



CRP RISK MANAGEMENT LIMITED

**19th Annual Report
2018-19**

India's First Risk Management Company Listed on BSE

CRP Risk Management Limited

CRP RISK MANAGEMENT LIMITED

CIN: L72100MH2000PLC124689

BOARD OF DIRECTORS AND KMPs

Mrs. Nisha Hitesh Asrani	:	Chairperson
Mr. Sayyed Mohammed Raza	:	Managing Director
Mr. Hitesh Asrani	:	Director(CFO up to 13th November, 2018)
Mr. Surendra Shyam Hegde	:	Independent Director
Mrs. Supriya Ashish Bhojane	:	Independent Director (up to 13th November, 2018)
Mr. Hemant Gada	:	Independent Director (w.e.f. 14th November, 2018)
Ms. Bina Darji	:	Company Secretary (up to 30th July, 2019)
Mr. Chetan Shah	:	Chief Financial Officer (w.e.f. 28th March, 2019)

REGISTERED OFFICE

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

AUDITORS

M/s. B. M. Parekh & Co., Chartered Accountants (Firm Registration No.107448W), Navjivan Society, Bldg. no.3, 2nd floor, Office no. 03, Lamington Road, Mumbai – 400008.

BANKERS

State Bank of India
IFB - Malad

SHARE TRANSFER AGENTS

Skyline Financial Services Pvt. Ltd;
505, A wing, Dattani Plaza, Andheri Kurla Road, Safed pool, Mumbai – 400072.
Tel: 022 28511022

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MD & CEO Message



Dear Shareholders.

The Year 2018-2019 was an year to retrospect, and leverage the strength of the legacy laid out in the past 2 decades.

This year, the economy had slowed down for multiple reasons, and in addition, digitization and artificial intelligence have taken over many industry such as Hotel, Rental Cars, Real estate etc. Amid this transformational phase, we stuck to our strengths and results like being mandated as the primary partner for UTI for their PAN card verifications across India bear testimony to our perseverance.

This was also the last year of the government in existence to show case all their good work done in the last 5 years. The Government of India had initiated many schemes for the benefits of the citizen and it was now the time to review and measure the result achieved so far. CRP had has been working proactively with

various ministries to be part of this the review and measurement process – a number of these efforts are close to fructification. This time next year, you should see CRP partnering with various Government departments for driving major citizen and E-governance projects in the North East.

The strategy for the future is to continue focusing on our strengths of geographical penetration, increasing the thrust on technology by incorporating even more artificial intelligence into our processes and carving our larger opportunities where our core strengths can be deployed with a sharp focus on government and public sector opportunities.

Wishing all us a great future

Sayed Raza
MD & CEO

CRP Risk Management Limited

NOTICE

Notice is hereby given that the Nineteenth (19th) Annual General Meeting (AGM) of CRP Risk Management Limited Will be held on Monday, the 30th day of September, 2019 at 3:00 p.m. at 'Tunga International, 6th Floor, MIDC, Opp. Marol Bus Depot, Andheri (East), Mumbai – 400 093 to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2019 along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Nisha Asrani (DIN: 06399098), who retires by rotation and being eligible, offers herself for re-appointment.
3. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, M/s. B. M. Parekh & Co., Chartered Accountants (Firm Registration No.107448W), be and is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the twenty-fourth AGM of the Company to be held in the year 2023, at such remuneration plus applicable tax, as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

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

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

Registered Office:

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

Date: 31st August, 2019

Place: Mumbai

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote instead of himself and a Proxy need not be a member.
2. The instrument appointing a proxy must be deposited, either in person or through post, with the Company at its Registered Office not less than 48 hours before the time for holding the Meeting. Corporate members intending to send their authorized representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting.
3. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other Member. Proxies submitted on behalf of limited

companies, societies, etc., must be supported by an appropriate resolution/authority as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting.

4. The Register of Members and Transfer Books of the Company will be closed from Tuesday, 24th September, 2019 to Monday, 30th September, 2019 (both days inclusive).
5. Pursuant to sections 101 and 136 of the Companies Act, 2013 read with the Rules framed thereunder, the Notice calling the Annual General Meeting along with the Annual Report 2018-19 would be sent by electronic mode to those Members whose e-mail addresses are registered with the Depository or the Company/RTA, unless the Members have requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies would be sent by the permitted mode.
6. Members are requested to support this Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialized form) or with RTA (in case of Shares held in physical form).
7. All Members are requested to:
 - i. Intimate immediately any change in their address to Company's Registrar and Share Transfer Agent.
 - ii. Send all correspondence relating to transfer and transmission of shares to Registrar of shares to Registrar and Transfer Agent and not to the Company. Quote their Folio No./ Client ID No. in their correspondence with the Registrar and Share Transfer Agent.
 - iii. Send their queries related to accounts and operations of the Company at least 10 days in advance so that the required information can be made available at the meeting.
 - iv. Intimate Registrar and Share Transfer Agent for consolidation of folios, in case having more than one folio.
 - v. Bring their copies of annual report and attendance slip with them at the meeting.
 - vi. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their registered email id, bank detail, mandates, nominations, power of attorney etc. to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in Company's records which will help the Company and its Registrars and Transfer Agents to provide efficient and better service to the Members. Members holding share in physical form, if any; are requested to advice such changes to the Company's Registrar and transfer agents. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares. Members can contact the Company's Registrar & Transfer Agent.
8. M/s. Sawant and Associates (Ms. Prachi Sawant, Practicing Company Secretary (Membership No. ACS 41210) has been appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.
9. In compliance with the provisions of section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited (CDSL) on all resolutions set forth in this Notice, through remote e-voting.

