

CRESSANDA/SE/2023-24

30th September, 2023

To,
Listing Compliances
BSE Limited
P.J. Towers, Dalal Street, Fort,
Mumbai - 400001.

BSE Scrip Id: CRESSAN BSE Scrip Code: 512379

Subject: Submission of proceedings of the 38th Annual General Meeting of the Company held on Saturday, 30th September, 2023 pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015.

Dear Sir/Ma'am,

Pursuant to the Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015 we are pleased to submit the proceedings of the 38th Annual General Meeting of Cressanda Solutions Limited duly held on Saturday, 30th September, 2023 at 10:30 A.M. (IST) and concluded at 11:18 A.M. (IST) through Video Conferencing or Other Audio Video Means (VC/OAVM) for which purposes the Registered office of the company situated at Flat No.12A, 3rd Floor, Embassy Centre, Jamnalal Bajaj Marg, Plot no 207, Nariman Point, Mumbai, Maharashtra, India, 400021 shall be deemed as the venue for the Meeting.

Please note that the results of e-voting will be intimated to you separately upon receipt of Report from the Scrutinizer within 2 (Two) Working days from the conclusion of the 38th Annual General Meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,
Yours Faithfully,

For, CRESSANDA SOLUTIONS LIMITED

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ARUNKUMAR TYAGI
Date: 2023.09.30
14:25:15 +05'30'

ARUN KUMAR TYAGI
JOINT-MANAGING DIRECTOR
DIN: 05195956

Encl.: a/a

CRESSANDA SOLUTIONS LIMITED

Regd. Off.: #312A, Plot no. 207, Embassy Centre, Jamnalal Bajaj Marg, Nariman Point, Mumbai, Maharashtra, 400021

Phone: +91- 81692 45676 • E-MAIL: cressanda123@gmail.com, Info@cressanda.com

CIN: L51900MH1985PLC037036

PROCEEDING OF THE 38TH ANNUAL GENERAL MEETING OF CRESSANDA SOLUTIONS LIMITED HELD ON SATURDAY THE 30TH SEPTEMBER, 2023 THROUGH VIDEO CONFERENCING (“VC”) OR OTHER AUDIO VIDEO MEANS (“OAVM”) FOR WHICH PURPOSES THE REGISTERED OFFICE OF THE COMPANY SITUATED AT FLAT NO.12A, 3RD FLOOR, EMBASSY CENTRE, JAMNALAL BAJAJ MARG, PLOT NO 207, NARIMAN POINT, MUMBAI, MAHARASHTRA, INDIA, 400021 SHALL BE DEEMED AS THE VENUE FOR THE MEETING COMMENCED AT 10:30 A.M. AND CONCLUDED AT 11:18 P.M.

The 38th Annual General Meeting of Cressanda Solutions Limited was held on Saturday, 30th September, 2023 at 10:30 A.M. (IST) and concluded at 11:18 A.M. (IST) through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) in compliance with the applicable provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and various circulars issued by the Ministry of Corporate Affairs and the SEBI.

PRESENCE IN THE MEETING THROUGH VC/OAVM:

I. DIRECTORS:

S.No.	Name	Designation
1.	Mr. Chander Parkash Sharma	Chairman & Independent Director
2.	Mr. Arun Kumar Tyagi	Joint-Managing Director
3.	Mr. RajKumar Diensh Masalia	Executive Director
4.	Mr. Vijay Solanki	Non-Executive Director & Chief Technical Officer

Mr. Nikhil Tukaram Devardekar and Ms. Pooja Pramod Behere, Independent Directors, Ms. Supriya Ramesh Gangadhare, Non-Executive Director, Mr. Manohar Iyer Sadahalli Nagaraj, Managing Director were not present.

II. OFFICERS IN PRESENCE:

1. Ms. Tushti Sharma : Company Secretary & Compliance Officer
2. Ms. Neha Gupta : Chief Financial Officer

III. SPECIAL INVITEE

1. CS Chirag Jain : Scrutinizer & Secretarial Auditor for remote E-Voting and E-voting at AGM

The Company Secretary informed that there is minimum requirement to have 30 members to be present, to form Quorum for the Meeting. However, total 32 Members attended the meeting through Video Conferencing/ Other Audio Visual Means (“VC/OAVM”) as per information provided by NSDL, the agency which provided platform for the AGM which is more than the requirement of minimum quorum.

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PROCEEDINGS OF THE MEETING

As per the Article of Association of the Company Mr. Chander Parkash Sharma, Chairman of the Board occupied the Chair for the Meeting. The requisite quorum being present, the Chairman called the meeting in order.

The Chairman informed the Members that the meeting is being held through Video Conferencing/ Other Audio-Visual Means (VC/OAVM) in accordance with the various circulars and guidelines issued by MCA and SEBI. He introduced the members of the Board and other officials present at the meeting.

Mr. Chander Parkash Sharma, the Independent Director and the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee was also present to respond to the Query related thereto, if any.

The Company Secretary informed that the Company has enabled the Members to participate at the 38th AGM through the Video Conferencing/ Other Audio-Visual Means (VC/OAVM) facility provided by NSDL. It was further informed that the Members have been provided with the facility to exercise their right to vote by electronic means, both through remote e-voting and e-voting at the 38th AGM in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations. The Members joining the meeting through Video Conferencing/Other Audio-Visual Means (VC/OAVM), who have not casted their vote by means of remote e-voting, may vote through e-voting facility provided at the AGM.

