

27th September, 2018

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

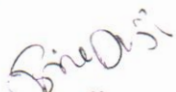
Ref: CRP Risk Management Limited. Code No. 540903

SUB: ANNUAL REPORT 2017-18

Pursuant to regulation 34 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we submit herewith a copy of Annual Report of CRP Risk Management Limited for the F.Y. 2017-18.

You are requested to take the same on your record.

For CRP Risk Management Limited


Bina Darji
Company Secretary



Encl: a/a.

CRP RISK MANAGEMENT LIMITED

**18th Annual Report
2017-18**

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
Mr. Surendra Shyam Hegde	:	Independent Director
Mrs. Supriya Ashish Bhojane	:	Independent Director
Mr. Kushal Jain	:	Company Secretary (up to 09 th November, 2017)
Ms. Bina Darji	:	Company Secretary (w.e.f. 10 th November, 2017)

REGISTERED OFFICE

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

AUDITORS

M/s. L. T. Jadav & Co, Chartered Accountants
(Firm Registration No.118218W),
601, Madhuban, 6th Floor, T.P.S Road,
Borivali West, Mumbai-400092

ADVOCATES

LegalLogic Consulting
602, A wing, Arizona Building, Behind HDFC Bank,
Kopri Colony, Thane (East) – 400603.

Chetan S. Pawar
Office No. 28, 1st Floor,
Ashoka Shopping Centre, L.T. Marg,
Mumbai - 400 001

BANKERS

State Bank of India

SHARE TRANSFER AGENTS

Skyline Financial Services Private Limited;
4A9, Gundecha Onclave, Kherani Road, Sakinaka,
Mumbai – 400072
Tel: 022 28511022

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CHAIRPERSON'S MESSAGE

Dear Shareholders,

It has been a very exciting 6 months for us here at CRP since our investors demonstrated their faith in our vision. The team has been relentlessly laying the building blocks for, what is certainly going to be, glorious future.

Taking the Company public successfully has led to an in-depth internal rehauling. As a result, we have focused very strongly on the fundamentals within each layer of our organisation, leading to a further sharpening of our vision for CRP.

Our vision statement now reads

“To have a CRP officer in all the 19,100 Pin code in India by 2022, To create the happiest and most dependable team who are a pride for their families”.

This was backed by formalising our robust business model that evolved from our inherent strengths, balancing both speed & sustainability.

I take this opportunity to thank each and every investor, partner, customer and stakeholder who has reposed trust in our journey. It is our commitment to build an organisation that will be financially strong, while continuing to keep employment generation as one of our key markers of success.

Your trust in CRP is a responsibility that we take very seriously and we strive to spread wealth, abundance and smiles to every life we come in contact with.

Nisha Asrani
Chairperson

MANAGING DIRECTOR'S MESSAGE

Dear Shareholders,

CRP checks information so clients can make better decisions. We are their first line of defence against deceit. Keeping this mission as our cardinal goal, we have positioned CRP as the pioneer FieldTech™ Company in India. We are creating an enterprise that can pride itself on being experts in Field Management by using the latest and best technological tools.

In line with this, we are earnestly investing time, effort and resources in the two areas that define us –

First is our field of human web which has crossed 550 trained risk officers penetrating India at the remotest district level. This year we aspire to close by taking that number to 2000 on-roll employees.

Second is Technology. CRP INDI, our proprietary web and mobile platform, is fast evolving to be the central engine that drives our operations. The pipeline of tech products which will help our clients navigate the complex legal space, or help large retail portfolios validate information using newer block chain or AI technologies are in their rapid development phase. These are going to be the future growth drivers that will complement our ground strength.

Guided by these two motivations, we are creating an ecosystem that can add immense value to our customers and employees alike.

The business opportunities in the banking sector, currently grappling with NPAs and an urgent need to tighten our credit systems, are fuelling preventive risk and investigation verticals. The insurance industry continues to be another sector that is leaning on our expertise in the underwriting and claims domains. The advent of Ayushman Bharat scheme where the government is planning to insure 50 crore lives is something that we are following very closely because it is a scheme that will require very high degree of risk prevention to keep frauds at bay.

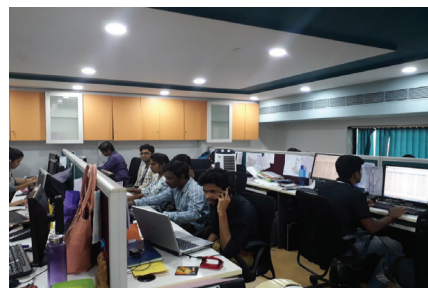
I would like to take this opportunity to thank my team who have stretched themselves daily and strived very hard to ramp up our operations in such a short span to keep up with our fast growing business.

Sayyed Mohammed Raza
Managing Director

CRP RISK MANAGEMENT LIMITED

INTRODUCTION

CRP Risk Management is one of India's leading Risk Management enterprise, the first to be listed on the Bombay Stock Exchange SME. We are a FieldTech™ company. We are experts in Field Management using the latest and best technological tools. CRP has a vast field force spread intelligently all across India that delivers to you a world class field experience. This is driven from an extremely efficient control room, managing over 550 highly trained, on-roll, field operatives who thrive on great service and speed. With clients across Banking, Insurance, IT, ITES, Pharma and more, we understand specific client needs, and offer customized solutions to fulfil these needs.



LEADER SHIP TEAM



Hitesh Asrani
Director & CFO



Sayed Mohammed Raza
Managing Director



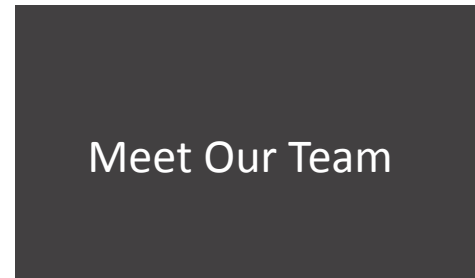
Hemnath Devadiga
Vice President, Head – Operations



Sayed Nahid
Head Of Sales



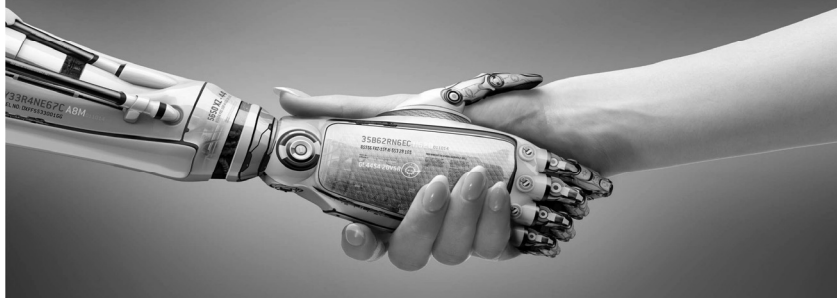
Ansu Singh
National Head of Operations



Meet Our Team

Corporate Mission

CRP verifies information so you can make better decisions.
We are your first line of defense against deceit.



We are a FieldTech™ company. We are experts in Field Management using the latest and best technological tools.

CRP has a vast field force spread intelligently all across India that delivers to you a world class field experience. This is driven from an extremely efficient control room, managing over 550 highly trained, on-roll, field operatives who thrive on great service and speed

CRP AT A GLANCE

- Incorporated in 2000, today an organization of over **650 employees**
- **Extensive client base** across banking, insurance & BGC companies
- Operational field **delivery across every pin code of India**
- ISO 9001:2008 and ISO 27001:2005 **certified for 4 consecutive years**
- In 2018, selected as the **pioneer verifier partner by CDSL** for their • National Academic Depository [NAD] initiative





Our Strengths

Path-breaking Technology

CRP INDI- Web & App

- All your checks are backed with audit trails
- Geo tagging, digital signatures, picture & Audio Upload, real time case MIS



Our Strengths

Process & Certifications

We are ISO 9001- 2015 and ISO 27001:2013 certified

We have globally accepted best practices

Robust process adherence is a non-negotiable tenet

NOTICE

Notice is hereby given that the **Eighteenth (18th) Annual General Meeting (AGM) of CRP Risk Management Limited** (“the Company”) will be held on Thursday, the 27th day of September, 2018 at 3:00 p.m. at 06th Floor, Tunga International, 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, 2018 along with the Reports of the Board of Directors and Auditors thereon.
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.
3. To ratify the appointment of Auditors of the Company, in this regard to consider and if thought fit, to pass 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 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.”

**For and on behalf of the Board of Directors
CRP Risk Management Limited**

Registered Office:

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

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

Date: 28th August, 2018

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 Saturday, 22nd September, 2018 to Thursday, 27th September, 2018 (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 2017-18 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).

CRP RISK MANAGEMENT LIMITED

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 advise 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. Mrs. Niyati Mehta, Practicing Company Secretary (Membership No.: ACS.30507) has been appointed as the Scrutiniser to scrutinise 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.
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-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 Monday, 24th September, 2018 at 9.00 a.m. and ends on Wednesday, 26th September, 2018 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 Friday, 21st September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

The shareholders should log on to the e-voting website www.evotingindia.com.
 - ii. Click on Shareholders.
 - iii. 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.
 - iv. Next enter the Image Verification as displayed and Click on Login.

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.

- v. 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).

- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. 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.
- viii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant Company i.e. CRP Risk Management Limited on which you choose to vote.
- x. 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.
- xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii. 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.
- xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv. 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.
- xvi. 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.
- xvii. **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.

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

CRP RISK MANAGEMENT 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	Mr. Hitesh Asrani
Director Identification Number (DIN)	00561701
Designation	Director & CFO
Date of Appointment	06 th March, 2000
Date of Birth	24 th January, 1970
Brief Resume of the Director including nature of expertise in specific functional areas	Mr. Hitesh Asrani, holds a Master's degree in Business Administration (marketing) from Newport University, California. He also holds a Bachelor's degree in commerce from Mumbai University. He has experience of over 21 years in business planning, execution, Background verification check and risk management in operations. He is responsible for strategic planning and business growth of our Company. He vitally contributes to crucial matters pertaining to leadership, talent retention and other internal business decisions of our Company. He has been on our Board since the incorporation of our Company.
Relationship between Directors inter-se	Spouse of Mrs. Nisha Asrani, Director
Directorship held in other listed Companies	NIL
Membership/Chairmanships of committees of other public companies (Includes only Audit Committee and Stakeholders Relationship Committee)	NIL
Shareholding in the Company	1,13,32,040 Equity Shares (64.81%)

**For and on behalf of the Board of Directors
CRP Risk Management Limited**

Registered Office:

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

Date: 28th August, 2018

Place: Mumbai

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

Route Map to the AGM Venue



CRP RISK MANAGEMENT LIMITED

BOARD'S REPORT

Dear Shareholders,

Your Directors present their 18th Annual Report together with the Audited financial statements of your Company for the year ended 31st March, 2018.

1. FINANCIAL HIGHLIGHTS:

(Amount in Rupees)

PARTICULARS	2017-18	2016-17
Revenue from Operations	82,25,26,156	81,02,03,802
Other income	15,09,812	1,09,16,273
Total Revenue	82,40,35,968	82,11,20,075
Less: Expenditure	69,87,75,374	69,49,70,837
Profit Before Finance cost, Depreciation and Tax	12,52,60,594	12,61,49,238
Finance cost	2,62,51,421	3,84,58,185
Depreciation	1,74,20,568	1,69,49,190
Profit Before Tax	8,15,88,606	7,07,41,862
Less: Current Tax	2,13,21,128	1,32,97,691
Less: Deferred Tax	11,71,027	69,40,156
Profit After Tax	5,90,96,451	5,05,04,015

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

During the year under review, the Company has earned a Profit Before Tax of Rs. 8,15,88,606/- as against the Profit Before Tax of Rs. 7,07,41,862/- in the previous year. The Net Profit for the year under review is Rs. 5,90,96,451/- as against the Net Profit of Rs. 5,05,04,015/- during the previous financial year.

Your Directors are continuously looking forward for avenues and optimistic future growth of the Company. Further the details of future outlook has been provided in Management discussion and Analysis.

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. However the Company has altered the object clause of the Memorandum of Association of the Company by passing special resolution by requisite majority of the members through postal ballot and shall be deemed to have been passed on 03rd July, 2018, for expansion of its business activities which can be advantageously combined with the existing business of the Company

4. DIVIDEND:

In order to conserve resources of the Company, Your Directors have not recommended any dividend for the financial year ended 31st March, 2018.

5. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, of your Company state that –

- in the preparation of the accounts the applicable accounting standards have been followed along with proper explanations relating to material departure(s), if any;
- the Directors have selected appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that year;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts have been prepared on a going concern basis;
- the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

6. MANAGEMENT DISCUSSION AND ANALYSIS:

To avoid duplication between Board's Report and the Management Discussion and Analysis, your Directors have presented a composite report.

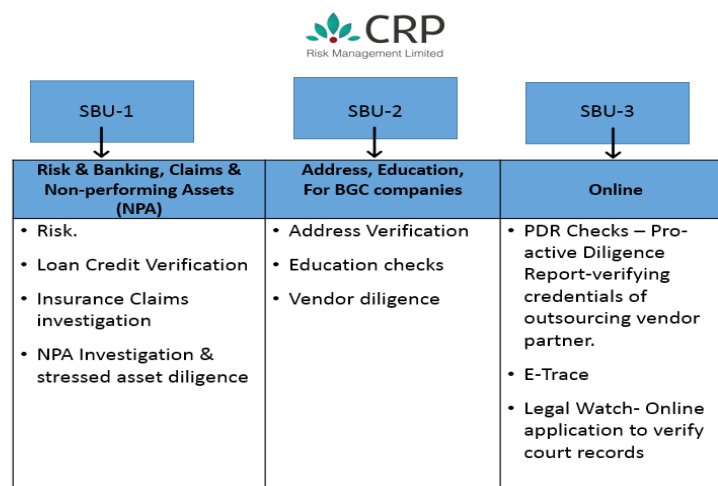
Business Overview :-

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Our best-in-class proprietary technology and benchmarked information security practices validated with our ISO 27001:2013 certification ensures that your objectives are efficiently met. This also enables us to manage high volumes seamlessly. Technology, process engineering and innovation have always been the strongest business drivers which have led to CRP taking a leadership position in our industry.

We understand India best– with an operational delivery model that covers every pin code in India, we pride ourselves for delivering the most aggressive TATs, strong audit trails & quick response times for your portfolio.

We have re-structured our service business into three strategic business units while the fourth, our CVD division continues as earlier:



Within the SBU 1, our service spread consists of

Banking & Financial Institutions	Life Insurance	Non- Life Insurance [Motor & Health]
<ul style="list-style-type: none"> • Credit verifications • Customer diligence • NPA Investigations • Skip tracing 	<ul style="list-style-type: none"> • Pre-issuance checks • Document collection • Claims investigations 	<ul style="list-style-type: none"> • Pre-issuance checks • Document collection • Claims investigations • Unclaimed refunds

Our Competitive Strengths

- Umbrella Services of Risk Management:
- Delivery of Larger Volumes
- Our process: The delivery of our processes is managed through a combination of high end technology and standardized ISO 9001-2015 and ISO/IEC-27001: 2013 certified processes and globally accepted best practices on various audit process and data security.

CRP RISK MANAGEMENT LIMITED

Our Business Strategy

- Focus on the core sectors of Banking, which is grappling with mounting NPAs, Insurance
- Develop innovative tech based products
- Expansion of our service and geographical offerings
- Industry vertical based focus

Our Products/Services

- Insurance Services.
- Risk profiling
- Field Verification.
- NPA Investigation.
- Proactive diligence
- Veterinary Division (Trading)

Significant developments subsequent to the last financial year:

Except as otherwise stated after the date of last balance sheet i.e. March 31, 2018, the Directors of your Company confirm that, there have not been any significant material developments.

Key factors affecting the results of operation:

Our Company's future results of operations could be affected potentially by the following factors:

Competition:

In this age of competition, we firmly believe that we should always have healthy and stiff competition. This results in delivering the best and in the longer run ensuring long term profits to our clients. But at the same time, one has to be a step forward compared to competition as this helps you to be the leader and enforcing others into your footsteps.

Technology:

We are primarily in the business of providing services through technology-driven media, and we rely on information technology and telecommunications systems and networks and related infrastructure, some of which have been customized and developed internally. As such, our business operations, the quality of our service and our ability to attract and retain customers depend on the efficient and uninterrupted operation, reliability, speed and availability of such systems, networks and infrastructure, both internal and external.

Database Protection:

If third parties, including our current or future competitors, or our employees are able to circumvent our protection measures which are put in place for the protection of our database or systematically copy our content or misappropriate confidential information, our business and reputation would be adversely affected.

Foreign exchange risks:

We are exposed to fluctuations in exchange rates between the US Dollar and the Indian Rupee. Our exchange rate risk primarily arises from our foreign currency revenues, receivables, payables etc. We have revenues in foreign currencies especially US\$. The foreign exchange fluctuation affects the revenues in absolute terms when converted into Indian rupees. To this extent, the revenues will be higher or lower depending on the depreciation or appreciation of Indian Rupee in foreign currency terms.

Regulatory developments:

Our Company is regulated by the Companies Act, 2013 and some of its activities are subject to supervision and regulation by statutory and regulatory authorities. It is therefore subject to changes in Indian law, as well as to changes in regulation and government policies and accounting principles.

7. **SHARE CAPITAL:**

Authorised Share Capital

During the year, your Company has increased authorised share capital vide Ordinary resolutions passed at Extra Ordinary General Meeting held on October 03, 2017 from Rs.14,00,00,000/- (Rupees Fourteen Crores) divided into 1,39,99,000 (One Crores Thirty Nine Lakh Ninety Nine Thousand) Equity Shares of Rs. 10/- each and 1,000 (One Thousand) Preference Shares of Rs. 10/- each to

Rs. 21,00,00,000 (Rupees Twenty One Crores) divided into 2,09,99,000 (Two Crores Nine Lakh Ninety Nine Thousand) Equity Shares of Rs. 10/- each and 1,000 (One Thousand) Preference Shares of Rs. 10/- each by creation of additional 70,00,000 (Seventy Lakh) Equity Shares of Rs. 10/- each ranking pari-passu in all respects with the existing Equity Shares of the Company.

Issued and Paid-Up Share Capital

Bonus Issue

Your Company vide Board resolution dated June 22, 2017 and Shareholders resolution passed at Extra-ordinary Meeting dated July 20, 2017, issued and allotted 65,00,000 Equity shares as bonus to the existing shareholders as on July 20, 2017 in the ratio of 1:1 by capitalizing Rs.6,50,00,000 out of general reserves.

Right Issue

Your Company vide Board resolution dated 15th September, 2017 has issued and offered 4,84,900 equity shares of Rs.10/- (Ten) each at a premium of Rs.20/- (Twenty) for Right issues in one or more tranches to the existing shareholders of your Company in the proportion of 373 new shares for every 10,000 equity shares held as on 15th September, 2017. Details of allotment of shares are as follows;

1. The Company has allotted 66,400 Equity Shares @ Rs.30/- per share which includes a premium of Rs.20/- per share on 06th October, 2017.
2. The Company has allotted 68,000 Equity Shares @ Rs.30/- per share which includes a premium of Rs.20/- per share on 07th October, 2017.
3. The Company has allotted 60,000 Equity Shares @ Rs.30/- per share which includes a premium of Rs.20/- per share on 09th October, 2017.
4. The Company has allotted 2,07,000 Equity Shares @ Rs.30/- per share which includes a premium of Rs.20/- per share on 10th October, 2017.
5. The Company has allotted 83,500 Equity Shares @ Rs.30/- per share which includes a premium of Rs.20/- per share on 12th October, 2017.

Initial Public Offer

Your Directors are pleased to inform you that during the year under review, the Company came out with an Initial Public Issue (IPO) of 51,36,000 Equity Shares of Rs. 10/- each for a cash price of Rs. 60/- per Equity Share (including a share premium of Rs.50/- per Equity Share) which comprise of followings-

1. **Fresh Issue:** Fresh issue of 40,00,000 Equity Shares @ Rs. 60/- which includes a premium of Rs.50/- per share ; and
2. **Offer for sale:** The Company has been authorised by the Shibani Belwalkar (Non-Promoter Selling Shareholder) Vide her Consent letter dated 24th October, 2017 for offer for sale of 11,36,000 equity shares @ Rs. 60/- which includes a premium of Rs.50/- per share.

The Company's Equity Shares got listed on the SME Platform of BSE Limited (BSE) on January 31, 2018.

8. RELATED PARTY TRANSACTION:

All transactions entered by the Company with Related Parties during the financial year 2017-18 as defined under section 2 (76) of the Companies Act, 2013 read with the Companies (Specification of Definitions Details) Rules, 2014 were in the Ordinary Course of Business and were at Arm's Length pricing basis and in accordance with the provisions of the Companies Act, 2013, Rules issued thereunder. The Company paid salary/remuneration to Directors and to relative within the approved limits under the Act .

There were no materially significant transactions with Related Parties during the financial year 2017-18 which were in conflict with the interest of the Company.

Particulars of contracts or arrangements with related parties in the prescribed Form AOC- 2, are provided as **Annexure – 1** to this Report.

9. SUBSIDIARIES

Since the Company does not have any subsidiary company or associate or joint venture as on 31st March, 2018, consolidated financial statements are not required to be prepared.

10. CORPORATE GOVERNANCE:

Your Company is committed and has been complying with principles of Good Corporate Governance. Pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, provisions of Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the said Regulations are not applicable to your Company. Hence, report on Corporate Governance is not annexed along with this Report.

CRP RISK MANAGEMENT LIMITED

11. LOANS, GUARANTEES AND INVESTMENTS:

The Company has not given any loan, Guarantee and made any investment during the year pursuant to Section 186 of the Companies Act, 2013.

12. PUBLIC DEPOSITS:

During the year under review, your Company has not accepted any deposit from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014. The Company has no unclaimed / unpaid matured deposit or interest due thereon.

13. CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information pertaining to conservation of energy, technology absorption, Foreign Exchange Earnings and Outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed herewith as **Annexure-2** to this Report.

14. CORPORATE SOCIAL RESPONSIBILITY:

Inclusive growth and sustainable development are strong pillars of your Company's responsible corporate citizenship and are a part of the core values and driving force for many of its initiatives.

The Company believes that responsible investments in this regard will generate long term value for all the stakeholders. In accordance with requirements of the Companies Act 2013, the Company has a Corporate Social Responsibility Committee comprising of a Mr. Hitesh Asrani, Chairman of the Committee, Mr. Sayyed Mohammed Raza and Mr. Surendra Hegde as members.

The CSR Policy of the Company framed under the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 is available on the Company website link: <http://crp.co.in/wp-content/uploads/2018/07/CSR-POLICY- Board-Approval-date-09.09.2015.pdf>

During the year, the Company contributed Rs.11,05,772/- (Rupees Eleven Lakh Five Thousand Seven hundred and Seventy Two only) towards the CSR activities to the H R Education & Charitable Foundation. The Report on CSR activities during the year under review is annexed herewith as **Annexure – 3** to this report.

15. STATUTORY AUDITORS:

At the Extra-Ordinary General Meeting held on the 15th February, 2017, M/s. L.T. Jadav & Co., Chartered Accountants, were appointed as Statutory Auditor of the Company for a period of 3 years. As required by the Companies Act, 2013 provisions in force, their appointment has to be ratified at each AGM. The Company has received letter from them to the effect that their appointment is within the prescribed limits and confirming that they are eligible for such appointment pursuant to the provisions of Companies Act, 2013 and applicable statutory provisions.

Accordingly, the Audit Committee and Board of the Company have considered and recommend to the members the ratification of their appointment as statutory auditor of the Company at the ensuing Annual General Meeting. Members are requested to ratify the said appointment.

16. SECRETARIAL AUDIT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 M/s. Niyati Mehta & Associates, Practicing Company Secretaries (C.P. No.: 16159), have been appointed to undertake the Secretarial Audit of the Company for the year ended on 31st March, 2018.

The Secretarial audit report forms a part of this report and is annexed as **Annexure 4**. The said report does not contain any qualification, adverse remarks or disclaimer.

17. COST RECORDS:

The Company is not required to maintain the cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

18. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Hitesh Asrani (DIN: 00561701) Director, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment. The brief resume of Mr. Hitesh Asrani and other information under Regulation 36 of the SEBI (LODR) 2015 with respect to the Director seeking re-appointment has been provided in the Notice convening 18th AGM. Your Directors recommend his re-appointment.