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10. The facility for voting through Ballot shall be made available at the meeting to the Members who have not cast their vote through remote e-voting and are eligible to vote at the Annual General Meeting.
11. However, Members can opt for only one mode of voting i.e. either by ballot at AGM or e-voting. If the members opt for e-voting, then they should not vote by ballot at AGM and vice-e-versa. However, in case members cast their vote by ballot and e-voting, then voting done through e-voting shall prevail and voting done by ballot will be treated as invalid.
12. The instructions for shareholders voting electronically are as under:
 - i. The voting period begins on Friday, 27th September, 2019 at 9.00 a.m. and ends on Sunday, 29th September, 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 i.e Monday, 23rd September, 2019 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 OR Date of Birth (DOB)	<p>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.</p> <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).

- 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

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- 13) The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company, as on the cut-off date.
- 14) The Scrutinizer shall, immediately after the conclusion of the voting at the Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remove e-voting in the presence of at least 2(two) witnesses not in the employment of the Company and submit not later than 48 hours of conclusion of the meeting, a consolidated report of the total votes cast in favour or against if any, to the Chairman of the Company or such other officer authorized by the Chairman.
- 15) The results on resolutions shall be declared within 48 hours of the conclusion of the AGM and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolutions.
- 16) The results of voting along with the Scrutinizer's reports thereon would be available on the website of the Company www.secur.co.in and on the website of www.evoitngindia.com immediately after the declaration of the results and would also be communicated simultaneously to the National Stock Exchange of India Limited.

INFORMATION OF DIRECTOR SEEKING RE-APPOINTMENT AT THE 18TH ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Director	Mrs. Nisha Asrani
Director Identification Number (DIN)	06399098
Designation	Director
Date of Appointment	11th September, 2017
Date of Birth	09th December, 1972
Brief Resume of the Director including nature of expertise in specific functional	Mrs. Nisha Asrani has experience of over 10 years in backend operations.
Relationship between Directors inter-se	Spouse of Mr. Hitesh Asrani
Directorship held in other listed Companies	NIL
Membership/Chairmanships of committees of other public companies (Includes only Audit Committee and Stakeholders Relationship Committee)	NILL
Shareholding in the Company	53,170 Equity Shares

Registered Office:

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

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

Date: 31st August, 2019

Place: Mumbai

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

Route Map to the AGM Venue



BOARD'S REPORT

Dear Shareholders,

Your Directors present their 19th Annual Report together with the Audited financial statements of your Company for the year ended 31st March, 2019

1. FINANCIAL HIGHLIGHTS:

(Amount in Rupees)

PARTICULARS	2018-19	2017-18
Revenue from Operations	82,29,72,517	82,25,26,156
Other income	98,05,479	15,09,812
Total Revenue	83,27,77,996	82,40,35,968
Less:Expenditure	67,88,34,563	69,87,75,374
Profit Before Finance cost, Depreciation and Tax	15,39,43,433	12,52,60,594
Finance cost	2,15,53,431	2,62,51,421
Depreciation	2,59,90,108	1,74,20,568
Profit Before Tax	10,63,99,894	8,15,88,605
Less: Curren Tax	3,81,42,388	2,13,21,128
Less: Deferred Tax	(83,57,356)	11,71,027
Profit After Tax	7,66,14,862	5,90,96,450

2. STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK:

During the year under review, the Company has earned a Profit Before Tax of Rs. 10,63,99,894/- which is against the Profit Before Tax of Rs. 8,15,88,605/- in the previous year. The Net Profit for the year under review has been Rs. 7,66,14,862/- as against the Net Profit of Rs. 5,90,96,450/- during the previous financial year.

Your Directors are continuously looking forward for avenues for future growth of the Company.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There was no change in the nature of the business of the Company during the financial year 2017-18.

4. DIVIDEND:

In the view to conserve resources of the Company, Your Directors have not recommended any dividend for the financial year ended 31st March, 2019.