The Joint-Managing Director delivered his speech to the members at the 38th AGM.

Company Secretary informed the members that, electronic copies of the Notice enclosed with the Annual Report for the financial year 2022-23 have been sent to all the members who's Email Ids were registered with the Company or Depository Participant(s). The Notice of this 38th Annual General Meeting is given from Page No. 133 to 146 of 38th Annual Report.

The Auditors Report on the Standalone & Consolidated Financial Statements of the Company is given by the Statutory Auditor M/s Rishi Sekhri & Associates, Chartered Accountant, Mumbai and We are pleased to inform that, Auditors Report do not contain any qualification or negative remarks.

The Secretarial Audit Report for Financial Year 2022-23 is given by M/s JCA & Co, Practicing Company Secretaries, Mumbai. And does not contain any qualification or adverse remark. The same is given in the Annual Report.

It was also informed that the documents including the Register of Director's and their Shareholding, Register of Contracts, copies of audited financial statements, etc., were available for inspection. However, the Company has not received any request from any shareholder for inspection.

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The Company Secretary informed to the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company had provided the remote e-voting facility through the platform of NSDL to the members of the Company to vote on the resolutions in respect of the business to be transacted at the AGM. The facility to cast e-vote was also made available during the AGM.

The Company informed that as per provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The company has also provided to casts vote of members through Remote E-voting. The remote e-voting was commenced on 9:00 A.M. of 27th September, 2023 had already been completed at 5.00 P.M. on 29th September, 2023.

The Chairman further informed that the Company has appointed CS Chirag Jain, Practicing Company Secretary as scrutinizer to scrutinize the remote e-voting prior and during the AGM in a fair and transparent manner.

The Company informed the members with respect to the business to be transacted at the Meeting. As per notice dated 6th September, 2023 convening the 38th Annual General Meeting of the Company, the following businesses were transacted at the Meeting.

ORDINARY BUSINESS:

1. Adoption of the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31st March 2023, the Statement of Profit & Loss, Cash Flow, Changes in Equity and notes thereto of the company for the financial year ended 31st March 2023 and the Report of the Board's and Auditors thereon **by ordinary resolution.**
2. Appointment of Director in place of Ms. Supriya Ramesh Gangadhare (DIN: (DIN: 08644980), Non-Executive Director, who is liable to retire by rotation at this Annual General Meeting and being eligible offers herself for re-appointment by way of Ordinary Resolution.

SPECIAL BUSINESS:

3. Approval & Confirmation for the appointment of Mr. Arunkumar Tyagi (DIN: 05195956), as Joint-Managing and Executive Director of the company for a period of 3 (Three) Years w.e.f. 7th August, 2023 on The Recommendation of the Nomination and Remuneration Committee. **By Passing Special Resolution.**
4. Approval & Confirmation for the appointment of Mr. Chander Parkash Sharma (DIN: 02143588) as an Independent Director and Chairman of the Company of the company for a period of 5 (Five) Years w.e.f. 7th August, 2023 on The Recommendation of The Nomination and Remuneration Committee. **By Passing Special Resolution.**
5. Approval & Confirmation for the appointment of Mr. Vijay Solanki (DIN: 01570127) as a Non-Executive Director and Chief Technical Officer (CTO) of the Company w.e.f. 7th August, 2023 on The Recommendation of The Nomination and Remuneration Committee. **By Passing Special Resolution.**
6. Approval & Confirmation for the appointment of Mr. Rajkumar Dinesh Masalia (DIN: 09772787) as an Executive Director of the Company w.e.f. 7th August, 2023 on the Recommendation of The Nomination and Remuneration Committee. **By Passing Special Resolution.**

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7. Approval & Confirmation for the appointment of Mr. Manohar Iyer Sadahalli Nagaraj (DIN: 06370873), as Managing and Executive Director of the Company for a period of 3 (Three) Years w.e.f. 9th February ,2023 on the Recommendation of the Nomination and Remuneration Committee. **By Passing Special Resolution.**

Company Secretary further informed that, the conditions set out in the Notice of Annual General Meeting, informing all the members stating the requirement to register themselves as a speaker to express views or ask questions during the AGM. Adequate time was provided for registration and no query was registered from any shareholder

Thereafter, the CS informed all the members of the Company that the results of the E-Voting conducted prior and during the AGM along with the report of the scrutinizer will be announced within two working days from the conclusion of the AGM and the results of the voting shall be declared by the Chairman upon receipt of the Scrutinizers Report and the same shall be placed at website of the Company and NSDL and BSE website.

The recorded transcript of the forthcoming AGM shall also be made available on the website of the company as soon as possible after the Meeting is over.

Thereafter, being no other business, the Meeting declared as concluded by the Chairman at **11:18 A.M.** on 30th September, 2023, with a vote of thanks to the Chair given by Tushti Sharma, Company Secretary, Compliance Officer & KMP of the Company.

For, CRESSANDA SOLUTIONS LIMITED

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JOINT-MANAGING DIRECTOR
DIN: 05195956

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