The Members appointed Mr. Surendra Shyam Hegde, as an Independent Director of the Company to hold office for 5 Consecutive years from 11th September, 2017 to 31st March, 2022 and Mrs. Supriya Ashish Bhojane, as an Independent Director of the Company to hold office for 5 Consecutive years from 03rd October, 2017 to 02nd October, 2022 not liable to retire by rotation. They have submitted a declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as Independent Director during the year.

Mrs. Nisha Asrani, Non-Executive Director was appointed by Members on 11th September, 2017 as a Director liable to retire by rotation.

The Board of Directors re-designated Mr.Hitesh Asrani, as Chief Financial Officer of the Company with effect from 11th September, 2017 and Mr.Sayyed Mohammed Raza as the Managing Director with effect from 11th September, 2017.

During the year, the Mr. Hemnath Devadiga was appointed as a Director by the Members of the Company vide Ordinary resolution passed on 31st July, 2017 who resigned from the Post of the Director w.e.f 25th September,2017.

During the year, the Mr. Kaushik Prashanth was appointed as an Independent Director by the Members of the Company vide Ordinary resolution passed on 11th September, 2017 who resigned from the Post of the Director w.e.f 25th September, 2017.

During the year, the Mr. Rahul Belwalkar was appointed as a Director by the Members of the Company vide Ordinary resolution passed on 02nd May, 2017 who resigned from the Post of the Director w.e.f 08th May, 2017.

During the year, Mr. Honne Chandre Gowda resigned from the Post of the Director and the same was accepted by the Board vide Board resolution passed on 01st August, 2017.

During the year, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission, and reimbursement of expenses incurred by them for the purpose of attending meetings of the Company.

During the year, Mr. Kushal Jain was appointed as a Company Secretary w.e.f 28th August, 2017 who resigned from his office w.e.f 09th November, 2017. Ms. Bina Darji was appointed as Company Secretary of the Company w.e.f 10th November, 2017.

Pursuant to provisions of Section 203 of the Companies Act, 2013, Mr. Sayyed Mohammed Raza, Managing Director, Mr. Hitesh Asrani, Chief Financial Officer, and Ms. Bina Darji, Company Secretary are the Key Managerial Personnel of the Company as on date of the report.

19. **BOARD EVALUATION:**

The Board of Directors carried out an annual evaluation of its own performance and performance of the Chairman, Board Committees, and individual Directors pursuant to the provisions of the Companies Act, 2013. The Board, along with the Nomination and Remuneration committee, developed and adopted the criteria and framework for the evaluation of each of the Directors and of the Board and its Committees.

In addition, pursuant to the provisions of Schedule IV to the Companies Act, 2013 the Independent Directors reviewed the performance of the Non- Independent Directors and of the Board as a whole, performance of the Chairman of the Board taking into account the views of all the Directors, and the quality, quantity and timeliness of flow of information between the Company management and the Board and its sufficiency for the Board to effectively perform its duties.

20. **DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received declarations under Section 149(7) of the Companies Act, 2013 from all the Independent Directors that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

The Independent Directors are not liable to retire by rotation as per Section 152 of the Companies Act, 2013.

21. **VIGIL MECHANISM:**

The Company has a well-established whistle blower policy as part of vigil mechanism for observing the conduct of Directors and employees and report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of conduct or ethics policy. This mechanism also provides for adequate safeguards against victimization of Director(s)/employee(s) who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. The policy on Vigil Mechanism is posted on the website of the Company or link, <http://crp.co.in/wp-content/uploads/2018/07/Policy-Whistle-Blower.pdf>

CRP RISK MANAGEMENT LIMITED

22. RISK MANAGEMENT POLICY:

The management continuously access the risk involved in the business and all out efforts are made to mitigate the risk with appropriate action. The risk management framework of the Company is appropriate compared to the size of the Company and the environment under which the Company operates.

23. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the company occurred between the end of the financial year to which this financial statement relates on the date of this report.

24. EXPLANATION OR COMMENTS ON QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS:

There was no qualification, reservation or adverse remarks made by the either by the Auditors or by the Practicing Company Secretary in their respective reports.

25. MEETING OF THE BOARD OF DIRECTORS:

Composition of the Board of Directors of the Company is in conformity with the requirements of Companies Act, 2013 as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board meets at regular intervals to discuss on Company's Business policy/strategy apart from other business of the Board. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

The Board of Directors duly met 23 (Twenty three) times during the financial year 2017-18 on following dates:

12 th April, 2017	14 th August, 2017	07 th October, 2017	09 th November, 2017
08 th May, 2017	28 th August, 2017	09 th October, 2017	10 th November, 2017
12 th May, 2017	01 st September, 2017	10 th October, 2017	16 th December, 2017
22 nd June, 2017	15 th September, 2017	12 th October, 2017	08 th January, 2018
20 th July, 2017	25 th September, 2017	18 th October, 2017	25 th January, 2018
01 st August, 2017	06 th October, 2017	23 rd October, 2017	

In terms of requirements of Schedule IV of the Act a separate meeting of Independent Directors was held on 27th January, 2018, to review the performance of Non-independent Directors (including the Chairman), the entire Board and quality, quantity and timelines of the flow of information between the Management and the Board.

26. COMMITTEE OF THE BOARD:

The Company has duly constituted the following mandatory committees in terms of the provisions of the Companies Act, 2013 read with rules framed thereunder. There are five committees of the Board:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility Committee
- Risk Management Committee

The Composition of Board Committees as on date is as follows:

	Audit Committee	Nomination & Remuneration Committee	Stakeholders Relationship Committee	Corporate Social Responsibility Committee	Risk Management Committee
Mr.Hitesh Parmanand Asrani (CFO)	√		√	√ (Chairman)	√
Mr. Syyed Mohammed Raza (Managing Director)			√	√	√ (Chairman)
Mrs. Nisha Asrani (Non-Executive Director)		√	√ (Chairperson)		√
Mr.Surendra Hegde (Independent Director)	√	√		√	
Mrs.Supriya Bhojane (Independent Director)	√ (Chairperson)	√ (Chairperson)			

27. COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION:

The primary responsibility of the Nomination and Remuneration Committee (NRC) is to identify and nominate suitable candidates for Board membership. The Committee also formulates policies relating to the remuneration of Directors, Key Managerial Personnel and other senior employees of the Company.

The Committee, while evaluating potential candidates for Board Membership, Considers a variety of personal attributes, including experience, intellect, foresight, judgment, and transparency, and match these with the requirements set out by the Board. The basic responsibility of NRC with regards to Director's appointment is provided in the NRC Policy. The Policy is posted on the website of the Company or link, http://crp.co.in/wp-content/uploads/2018/07/Nomination_Policy.pdf

28. PARTICULARS OF EMPLOYEE AS REQUIRED UNDER RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

Relations between the management and employees were cordial through-out the year.

Disclosure relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in **Annexure 5** of the report.

The as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 annexure is not being sent along with this report to the members of the Company in line with the provisions of Section 136 of the Companies Act, 2013. Members, who are interested in obtaining these particulars, may write to the Company Secretary at the Registered Office of the Company. The aforesaid annexure is also available for inspection by the members at the registered office of the Company, 21 days before the 18th Annual general meeting and up to the date of the said Annual general meeting during normal business hours on working days.

29. SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI):

The Directors state that applicable Secretarial Standards have been duly followed by the Company.

30. TRANSFER TO RESERVES:

The amount of Rs.5,90,96,451/- to be carried as profit of the balance sheet for the financial year 2018. It is being proposed to carry this amount in to Reserves and surplus account. The particulars of the same in the prescribed format are provided into Note No.2 of the financial statement of the Annual report.

31. EXTRACT OF ANNUAL RETURN:

The extract of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is provided as **Annexure 6** to this Board's Report.

CRP RISK MANAGEMENT LIMITED

32. DISCLOSURE REGARDING UTILIZATION OF IPO FUNDS:

There is no deviation in the utilisation of the Proceeds from the objects stated in the prospectus

The details regarding the funds utilized by the company from proceeds of IPO upto 31.03.2018 are as follows:

(Rs. In lakhs)

Sr. No.	Particulars	Project utilization of Net Proceed	Actual utilization of Funds during the Financial Year ended March 31, 2018
1.	Prepayment or repayment of a portion of loan facilities availed by our Company	175.00	175.00
2.	Purchase of Computer Hardware and Office Equipment	88.54	88.54
3.	Meeting Additional Working Capital Requirements	1026.90	1026.90
4.	Additional Infrastructure at our Registered Office and Corporate Office at Mumbai	223.08	223.08
5.	Marketing and Brand Building	225.38	225.38
6.	General Corporate Purposes	481.97	481.97
7.	Issue Expenses	179.13	179.13
	Total	2400.00	2400.00

33. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT UNCLAIMED SUSPENSE ACCOUNT

There are no shares lying in Demat Suspense Account / Unclaimed Suspense Account.

34. SIGNIFICANT AND MATERIAL ORDERS:

A criminal complaint bearing Cr.No.37 / 2014 has been registered by the Assistant Commissioner of Police, City Special Branch, Bangalore under section 420,465,468,471,472, 473, 484 and 120 of the Indian Penal Code against our company and our promoter and Executive Director Hitesh Asrani. Vide the said criminal complaint it was alleged, inter alia, that our Company instead of applying and obtaining genuine police verification certificates has forged the seal and signature of many police officers across the country and fabricated fake police verification certificates and has provided these fake police verification certificates to several of its clients to avoid the payment of legal fees to the police department / government and to make undue profit. Our Company and our Promoter and Executive Director Hitesh Asrani have submitted that one of the accused in the matter, Vanaraj & Associates with whom our Company had an agreement pursuant to which police verification was being conducted by Vanaraj & Associates for and on behalf of our Company was responsible for the above and that our Company and our Promoter and Executive Director Hitesh Asrani were unaware of such illegal activities. The Final order was passed by Addl. Metropolitan Magistrate Bangalore on 16th February, 2018 in the favour of the accused, stating that accused is not found guilty for the offences punishable under the Section 420,465,468,471,472, 473, 484 and 120 of the Indian Penal Code. Therefore, he is acquitted for the said offence under section 248(1) of Cr.p.c.

35. COMPLIANCE OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company is in Compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and has a prevention of Sexual harassment policy in place. The Directors further state that during the year under review, there was no case filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013. Further, the Company conducts awareness programs at regular intervals.

36. CAUTIONARY STATEMENT:

Statements in the Annual Report, particularly those which relate to Management Discussion and Analysis may constitute forward looking statements within the meaning of applicable laws and regulations. Although the expectations are based on the reasonable assumption, the actual results might differ.

37. ACKNOWLEDGEMENT:

The Directors wish to place on record their deep sense of appreciation to the Company's Bankers, Customers, Regulatory Authorities, Auditors and all the employees for their unstinted support. Your directors also wish to thank the all the shareholders and investors for confidence reposed in the management of the Company.

**For and on behalf of the Board of Directors
CRP Risk Management Limited**

Registered Office:

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

Date: 28th August, 2018

Place: Mumbai

**Nisha Asrani
DIN: 06399098
Chairperson**

FORM AOC-2

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Company (Accounts) Rules, 2014]

Form for disclosure of Particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013

1. Details of contracts or arrangements or transactions not at arm's length basis: - **There were no contracts or arrangements entered by the Company during the F.Y. 2017-18 which were not at arm's length.**
2. Details of material contracts or arrangements or transactions at arm's length basis:- **The transactions entered into by the Company with related parties were at arm's length but were not material.**
 - (a) Name(s) of the related party and nature of relationship: N.A
 - (b) Nature of contracts/arrangements/transactions: N.A
 - (c) Duration of the contracts/arrangements/transactions: N.A
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any: N.A
 - (e) Date(s) of approval by the Board, if any: N.A
 - (f) Amount paid as advances, if any: N.A

**For and on behalf of the Board of Directors
CRP Risk Management Limited**

Nisha Asrani

Chairperson

DIN: 06399098

Place: Mumbai

Date: 28th August, 2018

CRP RISK MANAGEMENT LIMITED

Annexure -2

Information under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Board's Report for the year ended March 31, 2018

a) **Conservation of Energy:**

(i) **Steps taken or impact on conservation of energy:**

The operations of the Company are not energy intensive. However, adequate measures for conservation of energy, usage of alternate sources of energy and investments for energy conservation, wherever required have been taken. The company makes all the efforts towards conservation of energy, protection of environment and ensuring safety.

