDINGS OF THE THIRTY SEVENTH (37TH) ANNUAL GENERAL MEETING OF CRAYONS ADVERTISING LIMITED

The 37th Annual General Meeting ('AGM' or 'Meeting') of the Members of the Company was held on Thursday, the 28th September, 2023, at 12:30 PM (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'), in accordance with the provisions of the Companies Act, 2013 ('Act'), Circular(s) issued by Ministry of Corporate Affairs ('MCA') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

Gagan Mahajan, Company Secretary welcome all the members to this 37th Annual General Meeting of the Company which is being held through video conferencing.

He introduced the Directors and Key Managerial Personnel of the Company who have attended the AGM and also informed that the representative of Auditors and Chairman of the mandatory committees were also present and attended the AGM.

Thereafter, he made aware to the members inter-alia with the following: The meeting was held in compliance with the circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder, without the physical presence of the Members.

He informed the members about the presence of requisite quorum for the meeting and announced that the meeting can be commenced. He also informed to the members that as per the provisions of the Companies Act, 2013, all the necessary documents as required to be kept at the Annual General Meeting were made available electronically on the website of the Company for inspection by the members.

Thereafter he informed that Mr. Shobhit Vasisht (Membership No: 9504, CP No: 21476) Practicing Company Secretary, Proprietor of M/s. Vasisht & Associates, Company Secretaries was appointed to act as a Scrutinizer for the 37th Annual General Meeting of the Company and to handle the E-Voting process in a fair and transparent manner and provide report thereon. The voting result on resolutions will be announced on receipt of consolidated report from him by uploading the same on the websites of the Company, CDSL and stock exchange.

Thereafter he informed that any Members who would like to ask questions to the panelist, may ask your queries via active chat-board during the meeting as no member has registered for speaking during the meeting.

Thereafter he request Mr. Kunal Lalani, Chairman and Managing Director of the Company, to take forward the proceedings of this meeting.

The Chairman welcomed all the members to the 37th Annual General Meeting of the Company and inform that the meeting was arranged through Video conferencing and other audio/Visual means for the members.



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He also addressed the Members and delivered his speech.

Thereafter he invited Mr. Rajat Singhal, Chief Financial Officer of the company to share some financial highlights with the members.

Accordingly, Mr. Rajat Singhal shared financial highlights with the members of the Company.

On conclusion of the speech by CFO, the Chairman of the meeting extended his deepest gratitude to all the members of the company, Board of Directors, loyal customers of the Company, and indispensable team of the Company for their support and faith in the company.

Then he asked Mr. Gagan Mahajan, Company Secretary of the Company to continue the proceedings of the AGM and put forth the resolutions to be considered at this AGM.

With the thanks to the Chairman, Mr. Gagan Mahajan, Company Secretary informed the members that Notice dated September 5, 2023 convening this AGM and a copy of annual report for FY ended March 31, 2023 had already been circulated to the members of the Company electronically. With the permission of members, the Company taken all of them as read. The Secretarial Audit Report for the Financial Year 2022-23 is also attached with the Annual Report. Also, there were no qualifications in the Statutory Auditor's report.

The Company Secretary, thereafter, took up the agenda items to be transacted at the AGM and requested the members to cast their vote. The Company secretary further inform the members that the electronic voting option will remain open for 15 minutes after the conclusion of AGM. The following were the Agenda items:

S. NO.	Business Matters
1.	The Ordinary Resolution set out in Item No.1 in AGM Notice as Ordinary Business, i.e., <u>TO RECEIVE, CONSIDER AND ADOPT THE STANDALONE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH, 2023 INCLUDING AUDITED BALANCE SHEET AS AT 31ST MARCH, 2023 AND THE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON THAT DATE AND THE REPORTS OF THE BOARD OF DIRECTORS ("THE BOARD") AND AUDITORS THEREON</u>
2.	The Ordinary Resolution set out in Item No.1 in AGM Notice as Special Business, i.e., <u>REGULARIZATION OF ADDITIONAL DIRECTOR, MR. SURENDRA PAGARIA (DIN: 02945040) AS DIRECTOR OF THE COMPANY</u>
3.	The Ordinary Resolution set out in Item No.2 in AGM Notice as Special Business, i.e., <u>TO APPOINTMENT MR. VIMI LALANI, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFER HERSELF FOR RE-APPOINTMENT AS DIRECTOR</u>
4.	The Special Resolution set out in Item No.3 in AGM Notice as Special Business, i.e., <u>TO CONSIDER AND APPROVE THE HYPOTHECATIONS OF THE ASSETS UNDER SECTION 180(1)(A) OF THE COMPANIES ACT 2013</u>
5.	The Special Resolution set out in Item No.4 in AGM Notice as Special Business, i.e., <u>TO CONSIDER AND APPROVE THE BORROWING POWERS UNDER SECTION 180(1)(C) OF THE COMPANIES ACT 2013</u>
6.	The Special Resolution set out in Item No.5 in AGM Notice as Special Business, i.e.,



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	<u>TO CONSIDER AND TO APPROVE LOANS, INVESTMENTS OR GUARANTEE OR SECURITY UNDER SECTION 186 OF THE COMPANIES ACT, 2013</u>
7.	The Special Resolution set out in Item No.6 in AGM Notice as Special Business, i.e., <u>TO APPROVAL LOANS, INVESTMENTS OR GUARANTEE OR SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013</u>

There being no speaker presented in the meeting, the Company Secretary moved to Question-and-answer session seeking any clarification pertaining to the aforesaid resolutions. The members raised certain queries which were responded by the Chairman.

The Company Secretary further inform that the electronic voting option will remain open for next 15 min. Members who have not exercised their vote may click the voting button “Cast your vote” which is appearing on the right hand side of your VC meeting screen and vote.

The Company Secretary request the Chairman of the meeting to conclude the meeting.

The Chairman thanked the members for sparing their valuable time for attending the AGM. He also thanked shareholders, Board of Directors, panelists, dedicated employees and clients of the company for their continued commitment to Crayons Advertising Limited.

Thereafter, the Chairman declared the meeting as closed and concluded the meeting at 12:45 PM.