(ii) **The Steps taken by the Company for Utilising alternate sources of energy:**

The Company continuously uses its best endeavors for identifying and utilizing alternate sources of energy.

(iii) **Capital Investment on energy conservation equipments: NIL**

b) **Technology Absorption:**

(i) **The efforts made towards technology absorption:** No efforts have been made during the year.

(ii) **The benefits derived like production improvement, cost reduction, product development or import substitution: NIL**

(iii) **In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) –**

(a) The details of technology imported: NIL;

(b) The year of import: N.A.;

(c) Whether the technology has been fully absorbed: N.A.

Your Company does not carry out any manufacturing activity, hence the particulars regarding technology absorption and other particulars as required to be stated by the Companies Act, 2013 and rules made thereunder are not applicable.

c) **Foreign Exchange Earnings and Outflows (on Standalone basis):**

Foreign Exchange earned in terms of actual inflow during the year: Rs.24,77,908/-

Foreign Exchange Outgo during the year in terms of actual outflows: NIL

**For and on behalf of the Board of Directors
CRP Risk Management Limited**

**Nisha Asrani
Chairperson
DIN: 06399098**

Place: Mumbai

Date: 28th August, 2018

CSR REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

A Brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes: Pursuant to Section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors have constituted a CSR Committee. The Board also framed a CSR Policy in compliance with the provisions of Section 135 of the Companies Act, 2013. The said policy is placed on the website and is available on the weblink, <http://crp.co.in/wp-content/uploads/2018/07/CSR-POLICY-Board-Approval-date-09.09.2015.pdf>

The Company has undertaken the above CSR activities through registered trust i.e. H.R. Education & Charitable Foundation.

1. The Composition of the CSR Committee:

- a) Mr. Hitesh Asrani
- b) Mr. Mohammed Raza Sayyed
- c) Mr. Surendra Hegde

2. Average Net profit of the Company for the preceding three financial years:- Rs.5,31,42,164/-

3. Prescribed CSR Expenditure Spent (2% of the Amount at Sr.No.3 above):- Rs. 10,62,843/-

4. Details of CSR Spent during the financial Year:

- a. Total amount to be spent for the financial year:Rs.11,05,772/-
- b. Amount unspent, if any: N.A.
- c. Manner in which the amount spent during the financial year is detailed as below:

S. No.	CSR project or activity	Sector in which the project is covered	Project or programs (1) Local areas or other (2) Specify the State and district where projects or programs were undertaken	Amount outlay (budget) project or programs-wise (Amount in Rs.)	Amount spent on the projects or Programs sub-heads: (1) Direct expenditure on project or programs (2) Over-heads: (Amount in Rs.)	Cumulative expenditure-re up to the reporting period (Amount in Rs.)	Amount spent: Direct or through implementing agency (Amount in Rs.)
1.	Education assistance	Promoting education	Delhi and Surrounding areas in Noida (UP)	11,05,772/-	11,05,772/-	11,05,772/-	Indirectly (Through H.R. Education & Charitable Foundation)

5. In case the Company has failed to spend the two percent of the average net profit of the last three Financial Years or any part thereof, the Company shall provide the reasons for not spending the amount in the Board's Report: N.A.

6. Responsibility Statement:

The Company has already spent sizable amount towards various CSR activities during the year. The Company is evaluating more CSR programmes, activities, and initiatives for further CSR spending. CSR Committee states that the CSR activities being undertaken / proposed will be implemented and monitored as per CSR Policy and is in compliance with CSR objectives and policy of the Company.

Place: Mumbai
Date: 28th August, 2018

Hitesh Asrani
Chief Financial Officer
Chairman of CSR
Committee DIN: 00561701

Mohammed Raza Sayyed
Managing Director
Member of CSR
Committee DIN: 02497549

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST March, 2018

*[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,
The Members,
CRP Risk Management Limited
B-208/209, Classique Centre
Off Mahakali Caves Road, Andheri (East)
Mumbai 400093
Maharashtra, India

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by CRP Risk Management Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by CRP Risk Management Limited for the financial year ended on 31st March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings : **Not Applicable to the Company during the audit period**
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz. :-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the audit period)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the audit period)**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the Company during the audit period)**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the audit period)** and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the audit period)**

I have also examined compliance with the applicable clauses / Regulations of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above. The Company has spent an amount of Rs. 11,05,772/- against the amount of Rs. 10,62,843/- to be spent during the year towards Corporate Social Responsibility.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Board Meetings were taken unanimously.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company had following event which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards, guidelines etc.

1. Bonus issue by allotting 6500000 equity shares at face value of Rs.10/- each issuing 1 share for 1 share held on 20th July, 2017.
2. Right issue by allotting 66400 equity shares of Rs. 10/- each at premium of Rs. 20/- in proportion to 373 new shares for every 10000 equity shares held its holding of its members on 6th October, 2017.
3. Right issue by allotting 68000 equity shares of Rs. 10/- each at premium of Rs. 20/- in proportion to 373 new shares for every 10000 equity shares held its holding of its members on 7th October, 2017.
4. Right issue by allotting 60000 equity shares of Rs. 10/- each at premium of Rs. 20/- in proportion to 373 new shares for every 10000 equity shares held its holding of its members on 9th October, 2017.
5. Right issue by allotting 207000 equity shares of Rs. 10/- each at premium of Rs. 20/- in proportion to 373 new shares for every 10000 equity shares held its holding of its members on 10th October, 2017.
6. Right issue by allotting 83500 equity shares of Rs. 10/- each at premium of Rs. 20/- in proportion to 373 new shares for every 10000 equity shares held its holding of its members on 12th October, 2017.
7. Initial public offer of 5136000 Equity Share of Rs.10/- each at a price of Rs.60 per Equity Share (including a premium of Rs. 50/- each). The Entire Equity Share capital of the Company viz. 17484900 Equity Shares were listed on the SME (Emerge) platform of BSE w.e.f. 31st January,2018.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Date: 28th August, 2018
Place: Mumbai

For Niyati Mehta & Associates
Practising Company Secretaries

Niyati Mehta
Membership No: A30507
CP No. 16159

This report is to be read with our letter of even date which is annexed as **Annexure A** and Forms an integral part of this report.

CRP RISK MANAGEMENT LIMITED

'Annexure A'

To,

The Members
CRP Risk Management Limited
B-208/209, Classique Centre
Off Mahakali Caves Road, Andheri (East)
Mumbai 400093
Maharashtra, India

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company.

Our responsibility is to express an opinion on these secretarial records based on our audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company as the same will be as per the reports provided by auditors of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. my examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Date: 28th August, 2018

Place: Mumbai

**For Niyati Mehta & Associates
Practising Company Secretaries**

**Niyati Mehta
Membership No: A30507
CP No. 16159**

Annexure 5

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended)

- A. Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2017-18 is as follows:

Name of Director(s)	Total Remuneration	Ratio of Remuneration of director to the Median remuneration*
Mr.Sayyed Mohammed Raza	24,00,000	4.44:1
Mr.Hitesh Asrani	24,00,000	4.44:1

Notes:

- *Median remuneration for the financial year 2017-18 is Rs.45,000/-.
 - The aforesaid details are calculated on the basis of remuneration for the financial year 2017-18.
 - The Non-Executive Directors are paid only sitting fees for attending the Board and Committee Meetings which cannot be termed as remuneration in as per the provision of Section 197(2) of the Companies Act, 2013. Hence, the Disclosure of the same is not given.
- B. The percentage increase/decrease in remuneration of each Director, Chief Financial Officer (CFO), Company Secretary (CS) in the financial year 2017-18 is as follows:

Name of the Director(s)	Remuneration (Rs. In Lakhs)		Increase/(Decrease) in %
	F.Y. 2017-18	F.Y. 2016-17	
Mr. Sayyed Mohammed Raza	24,00,000	24,00,000	N.A
Mr. Hitesh Asrani *	24,00,000	24,00,000	N.A
Ms. Bina Darji (Company Secretary)**	1,64,499	-	N.A

*Mr. Hitesh Asrani (DIN: 00561701), Director was appointed as the Chief Financial Officer (w.e.f. 11th September, 2017)

**Ms. Bina Darji was appointed as Company Secretary w.e.f. 10th November, 2017

Notes:

The remuneration to Directors is within the overall limits approved by the shareholders of the Company.

- C. **The Percentage increase in the median remuneration of the employees in the financial year 2017-18:** There has been no change in the remuneration during the year.
- D. **Number of permanent employees on the rolls of the Company as on March 31, 2018:** 15 employee
- E. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there is any exceptional circumstances for increase in the managerial remuneration:** There has been no change in the remuneration during the year.

It is hereby affirmed that the Remuneration paid to all the directors, KMPs, Senior Managerial Personnel and employees of the Company during the financial year ended March 31, 2018, were as per the Nomination and Remuneration Policy of the Company.

For and on behalf of the Board of Directors
CRP Risk Management Limited

Nisha Asrani
Chairperson
DIN: 06399098

Place: Mumbai
Date: 28th August, 2018

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31/03/2018

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014]

I. Registration & Other Details:

1	CIN	L72100MH2000PLC124689
2	Registration Date	06.03.2000
3	Name of the Company	CRP Risk Management Limited
4	Category/Sub-category of the Company	Public Limited Company Company Limited by Shares Indian Non-Government Company
5	Address of the Registered office & contact details	B - 208,209, Classique Centre, Off Mahakali Caves, Andheri - (East), Mumbai-400093 Tel No.: +91 22 4211 6000; Fax No.: +91 22 4211 6040
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services Pvt. Ltd; 4A9, Gundecha Onclave, Kherani Road, Sakinaka, Mumbai – 400072 Tel: 022 28511022

II. Principal business activities of the Company

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	Background screening and Employment verification	80300	32%
2.	Business Syndication	46204	68%

III. Particulars of Holding, Subsidiary and Associate Companies -

S. No.	Name and address of the company	CIN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
Not Applicable					

IV. **Share Holding Pattern** (Equity Share Capital Breakup as percentage of Total Equity)

A. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year, April 01, 2017				No. of Shares held at the end of the year, March 31, 2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	56,66,020	0	56,66,020	87.17	1,16,06,210	-	1,16,06,210	66.38	+33.97
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub – total (A) (1)	56,66,020	0	56,66,020	87.17	1,16,06,210	-	1,16,06,210	66.38	+33.97
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year, April 01, 2017				No. of Shares held at the end of the year, March 31, 2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	56,66,020	0	56,66,020	87.17	1,16,06,210	-	1,16,06,210	66.38	+ 33.97
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	12,94,388	-	12,94,388	7.4	+7.4
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh (Previously upto Rs. 1 Lakh)	740	0	740	0.01	10,68,362	-	10,68,362	6.11	+6.11
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh (Previously in excess Rs. 1 Lakh)	8,33,240	-	8,33,240	12.82	33,25,940	-	33,25,940	19.02	+14.26
c) NBFCs registered with RBI	-	-	-	-	-	-	-	-	-
d) Non Resident Indian	-	-	-	-	6,000	-	6,000	0.03	+0.03
e) Resident Indian HUF	-	-	-	-	1,54,000	-	1,54,000	0.88	+0.88
f) Clearing Members	-	-	-	-	30,000	-	30,000	0.17	+0.17
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	8,33,980	-	8,33,980	12.83	58,78,690	-	58,78,690	33.62	+28.85
Total Public Shareholding (B)=(B)(1)+ (B)(2)	8,33,980	-	8,33,980	12.83	58,78,690	-	58,78,690	33.62	+28.85
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	65,00,000	-	65,00,000	100.00	1,74,84,900	-	1,74,84,900	100.00	+62.83

CRP RISK MANAGEMENT LIMITED

B. Shareholding of Promoter-

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Hitesh Asrani	56,66,020	87.17	N.A	1,13,32,040	64.81	N.A	+32.41
2	Parmanand H Asrani	26,620	0.41	N.A	53,240	0.30	N.A	+0.15
3	Ritu Manesh Wadhwa	-	-	-	50,010	0.29	N.A	+0.29
4	Nisha Asrani	26,620	0.41	N.A	53,170	0.30	N.A	+0.15
5	Haresh Thakurdas Kursija	-	-	-	1,17,010	0.67	N.A	+0.67
6	Geeta Parmanand Asrani	370	0.006	N.A	740	0.00	N.A	+0.002

C. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No.	Particulars	Shareholding at the beginning of the year/ Changes during the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Hitesh Asrani				
	At the beginning of the year	5666020	87.17	5666020	87.17
	(+) Allotment (Bonus) 20.07.2017	5666020	87.17	11332040	87.17
	At the end of the year	11332040	64.81		
2	Mr. Parmanand Asrani				
	At the beginning of the year	26620	0.41	26620	0.41
	(+) Allotment (Bonus) 20.07.2017	26620	0.41	53240	0.41
	At the end of the year	53240	0.30		
3	Mrs. Ritu Manesh Wadhwa				
	At the beginning of the year	0	0.00	0	0.00
	(+) Transfer 25.09.2017	10	Negligible	10	Negligible
	(+) Allotment 09.10.2017	50000	0.38	50010	0.38
	At the end of the year	50010	0.29		
4	Mrs. Nisha Asrani				
	At the beginning of the year	26620	0.41	26620	0.41
	(+) Allotment (Bonus) 20.07.2017	26620	0.41	53240	0.41
	(-) Transfer 25.09.2017	70	Negligible	53170	0.41
	At the end of the year	53170	0.30		
5	Mr. Haresh Thakurdas Kursija				
	At the beginning of the year	0	0.00	0	0.00
	(+) Transfer 25.09.2017	10	Negligible	10	Negligible
	(+) Allotment 10.10.2017	117000	0.87	117010	0.87
	At the end of the year	117010	0.67		
6	Mrs. Geeta Parmanand Asrani				
	At the beginning of the year	370	0.01	370	0.01
	(+) Allotment (Bonus) 20.07.2017	370	0.01	740	0.01
	At the end of the year	740	Negligible		

D. Shareholding Pattern of top ten Shareholders:

Sr. No.	Particulars		Shareholding at the beginning of the year/Changes during the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Shriram Insight Share Brokers Ltd					
	At the beginning of the year		0	0.00	0	0.00
	Purchase	02.02.2018	256000	1.46	256000	1.46
	Sale	09.02.2018	-172000	0.98	84000	0.48
	Purchase	16.02.2018	200000	1.14	284000	1.62
	Purchase	16.03.2018	44000	0.26	328000	1.88
	At the end of the year		328000	1.88		
2	Mayur Maheshkumar Panchal					
	At the beginning of the year		0	0.00	0	0.00
	Purchase	23.03.2018	282000	1.61	282000	1.61
	At the end of the year		282000	1.61		
3	Kamal Hasmukhlal Shah					
	At the beginning of the year		0	0.00	0	0.00
	Purchase	31.03.2018	244000	1.40	244000	1.40
	At the end of the year		244000	1.40		
4	Jignesh Hiralal Shah					
	At the beginning of the year		0	0.00	0	0.00
	Purchase	02.02.2018	244000	1.40	244000	1.40
	At the end of the year		244000	1.40		
5	Prudent Broking Services Private Limited					
	At the beginning of the year		0	0.00	0	0.00
	Purchase	02.02.2018	114000	0.65	114000	0.65
	Purchase	16.02.2018	192000	1.10	306000	1.75
	Purchase	23.02.2018	4000	0.02	310000	1.77
	Sale	30.03.2018	88000	0.50	222000	1.27
	At the end of the year		222000	1.27		
6	Ashish Mahendrakumar Shah					
	At the beginning of the year		0	0.00	0	0.00
	Purchase	23.02.2018	196000	1.12	196000	1.12
	At the end of the year		196000	1.12		
7	Jay Kamleshbhai Bhavsar					
	At the beginning of the year		0	0.00	0	0.00
	Purchase	23.03.2018	186000	1.06	186000	1.06
	At the end of the year		186000	1.06		

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Sr. No.	Particulars		Shareholding at the beginning of the year/Changes during the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	Sanjay Kumar Singhal					
	At the beginning of the year		0	0.00	0	0.00
	Purchase	16.02.2018	220000	1.26	220000	1.26
	Sale	09.03.2018	4000	0.02	216000	1.24
	Sale	16.03.2018	40000	0.23	176000	1.01
	At the end of the year		176000	1.01		
9	Sapan Anil Shah					
	At the beginning of the year		0	0.00	0	0.00
	Purchase	09.02.2018	170000	0.97	170000	0.97
	At the end of the year		170000	0.97		
10	Asha Rameshchandra Shah					
	At the beginning of the year		0	0	0	0
	Purchase	09.03.2018	36779	0.21	36779	0.21
	Purchase	16.03.2018	4471	0.03	41250	0.24
	Purchase	23.03.2018	114750	0.65	156000	0.89
	At the end of the year		156000	0.89		

E. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Particulars		Shareholding at the beginning of the year/ Changes during the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Hitesh Asrani					
	At the beginning of the year		5666020	87.17	5666020	87.17
	(+) Allotment (Bonus)	20.07.2017	5666020	87.17	11332040	87.17
	At the end of the year		11332040	64.81		
2	Mr. Raza Mohammed Sayyed					
	At the beginning of the year		195000	3.00	195000	3.00
	(+) Allotment	20.07.2017	195000	3.00	390000	3.00
	At the end of the year		390000	2.23		
3	Mrs. Nisha Hitesh Asrani					
	At the beginning of the year		26620	0.41	26620	0.41
	(+) Allotment (Bonus)	20.07.2017	26620	0.41	53240	0.41
	(-) Transfer	25.09.2017	70	Negligible	53170	0.41
	At the end of the year		53170	0.30		
4	Mrs. SupriyaAshishBhojane					
	At the beginning of the year		0	0.00	0	0.00
	Changes during the Year		0	0.00	0	0.00
	At the end of the year		0	0.00	0	0.00
5	Mr.SurendraShyamHegde					
	At the beginning of the year		0	0.00	0	0.00
	Changes during the Year		0	0.00	0	0.00
	At the end of the year		0	0.00	0	0.00

Sr. No.	Particulars	Shareholding at the beginning of the year/ Changes during the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	Ms. BinaDarji				
	At the beginning of the year	0	0.00	0	0.00
	Changes during the Year	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00

V. Indebtedness - Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	18,59,19,914	1,31,99,227	0	19,91,19,141
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	18,59,19,914	1,31,99,227	0	19,91,19,141
Change in Indebtedness during the financial year				
* Addition	45,00,000	3,09,24,695	0	3,54,24,695
* Reduction	3,44,28,107	4,21,38,282	0	7,65,66,389
Net Change	-2,99,28,107	-1,12,13,587	0	-4,11,41,694
Indebtedness at the end of the financial year				
i) Principal Amount	15,59,91,807	19,85,640	0	15,79,77,447
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	15,59,91,807	19,85,640	0	15,79,77,447

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD	Name of CFO	Total Amount
		Mr. Raza Mohammed Sayyed	Mr.Hitesh Asrani	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	24,00,000	24,00,000	48,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission - as % of profit - others, specify...	0	0	0
5	Others, please specify	0		
	Total (A)	24,00,000	24,00,000	48,00,000
	Ceiling as per the Act	84,00,000 (As per Schedule V of the Companies Act, 2013)		

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B. Remuneration to Non-executive Directors –

SN.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. Surendra Shyam Hegde	Mr. Supriya Ashish Bhojane	
1	Independent Directors			
	a. Fee for attending board committee meetings	25,000	11,000	36,000
	b. Commission	0	0	0
	c. Others, please specify	0	0	0
	Total (1)	25,000	11,000	36,000
2	Other Non-Executive Directors	Mrs. Nisha Asrani		-
	Fee for attending board committee meetings	25,000	0	25,000
	Commission	0	0	0
	Others, please specify (Directors Remuneration)	0	0	0
	Total (2)	25,000	0	25,000
	Total (B)=(1+2)	50,000	11,000	61,000
	Total Managerial Remuneration	50,000	11,000	61,000
	Overall Ceiling as per the Act	Rs.1,00,000/- per meeting		

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

SN	Particulars of Remuneration	Key Managerial Personnel	
		Ms.Bina Darji (CS – w.e.f. 10.11.2017)	Total
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,64,499	1,64,499
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission		
	- as % of profit	0	0
5	Others, please specify	0	0
	Total	1,64,499	1,64,499

VII. Penalties / Punishment/ Compounding of offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty		No Penalties, Punishments or Compounding during the Financial year			
Punishment					
Compounding					
B. DIRECTORS					
Penalty		No Penalties, Punishments or Compounding during the Financial year			
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty		No Penalties, Punishments or Compounding during the Financial year			
Punishment					
Compounding					

For and on behalf of the Board of Directors
CRP Risk Management Limited

Place: Mumbai
Date: 28th August, 2018

Nisha Asrani
Chairperson
DIN: 06399098

INDEPENDENT AUDITOR'S REPORT

To the Members of

CRP RISK MANAGEMENT LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **CRP RISK MANAGEMENT LIMITED** ('the Company'), which comprise the balance sheet as at **31st March 2018**, the statement of profit and loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **31st March 2018** and its profit for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, We give in the "**Annexure A**", statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

CRP RISK MANAGEMENT LIMITED

- (c) The balance sheet, the statement of profit and loss dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors as on **31st March 2018** taken on record by the Board of Directors, none of the directors is disqualified as on **31st March 2018** from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B"**; and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**As per our report attached
For L T Jadav & Co
Chartered Accountants
FRN: 118218W**

**CA. Lalit T. Jadav
Proprietor
M. No.: 037240**

**Place : Mumbai
Dated : 30th May, 2018**

“Annexure A” to the Independent Auditor’s Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended **31st March, 2018**:

- 1) a) The Company has maintained proper records showing full particulars, including Quantitative details and situation of fixed assets;
- b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- c) There are immovable property which is held in the name of the company.
- 2) Inventory: The Company is in service sector as well as trading in CVD, The inventories are physically verified by the management time to time.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally irregular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Goods Supply Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, there are no undisputed amounts payable in respect of the above were in arrears as at 31st March, 2018 for a period of more than six months from the date on when they become payable.
- b) According to the information and explanation given to us, there are as per the following table which is dispute with concern department.

Sr. No.	Particulars	Year	Demand Amount	Remark
1.	TDS	2008-09	Rs.7430/-	Rectification
2.	TDS	2009-10	Rs.80/-	Rectification
3.	TDS	2010-11	Rs.182230/-	Rectification
4.	TDS	2011-12	Rs.15780/-	Rectification
5.	TDS	2012-13	Rs.73160/-	Rectification

- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has raised money by way of Initial Public Offer and it was applied for the purposes for which those were raised.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

CRP RISK MANAGEMENT LIMITED

- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**As per our report attached
For L T Jadav & Co
Chartered Accountants
FRN: 118218W**

**CA. Lalit T. Jadav
Proprietor
M. No.: 037240**

**Place : Mumbai
Dated : 30th May, 2018**

Annexure - B to the Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **CRP RISK MANAGEMENT LIMITED** as of **31st March 2018** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at **31st March 2018**, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**As per our report attached
For L T Jadav & Co
Chartered Accountants
FRN: 118218W**

**CA. Lalit T. Jadav
Proprietor
M. No.: 037240**

**Place : Mumbai
Dated : 30th May, 2018**

CRP RISK MANAGEMENT LIMITED

BALANCE SHEET AS AT MARCH 31,2018

SR. NO.	LIABILITIES	Note	As at 31 st March,2018 Amount Rs.	As at 31 st March,2017 Amount Rs.
I	EQUITY AND LIABILITIES			
1	SHAREHOLDERS FUNDS			
	(a) Share Capital	1	174,849,000	65,000,000
	(b) Reserves and surplus	2	432,544,890	228,750,439
	Total :-		607,393,890	293,750,439
2	NON-CURRENT LIABILITIES			
	(a) Long term borrowings	3	4,716,649	6,011,536
	(b) Deferred tax liabilities (Net)	4	24,457,690	23,286,663
	(c) Other long term liabilities	5	1,408,050	1,408,050
	(d) Long term provisions	6	1,188,503	2,269,144
	Total :-		31,770,892	32,975,393
3	CURRENT LIABILITIES			
	(a) Short term borrowings	7	148,260,799	163,114,443
	(b) Trade Payables	8	9,034,075	4,867,081
	(c) Other Current liabilities	9	50,563,667	85,620,282
	(d) Short term provisions	10	34,618,819	13,297,691
	Total :-		242,477,359	266,899,498
	TOTAL		881,642,141	593,625,329
II	ASSETS			
1	NON-CURRENT ASSETS			
	(a) Fixed assets	11		
	(i) Tangible assets		56,112,382	31,224,603
	(ii) Intangible assets		120,776,549	130,294,046
	(iii) Capital work in progress		-	-
	(b) Non current investments	12	103,050	163,050
	(c) Deferred tax assets (Net)		-	-
	(d) Long term loans and advances	13	1,310,192	1,720,742
	(e) Trade Receivables		-	-
	(f) Other non current assets	14	13,892,673	-
	Total :-		192,194,846	163,402,441
2	CURRENT ASSETS			
	(a) Current investment	15	2,662,210	2,642,662
	(b) Inventories	16	180,639,171	-
	(c) Trade receivables	17	286,492,974	294,744,895
	(d) Cash and Bank balances	18	672,134	1,577,599
	(e) Short term loans and advances	19	161,405,291	105,777,551
	(f) Other current assets	20	57,575,515	25,480,182
	Total :-		689,447,296	430,222,888
	TOTAL		881,642,141	593,625,329
III	Summary of Significant Accounting Policies		26 & 27	
	The Notes referred to above form an intergral part of the Balance Sheet.			

As per our report attached

For L. T. Jadav & Co.
Chartered Accountants
Firm Registration No. 118218W

Lalit T. Jadav
Proprietor
Membership No. 037240

Place :- Mumbai
Dated :- 30th May, 2018.

For and on behalf of the Board of Directors
CRP Risk Management Limited

Nisha Asrani
Chairperson
DIN: 06399098

Sayyed Raza
Managing Director
DIN: 02497549

Hitesh Asrani
Director & CFO
DIN: 00561701

Bina Darji
Company Secretary
Membership No. 50182

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

Sr. No.	Particulars	Note	As on 31 st March, 2018 Amount Rs.	As on 31 st March, 2017 Amount Rs.
I	Revenue from Operations	21	822,526,156	810,203,802
II	Other Income	22	1,509,812	10,916,273
III	Total Income from Operations (I+II)		824,035,968	821,120,075
IV	Expenses			
	Cost of Materials consumed		-	-
	Purchase of Stock-in-trade		-	-
	Changes in inventories of finished goods,	16	(180,639,171)	-
	Employee benefits expenses	23	12,796,841	24,211,970
	other expenses	24	866,617,704	670,758,867
	Finance Cost	25	26,251,421	38,458,185
	Depreciation and amortisation expenses	11	17,420,568	16,949,190
	Total Expenses		742,447,362	750,378,213
V	Profit before exceptional and extra ordinary items and tax (III-IV)		81,588,606	70,741,862
VI	Exceptional Items		-	-
VII	Profit before extraordinary items & Tax (V-VI)		81,588,606	70,741,862
VIII	Extraordinary items		-	-
IX	Profit Before Tax (VII-VIII)		81,588,606	70,741,862
X	Tax Expenses			
	(1) Current Tax		21,321,128	13,297,691
	(2) Deferred Tax		1,171,027	6,940,156
XI	Profit (Loss) for the period from continuing operations (IX-X)		59,096,451	50,504,015
XII	Profit (Loss) from discontinuing operations		-	-
XIII	Tax Expense of discontinuing operations		-	-
XIV	Profit (Loss) for the discontinuing operations (XII-XIII)		-	-
XV	Profit (Loss) for the period (XI+XIV)		59,096,451	50,504,015
XVI	Earnings Per Equity Shares :-			
	(1) Basic		4.26	3.88
	(2) Diluted		4.26	3.88
XVII	Paid-up equity share capital (face value of Rs.10/- each)		174,849,000	65,000,000
XVIII	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year		432,544,890	228,750,439
III	Summary of Significant Accounting Policies		26 & 27	
	The Notes referred to above form an integral part of the Balance Sheet.			

As per our report attached

For L. T. Jadav & Co.
Chartered Accountants
Firm Registration No. 118218W

Lalit T. Jadav
Proprietor
Membership No. 037240

Place :- Mumbai
Dated :- 30th May, 2018.

For and on behalf of the Board of Directors
CRP Risk Management Limited

Nisha Asrani
Chairperson
DIN: 06399098

Sayed Raza
Managing Director
DIN: 02497549

Hitesh Asrani
Director & CFO
DIN: 00561701

Bina Darji
Company Secretary
Membership No. 50182

CRP RISK MANAGEMENT LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018

No.	Particulars	As on 31 st March,2018 Amount Rs.	As on 31 st March,2017 Amount Rs.
A	Cash Flow from Operating Activities		
	Profit before Profit and Loss account	81,588,606	70,741,862
	Adjustments for		
	Depreciation	17,420,568	16,949,190
	Interest	26,251,421	38,458,185
	Operating Income before working capital changes	125,260,595	126,149,237
	Adjustments for:		
	Decrease/(Increase) in Debtors	8,251,921	25,823,249
	Decrease/(Increase) in Inventories	(180,639,171)	-
	Decrease/(Increase) in Loans & Advances	(101,205,197)	31,834,289
	Increase/(decrease) in Sundry Creditors	4,166,994	(4,230,839)
	Increase/(decrease) in Provisions	20,240,487	(37,362,686)
	Increase/(decrease) in Other Liabilities	(35,056,615)	47,306,083
	Cash Generated from Operations	(158,980,986)	189,519,334
	Direct Taxes (Net)	21,321,128	13,297,691
	Net Cash Flow from Operating Activities	(180,302,114)	176,221,643
B	Cash Flow from Investing Activities		
	Purchase of Fixed Assets (Excluding Revaluation Reserves)	(32,790,850)	(38,846,589)
	Sale of Fixed Assets	-	-
	Decrease / (Increase) in Investments	40,452	7,853,367
	Increase in Capital Work-in-progress	-	-
	Net Cash used from Investing Activities	(32,750,398)	(30,993,222)
C	Cash Flow from Financing Activities		
	- Share Capital	44,849,000	-
	- Share Premium	209,698,000	-
	- Preference Share redemption	-	-
	Dividends paid	-	-
	Change in the Borrowings		
	- Long Term	(1,294,887)	(43,557,215)
	- Short Term	(14,853,644)	(63,423,553)
	Interest Paid	(26,251,421)	(38,458,185)
	Net Cash Flow from Financing Activities	212,147,048	(145,438,953)
	Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	(905,464)	(210,532)
	Cash & Cash Equivalents at Beginning of the Year	1,577,599	1,788,130
	Cash & Cash Equivalents at End of the Year	672,134	1,577,599

As per our report attached
For L. T. Jadav & Co.
Chartered Accountants
Firm Registration No. 118218W

Lalit T. Jadav
Proprietor
Membership No. 037240

Place :- Mumbai
Dated :- 30th May, 2018.

For and on behalf of the Board of Directors
CRP Risk Management Limited

Nisha Asrani
Chairperson
DIN: 06399098

Sayed Raza
Managing Director
DIN: 02497549

Hitesh Asrani
Director & CFO
DIN: 00561701

Bina Darji
Company Secretary
Membership No. 50182

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH 2018 AND THE PROFIT AND LOSS STATEMENT FOR THE YEAR THEN ENDED

Note No	PARTICULARS	As at 31 st March,2018 Amount Rs.	As at 31 st March,2017 Amount Rs.
1	SHARE CAPITAL		
	Authorised		
i	13999000 equity shares of Rs. 10 each	-	139,990,000
	20999000 equity shares of Rs. 10 each	209,990,000	-
ii	1000 Redeemable Preference shares of Rs. 10 each	10,000	10,000
	Total Rs.	210,000,000	140,000,000
	Issued,Subscribed and Fully paid-up		
i	6500000 Equity shares of Rs. 10 each fully paid	-	65,000,000
	17484900 Equity shares of Rs. 10 each fully paid	174,849,000	-
	Total Rs.	174,849,000	65,000,000
a)	Reconciliation of number of shares	March'2018	
	Equity shares	Nos of shares	Amount
	Opening	6,500,000	65,000,000
	Add : issued during the year		
	Bonus Shares	6,500,000	65,000,000
	Right Issue	484,900	4,849,000
	Initial Public Offer	4,000,000	40,000,000
	Closing	17,484,900	174,849,000
		March'2018	
	Preference shares	Nos of shares	Amount
	Opening	-	-
	Less : redeem during the year	-	-
	Closing	-	-
		March'2017	
	Equity shares	Nos of shares	Amount
	Opening	6,500,000	65,000,000
	Add : issued during the year	-	-
	Closing	6,500,000	65,000,000
		March'2017	
	Preference shares	Nos of shares	Nos of shares
	Opening	-	-
	Less : redeem during the year	-	-
	Closing	-	-

CRP RISK MANAGEMENT LIMITED

Note No	PARTICULARS	As at 31 st March,2018 Amount Rs.	As at 31 st March,2017 Amount Rs.
b)	Details of Shares held by shareholders holding more than 5 % of the aggregate shares in the company		
	Equity shares	As at march 31,2018	As at march 31,2017
	Hitesh Asrani	1,13,32,040 (64.81%)	56,66,020 (87.17%)
	Shibani Belwalkar	-	5,68,000 (8.74%)
2	RESERVES AND SURPLUS		
i	Profit and loss accounts		
	Balance B/f.	228,750,439	178,246,424
	Add : profit for the year	59,096,451	50,504,015
	Less : Bonus Issue During the Year (As Per Note No. 1)	65,000,000	-
	Total Rs.	222,846,890	228,750,439
ii	Share Premium Account		
	Balance B/f.	-	-
	Add : Addition During The Year (As Per Note No. 1)	209,698,000	-
	Total Rs.	209,698,000	-
	Total Rs.	432,544,890	228,750,439
3	LONG TERM BORROWINGS		
i	Secured		
	Vehical loan	3,978,606	-
	Total Rs.	3,978,606	-
ii	Unsecured		
	Loan from NBFC	495,070	1,343,967
	Directors, Members and Relatives	242,973	4,667,569
	Total Rs.	738,043	6,011,536
	Total Rs.	4,716,649	6,011,536
4	DEFERRED TAX LIABILITIES (NET)		
	Deferred Tax Liabilities (Net)	24,457,690	23,286,663
	Total Rs.	24,457,690	23,286,663

Note No	PARTICULARS	As at 31 st March,2018 Amount Rs.	As at 31 st March,2017 Amount Rs.
5	OTHER LONG TERM LIABILITIES		
	Deposits from Customer	1,408,050	1,408,050
	Total Rs.	1,408,050	1,408,050
6	LONG TERM PROVISIONS		
	Provision for gratuity	1,188,503	2,269,144
	Total Rs.	1,188,503	2,269,144
7	SHORT TERM BORROWINGS		
i	Secured		
	Working capital loan from State Bank of India	147,013,201	161,868,394
	CC against hypothecation of present & future book debts outstanding money, receivable and other current assets Loan is secured against assets created out of bank finance and also immovable assets like office premises, Residence of share holder and third party collateral and personal guarantee of all directors.		
	Total Rs.	147,013,201	161,868,394
ii	Unsecured		
	Overdraft With ICICI Bank Ltd.	1,247,597	1,246,049
	Total Rs.	1,247,597	1,246,049
	Total Rs. (i+ii)	148,260,799	163,114,443
8	TRADE PAYABLES		
i	Trade Payable	9,034,075	4,867,081
	Total Rs.	9,034,075	4,867,081
9	OTHER CURRENT LIABILITIES		
i	Current maturities of long term debts	1,393,867	29,993,162
ii	Sundry Creditors for expense & other liabilities	10,504,797	22,624,669
iii	Advance from Customers	38,665,002	33,002,452
	Total Rs.	50,563,667	85,620,282
10	SHORT TERM PROVISIONS		
i	Provision for Income Tax	34,618,819	13,297,691
	Total Rs.	34,618,819	13,297,691

CRP RISK MANAGEMENT LIMITED

FIXED ASSET : Schedule No. 11

Particulars	Gross Block				Depreciation				Net Block	
	01.04.2017	Additions	Sale/Adj.	31.03.2018	01.04.2017	For the Year	Sale/Adj.	31.03.2018	31.03.2018	31.03.2017
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
Tangible Asset										
BUILDINGS										
OFFICE PREMISES	5,419,959	3,536,697	0	8,956,656	2,156,348	165,965	0	2,322,313	6,634,343	3,263,611
MOTOR CAR										
CAR	8,490,000	5,077,856	0	13,567,856	7,253,437	478,300	0	7,731,737	5,836,119	1,236,563
PLANT & MACHINERY										
MOBILE	692,030	105,000	0	797,030	531,233	59,496	0	590,729	206,301	160,797
BIOMATRIX (SEC.)	175,045	0	0	175,045	165,411	614	0	166,025	9,020	9,634
OFFICE EQUIPMENT	73,676	0	0	73,676	69,435	557	0	69,992	3,684	4,241
REFRIGERATOR	32,500	0	0	32,500	30,875	0	0	30,875	1,625	1,625
U.P.S.	195,646	0	0	195,646	184,451	1,412	0	185,863	9,783	11,195
EPBX	147,926	0	0	147,926	140,530	0	0	140,530	7,396	7,396
PROJECTOR	120,075	0	0	120,075	114,072	0	0	114,072	6,003	6,003
FIRE SAFETY	71,575	0	0	71,575	67,942	54	0	67,996	3,579	3,633
SCANNER	304,235	0	0	304,235	285,777	2,823	0	288,600	15,635	18,458
MICROWAVE	10,440	0	0	10,440	9,918	0	0	9,918	522	522
AIR CONDITION	1,648,790	1,048,497	0	2,697,287	1,222,879	122,687	0	1,345,566	1,351,721	425,911
DIGITAL CAMERA	347,185	0	0	347,185	306,842	14,615	0	321,457	25,728	40,343
XEROX MACHINE	690,000	0	0	690,000	655,500	0	0	655,500	34,500	34,500
FURNITURE & FIXTURES										
FURNITURE & FIXTURES	98,694,576	15,241,904	0	113,936,480	74,855,455	6,726,325	0	81,581,780	32,354,700	23,839,121
COMPUTER										
COMPUTER	42,189,940	7,780,896	0	49,970,836	40,028,890	330,223	0	40,359,113	9,611,723	2,161,050
Sub Total	159,303,598	32,790,850	0	192,094,448	128,078,995	7,903,071	0	135,982,066	56,112,382	31,224,603
Intangible										
COMPUTER DATA										
CRP Secure	142,762,470	13,200,000	13,200,000	142,762,470	12,468,423	9,517,497	0	21,985,920	120,776,549	130,294,046
Sub Total	142,762,470	13,200,000	13,200,000	142,762,470	12,468,423	9,517,497	0	21,985,920	120,776,549	130,294,046
Total Current Year	302,066,068	45,990,850	13,200,000	334,856,918	140,547,418	17,420,568	0	157,967,986	176,888,931	161,518,649
Previous Year	265,293,601	100,285,287	63,512,820	302,066,068	141,717,168	16,949,190	18,118,939	140,547,418	161,518,649	123,576,433

Note No	PARTICULARS	As at 31 st March,2018 Amount Rs.	As at 31 st March,2017 Amount Rs.
11	FIXED ASSETS		
i	Tangible Assets	56,112,382	31,224,603
ii	Intangible Assets	120,776,549	130,294,046
	Total Rs.	176,888,931	161,518,649
12	NON CURRENT INVESTMENTS		
i	Unquoted shares	103,050	163,050
	Total Rs.	103,050	163,050
13	LONG TERM LOANS AND ADVANCES		
i	Deposits with others	1,310,192	1,720,742
	Total Rs.	1,310,192	1,720,742

Note No	PARTICULARS	As at 31 st March,2018 Amount Rs.	As at 31 st March,2017 Amount Rs.
14	OTHER NON CURRENT ASSETS		
i	Preliminary Expenses W/off	13,892,673	-
	Total Rs.	13,892,673	-
15	CURRENT INVESTMENT		
i	Trade investment	262,210	242,662
ii	Unquoted shares	2,400,000	2,400,000
	Total Rs.	2,662,210	2,642,662
16	INVENTORIES		
i	Inventories	180,639,171	-
	Total Rs.	180,639,171	-
17	TRADE RECEIVABLES (unsecured and considered good)		
i	Debts outstanding for a period exceeding six months from the date they are due for payment considered Good	15,796,774	14,160,906
ii	Other debts	270,696,200	280,583,988
	Total Rs.	286,492,974	294,744,895
18	CASH AND BANK BALANCES		
	Cash and cash equivalents		
i	Balance with banks in current account	32,094	1,878
ii	Cash on hand	640,041	1,575,720
	Total Rs.	672,134	1,577,599
19	SHORT TERM LOANS AND ADVANCES		
i	Loans and Advances (Considered good, recoverable in cash or kind or for value to be received)	3,108,610	1,610,710
ii	Staff advances	1,101,334	1,282,770
iii	Advance Payment of Tax	21,259,616	5,635,997
iv	Advance to suppliers	135,935,731	97,248,074
	Total Rs.	161,405,291	105,777,551
20	OTHER CURRENT ASSETS		
i	TDS Recoverable	1,899,231	2,839,028
ii	Balances with Govt. Authority	16,665,992	
iii	Prepaid Expenditure	16,114,138	
iv	Other current asset	22,896,154	22,641,154
	Total Rs.	57,575,515	25,480,182

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Note No	PARTICULARS	As at 31 st March,2018 Amount Rs.	As at 31 st March,2017 Amount Rs.
21	REVENUE FROM OPERATIONS		
i	Sale & Services	822,526,156	810,203,802
	Total Rs.	822,526,156	810,203,802
22	OTHER INCOME		
i	Dividend received	-	12,038
ii	Interest on income tax refund	-	3,864,285
iii	Other Interest Received	1,480,023	1,544,381
iv	Capital Gain on Shares	-	2,700,000
v	Miscellaneous income	4,973	96,738
vi	Commission Received	-	2,698,830
vii	Foreign Fluctuation Gain	24,816	-
	Total Rs.	1,509,812	10,916,273
23	EMPLOYEE BENEFIT EXPENSES		
i	Salaries	12,429,709	22,444,234
ii	Provident fund	-	712,179
iii	ESIC	-	139,063
iv	Professional Tax Paid	-	403,670
v	Staff welfare expenses	367,132	512,824
	Total Rs.	12,796,841	24,211,970
24	OPERATION AND OTHER EXPENSES		
i	Advertisement Expenses	3,265,931	6,120
ii	Audit fees	175,000	175,000
iii	Bad Debts & Discount	-	1,880,045
iv	Business Development Expenses	169,519	172,194
v	Computer Repairs	-	190,979
vi	Commission & Brokerage	76,520	-
vii	Conveyance Expenses	648,508	1,148,173
viii	Courier Charges	86,043	465,003
ix	CSR Expenses	1,105,772	2,953,219
x	Data hosting charges	133,035	314,182
xi	Discount & Kasar	10,592	385,088
xii	Electricity Charges	293,378	1,272,529
xiii	Expenses W/off	-	800,000
xiv	Insurance Charges	26,887	2,845,527
xv	Interest on Late Payment of TDS	-	163,958
xvi	Membership Fees	158,978	235,350
xvii	Office Expenses	561,346	493,352
xviii	Preliminary Expenses W/off	3,473,168	1,124,144
xix	Printing & stationery	226,169	82,142
xx	Product Fees	844,836,336	638,860,083
xxi	Professional fees	1,892,036	1,345,253
xxii	Rent	5,297,666	8,376,230
xxiii	Repairs & Maintenance	272,072	1,018,730
xxiv	Recruitment Charges	5,508	-
xxv	Roc Fees	160,860	82,100
xxvi	Service Tax	-	3,333,370
xxvii	Sundry Balances W/off	80,312	-
xxviii	Swacch Bharat Cess	97,061	62,365

Note No	PARTICULARS	As at 31 st March,2018 Amount Rs.	As at 31 st March,2017 Amount Rs.
xxix	Telephone, mobile and internet charges	274,393	715,415
xxx	Transport & Other Charges	1,416,810	-
xxxi	Travelling & Business Promotion	1,873,804	2,258,318
	Total Rs.	866,617,704	670,758,867
25	FINANCE COST		
i	Interest on loan	25,105,962	36,950,492
ii	Bank charges	197,707	435,739
iii	Other borrowing cost	947,752	1,071,954
	Total Rs.	26,251,421	38,458,185

26) Accounting Policies

Nature of Operations

CRP RISK MANAGEMENT LIMITED (CRP) (Previously known as CRP Technologies (India) Limited) was incorporated in the year 2000 in Mumbai. The Company is among India's leading risk mitigation consulting and Human Resource solutions providers. The Company is specialise in offering customized solutions to our corporate clients, based on their key risk frameworks. With a pan-India presence, offices across all major cities, and a proprietary network of field officers, The Company is one of the few entities in the country which is able to operationalize solutions for clients. Over the last decade, CRP has evolved from being a basic 'credit-check' entrepreneurial start-up an integrated risk mitigation organisation; working with close to 300 leading Indian and Multinational Corporations and also have Veterinary division [CVD] which is a logical extension of the promoter's historical family business. It has positioned itself as a premier market CVD and offers a unique combination of strengths not only restricted to sales but also robust market intelligence which helps our partners to penetrate new markets and customers at best possible timelines.

(i) Basis of preparation

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(ii) Use of Estimate

The preparation of financial statements requires the group of management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the year. Example of such estimates include provision for doubtful debts, employee benefits, provision for income taxes, accounting for contract costs expected to be incurred, the useful lives of depreciable fixed assets and provisions for impairment.

(iii) Tangible Fixed Assets

Fixed assets are stated at cost of acquisition plus all related direct costs of installation less accumulated depreciation and impairment losses, if any. Subsequent expenditure related to an item of fixed assets is added to its book value only if it increases the future benefits from the existing assets beyond its previously assessed standard of performance. All other expenses on existing fixed assets including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

(iv) Intangible assets

Intangible assets are stated at cost of acquisition plus all related direct costs of installation less accumulated depreciation

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(v) Depreciation and Amortisation

The Company provides depreciation on Written down Value Method on pro-rata basis in accordance with the rates and in the manner specified in schedule II of the Companies Act, 2013 except intangible assets written off based on its life.

(vi) Investments

Investments that are readily realisable and intended to be held for not more than a year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges. Current investments are carried in the financial statement at cost. Long term investments are carried at cost.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

(vii) Revenue recognition

- a) Service/Sales charges are booked on the completion of the job/deliveries or as per terms of the engagement and there is no significant uncertainty exists regarding the amount of the consideration that will be derived from rendering the services/sales.
- b) Sale of service is net of taxes.
- c) Dividends are recorded when the right to receive payment is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.
- d) Sales is booked on the delivery of the goods or are recognized on the dispatch of goods to customer and accounted in the books, net off by sales return.

(viii) Expenditure

Rebate, claims & settlement on goods sold are accounted for as and when these are ascertained with reasonable accuracy

(ix) Foreign currency transactions

Initial Recognition :-

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion :-

Fluctuation rate in foreign transaction recorded at the time of realization. Foreign Currency monetary items are retranslated using the exchange rate prevailing at the reporting date.

Exchange Differences :-

All other exchange differences are recognized as income or as expenses in the period in which they arise

(x) Retirement and other employee benefits

Retirement benefits in the form of Provident fund (where contributed to the Regional PF Commissioner) are a defined contribution scheme. The contribution to the Provident fund, if any is charged to the statement of Profit and Loss for the year when the contribution to the fund is due.

(xi) Provision for taxation

Provision for taxation comprises of current tax and deferred tax.

Current tax represents tax on profits for the current year as determined based on the provisions of the Income Tax Act, 1961.

The deferred tax for timing differences between the book and tax profits for the year are accounted based on tax rates in force and tax laws that have been enacted or substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences, are recognised to the extent there is reasonable / virtual certainty that these would be realised in future and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

(xii) Impairment of fixed assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the profit and loss account. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

(xiii) Accounting for provisions of contingent liabilities

Provisions involving substantial degree of estimates in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. A disclosure for contingent liability is made when there is possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(xiv) Earning Per share

The basic earning per share ("EPS") is computed by dividing the net profit/ (loss) after tax for the year available for the equity shareholders by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, net profit/(loss) after tax for the year available for equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

(xv) Cash and cash Equivalents :-

Cash and cash equivalents for the purpose of cash flow statement comprise cash on hand and cash at bank including fixed deposit with original maturity period of less than three months and short term highly liquid investments with an original maturity of three months or less.

(xvi) IPO expenses amortisation:-

IPO Expenses are being and shall continue to be written off over a period of 5 years from the year in which it were incurred.

(xvii) Borrowing costs

Borrowing cost includes interest, processing fees, prepayment charges other documentary charges incurred in connection with the arrangement of borrowings.

Borrowing cost directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing cost is expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

(xviii) Lease:

Leases where the lessor effectively retains substantially all the risk and benefits of ownership of the leased term, are classified as operating lease. Operating lease payments are recognised as expense in the Statement of profit and loss on a straight line basis over the lease term.

(xix) Segment Reporting:

The accounting policies adopted by the Company for segment reporting are in line with the accounting standard on Segmental Reporting.

Business Segment: The Company is in the business of trading of CVD and providing risk management service and accordingly has two reportable business segment viz. 'Trading' and 'Service' which constitutes the primary segment.

Segment Expenses, Segment Assets, and Segment Liabilities have been allocated to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis, have been included under "Unallocated Revenue/Expenses/Assets/Liabilities.

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27) Notes to Accounts

(i) Share Issue:

- a) During the year Company issued bonus on 20th July, 2017 at the ratio of 1:1 i.e., 65,00,000 shares for existing 65,00,000 shares @ Rs.10/- i.e. Rs. 6,50,00,000/- out of reserves.
- b) Right Issue of 4,84,900 equity shares of face value of Rs.10/- per shares of our Company was made to the existing shareholders of our Company in the ratio of 373:10,000 i.e., 373 equity shares for every 10,000 equity shares held in our company vide Board resolution dated 15th September, 2017 @ Rs.30/- per share which includes a premium of Rs.20/- per share i.e. Rs.48,49,000/- share capital and Rs.96,98,000 share premium.
- c) The Company made its IPO (Initial public Offer) for SME Listing on 31st January, 2018 of 40,00,000 shares @ Rs. 60/- which includes a premium of Rs.50/- per share i.e., Rs.4,00,00,000 share capital and Rs.20,00,00,000 share premium.

(ii) Foreign Currency Transaction

	Current Year 2017-18	Previous Year 2016-17
a) Earnings in foreign currency:	24,77,908/-	3,28,69,006/-
b) Expenditure in foreign currency:	NIL	41,823/-

(iii) Earnings per share:

Earnings per share are calculated by dividing the profit/ (loss) attributable to the Equity Shareholders by the total number of Equity Shares outstanding during the period. The numbers used in calculating the basic and diluted earnings per Equity Share are as follows:

Sr. No.	Particulars	Current Year 2017-18	Previous Year 2016-17
(a)	Net profit / (loss) after tax (Rs.)	5,90,96,451/-	5,05,04,015/-
(b)	Weighted average number of equity shares outstanding at the year-end (Nos.)	1,38,76,070	1,30,00,000 (Restated)
(c)	Basic and diluted earnings per share (Rs.) [(c) = (a) / (b)]	4.26	3.88
(d)	Nominal value of share (Rs.)	10/-	10/-

(iv) Related party disclosures:

a) Related Party Relationships:

The related party relationships have been determined on the basis of the requirements of the Accounting Standard (AS)-18 'Related Party Disclosures' and the same have been relied upon by the auditors.

The relationships as mentioned above pertain to those related parties with whom transactions have taken place during the year, except where control exists.

S.No.	Name	Relationship
1	Hitesh P. Asrani	Director
2	Sayyed Mohammed Raza	Director
3	Parmanand Asrani	Father of Hitesh Asrani
4	Kushal Jain	Ex. Company Secretary
5	Bina Darji	Company Secretary

b) Related Party Transactions:

Sr. No.	Name	Relationship	Nature of Transaction	Amount Rs.
1	Hitesh P. Asrani	Director	Directors Remuneration	24,00,000/-
2	Sayyed Mohammed Raza	Director	Directors Remuneration	24,00,000/-
3	Parmanand Asrani	Father of Hitesh Asrani	Salary	3,00,000/-
4	Kushal Jain	Ex. Company Secretary	Salary	61,560/-
5	Bina Darji	Company Secretary	Salary	1,64,499/-

c) Closing Balance with Related Parties as on 31/03/2018:

Sr. No.	Particulars	Amount In Rs.
1	Hitesh P. Asrani	Nil
2	Sayyed Mohammed Raza	48,872/-
3	Parmanand Asrani	Nil
4	Kushal Jain	Nil
4	Bina Darji	Nil

(v) The details of deferred tax assets and liabilities as at year end are as under:

Particulars	As at 31 st March, 2018 Amount Rs.	As at 31 st March, 2017 Amount Rs.
Opening Balance	2,32,86,663/-	1,63,46,407/-
A) Deferred tax liability on account of:		
Depreciation	11,71,027/-	69,40,156/-
Total (A)	11,71,027/-	69,40,156/-
B) Deferred tax assets on account of:		
Depreciation	-	-
Statutory payments under Section 43B of the Income Tax Act, 1961	-	-
Amalgamation expenses under Section 35DD	-	-
Total (B)	-	-
Deferred Tax Liabilities [Net]: [Total OP + A-B]	2,44,57,690/-	2,32,86,563/-

(vi) Employee Benefit:

Define contribution Plans:

Retirement benefits in the form of provident fund (where contributed to the regional PF Commissioner) are a defined contribution scheme. The contribution to the provident fund is not applicable to the company.

(vii) The details of IPO Expenses are as under:

Sr. No.	Object	Amount Proposed as Per Prospectus	Rs. In Lakhs	
			Amount utilised upto 31 st March, 2018	Amount Unutilised as on 31 st March, 2018
1	Prepayment or repayment of a portion of loan facilities availed by our Company	175.00	175.00	NIL
2	Purchase of Computer Hardware and office Equipments	88.54	88.54	NIL
3	Meeting Additional Working Capital Requirement	1026.90	1026.90	NIL
4	Additional Infrastructure at our Registered office and Corporate Office at Mumbai	223.08	223.08	NIL
5	Marketing and Brand Building	225.38	225.38	
6	General Corporate Purposes	481.97	481.97	NIL
7	Issue Expenses	179.13	179.13	NIL
	Total	2400.00	2400.00	NIL

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(viii) Leases:-

- (a) The company has taken various office premises under operating lease that are renewable on a periodic basis at the option of both the lessor and lessee.
- (b) The future minimum lease payment as per the operation lease under non –cancellable lease term as follows:-

Particular	Amount
Not Later than 1 year	NA
Later then 1 year and not more then five year	NA
Later than Five Year	NA

(ix) Corporate Social Responsibility (CSR)

- (a) CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the company during the year is Rs. 10,62,843/- (Previous Year Rs.7,15,802)
- (b) Expenditure related to Corporate Social Responsibility is Rs, 11,05,772/-(Previous Year Rs. 29,53,219/-)
- (x) The Company has not received any information from its suppliers regarding their registration under the 'Micro, Small and Medium Enterprises Development Act, 2006'. Hence the information required to be given in accordance with Section 22 of the said Act, is not ascertainable and not disclosed.
- (xi) The balances in accounts of sundry debtor and creditors and Loans & Advances are subject to confirmation, and consequent reconciliations. Adjustments in this respect in the opinion of the management are not likely to be material and would be carried out as and when ascertained.
- (xii) In the opinion of the management, current assets, loans, advances and deposits are approximately of the value stated, if realized in the ordinary course of business. The provision of all known liabilities is adequate and not in excess of the amount reasonably necessary.
- (xiii) Additional information pursuant to Schedule III of the Companies Act, 2013 has not been furnished as the same is either Nil or not applicable.
- (xiv) Foreign currency exposures that are not hedged by derivative instruments as on 31st March 2018 is as follows:

Particulars	Equivalent rupee value of foreign currency	Amount (USD)
Foreign currency in Hand	NIL	NIL
Trade receivables	NIL	NIL

(xv) SEGMENT INFORMATION:

The Company has identified two reportable segments viz.; Trading of CVD and Risk Management Service. Segments have been identified and reported taking into account nature of products and services, the differing risks and returns. The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

Segment Assets and Segment Liabilities represent Assets and Liabilities in respective Segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

(Rs In lakhs)

No.	Particulars	Trading of CVD		Risk Management		Unallocable Amount	
		2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
1	Segment Revenue	5,616.04	5,942.95	2,609.22	2,159.08	-	-
2	Segment Result (EBIT)	634.33	491.75	824.67	979.57		
3	Other Information						
	Segment Asset	5,031.20	2,446.09	1,466.50	530.20	2,318.72	2,959.96
	Segment Liabilities	59.20	-	45.85	89.59	2,637.43	2,931.38
	Capital Employed	-	-	-	-	6,073.94	2,937.50
	Segment Expenditure	-	-	-	-	7,424.47	7,503.78
	Non-Cash Expenses	-	-	-	-	174.21	169.49

- d) Inter segment pricing are at Arm's length basis.
- e) As per Accounting Standard on Segment Reporting (AS-17), the Company has reported segment information on consolidated basis.
- (xvi) CONTINGENT LIABILITIES not provided in respect of demand against which company will preferred an appeal / Rectification within allowable time, management is of opinion that the demand is likely to be either deleted or substantially reduced accordingly.
- (a) TDS demand for which rectification uploaded to department Rs.2,85,000/-
- (b) Old outstanding ESIC on which interest approximately Rs.8,80,000/-
- (c) Service tax for the prior period for which no demand notice received form the department. However, Company has paid Rs. 1.75 cr. as contingent.
- (xvii) There is no impairment loss on fixed assets on the basis of review carried out by the Management in accordance with Accounting Standard (AS)-28 "Impairment of Assets"
- (xviii) Previous year's figures have been reclassified/regrouped, where necessary to make the same comparable with the current year's figures.

As per our report attached
For L. T. Jadav & Co.
Chartered Accountants
Firm Registration No. 118218W

Lalit T. Jadav
Proprietor
Membership No. 037240

Place :- Mumbai
Dated :- 30th May, 2018.

For and on behalf of the Board of Directors
CRP Risk Management Limited

Nisha Asrani
Chairperson
DIN: 06399098

Sayyed Raza
Managing Director
DIN: 02497549

Hitesh Asrani
Director & CFO
DIN: 00561701

Bina Darji
Company Secretary
Membership No. 50182



CRP RISK MANAGEMENT LIMITED

CIN: L72100MH2000PLC124689

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

Tel: 022-42116000 Email: compliance@crp.co.in Web: www.crp.co.in

Form MGT-11 Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
Email id	
Folio No. / Client ID	
DP Id	

I/We, being the Member(s) of CRP Risk Management Limited and holding _____ shares, hereby appoint:

- Name:
Address:
Email: Signature:, or failing him/her
- Name:
Address:
Email: Signature:, or failing him/her
- Name:
Address:
Email: Signature:, or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 18th Annual General Meeting of the company to be held on Thursday, 27th September, 2018 at 3.00 p.m. at 06th Floor, Tunga International, MIDC, Opp. Marol Bus Depot, Andheri (East), Mumbai – 400 093 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

- Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.
- Appointment of a Director in place of Mr. Hitesh Asrani (DIN: 00561701) who retires by rotation and being eligible, offers himself for re-appointment.
- Ratification of the appointment of M/s L. T. Jadvav & Co., Chartered Accountants (Firm Registration No.118218W), as Statutory Auditors.

Signed this..... day of 2018.

Signature of the Shareholder

Signature of the Proxy holder(s)

Affix Re.1
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.



CRP RISK MANAGEMENT LIMITED

CIN: L72100MH2000PLC124689

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ATTENDANCE SLIP

Joint Shareholders may obtain additional slip at the venue of the meeting.

Shareholder / Proxy Holder	Address	Client ID./ DP ID.*	Folio No.	No. of Shares held

I hereby record my presence at the 18th Annual General Meeting of the Company held on Thursday, 27th September, 2018 at 3.00 p.m. at 06th Floor, Tunga International, MIDC, Opp. Marol Bus Depot, Andheri (East), Mumbai-400093

*Applicable for investors holding shares in electronic form.

Signature of the Shareholder/Proxy/Representative

Notes:

- Shareholders/Proxy Holders are requested to bring the Attendance slip with them when they come to the meeting and hand it over at the gate after affixing their signature on it.
- For e-voting, please refer point no.12 in the notes of the notice.



CRP RISK MANAGEMENT LIMITED

REGISTERED OFFICE

B - 208,209 Classique Centre, Off Mahakali Caves,
Andheri - (East), Mumbai - 400093
Tel: 022 42116000 | Website : www.crp.co.in