

INFORMATION
MEMORANDUM

OF

CRP RISK
MANAGEMENT
LIMITED

PURPOSE OF INFORMATION MEMORANDUM:

The Equity Share Capital of the Company is listed on BSE Ltd. (BSE).

The Company intends to make an application to revoke the suspension from listing its Equity Share Capital with Bombay Stock Exchange (BSE). The Company proposes to list and trade the entire equity of the Company on the Bombay Stock Exchange Limited (BSE).

**FOR AND ON BEHALF OF
CRP RISK MANAGEMENT LIMITED**

Raza Mohammed Sayyed
Managing Director
DIN: 02497549

COMPANY PROFILE

Name of the Company	CRP RISK MANAGEMENT LIMITED	
Registered Office Address	B - 208-209, Classique Centre, off Mahakali Caves, Andheri (East), Mumbai, Maharashtra, 400093	
Telephone	(022) 42116000	
Fax nos.	-	
Email ID	compliance@crp.co.in	
Company Website	www.crp.co.in	
Name of Managing Director	Mr. Raza Mohammed Sayyed	
Telephone No.	-	
Mobile No.	9870203633	
Name of Chairman	Mr. Surendra Shyam Hegde	
Telephone No.	-	
Mobile No.	9972093119	
Name of all the Directors Telephone No / Mobile No.	Name of Director	Mobile
	Hitesh Asrani	9821090020
	Raza Sayyed	9870203633
	Nisha Asrani	9664490020
	Surendra Hegde	9972093119
	Honne Gowda	7738825444
Brief nature of Business	<p>The Company is specialize 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 organization; 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</p>	

	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.	
Name of the Group Companies	Nil	
Operational Status of Business	Active	
Name change of the company in last five years	No Change	
Change in Main Line of Business in last five years	No Change	
Exchanges where the company is listed indicating Regional Stock Exchange	BSE (SME)	
Whether Listing Fees paid to all the Exchanges.	Yes	
Various Securities listed on BSE with the scrip codes and ISIN nos.	CRPRISK 540903 INE422M01013	
Name of Auditors and the changes in last five years with the dates. If yes, reasons for the same.	<i>Previous Auditor details and reason for change is mentioned below:</i>	
	Date & Tenure	Details
	Date of Appointment of new auditor - 18/12/2022 Tenure – 5 years from	RAK Champs & Co. Chartered Accountants,, Firm Registration No. 131094W
	Changes in Auditor 18/12/2022	Reason for Change: Resignation of M/s. Agrawal Desai & Shah, Chartered Accountants,
	Previous Auditor	M/s. Agrawal Desai & Shah, Chartered Accountants, Date of Appointment: June 04, 2022 Date of Resignation: December 16, 2022
Action taken against the company by any other exchange in last five years.	NA	

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CAPITAL STRUCTURE:

Sr. no.	Share Capital	As on 13-12-2023
1.	AUTHORISED CAPITAL (Comprising of 2,10,00,000 Equity Shares of Rs. 10/- each)	Rs. 21,00,00,000/-
2.	ISSUED CAPITAL (comprising of 1,74,84,900 Equity Shares of Rs. 10/- each)	Rs. 17,48,49,000/-
3.	PAID UP AND LISTED CAPITAL (comprising of 1,74,84,900 Equity Shares of Rs. 10/- each)	Rs. 17,48,49,000/-

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ABOUT THE COMPANY

Our Vision

The vision of the "CRP Risk Management Limited" is to be one of the trusted Company in India. We believe in building long term relationships with our valuable clients taking into account their needs and expectations as well as the changing market dynamics. The Company is among India's leading risk mitigation consulting and Human Resource solutions providers.

Our Mission

To offer 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.

Vision Statement

The Company, "CRP Risk Management Limited" 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 organization; 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.

Going forward, CRP Risk Management Limited plans to:

- 1. Identify Growth Opportunities:** We initially started with being a Credit Verification agency for retail banking. Post that we reinvented ourselves to use our strengths in the HR Services and Employee Background Check services. Thereafter we again realigned our business model and we started reducing our HR Services and employee background check services business since FY 2015 and completely discontinued our HR Services and employee background check services during FY 2017 to focus on higher value addition and complex services of risk management and risk mitigation. We also sold the software along with database of our employee background check services due to discontinuance of the business. We have also started the Veterinary Division from FY 2015. We also subcontract specific execution work related to our services to third party vendors. Our Company is structured on a business model with service centric approach. Due to our third party vendors we are not required to set up fully equipped operation centres at all the places where we provide services. We are working continuously to strengthen our infrastructure to enhance our presence. Our customers' requirements need co-ordination of specialized services provided by multiple vendors. Keeping in mind these needs of our customers, we provide integrated and end-to-end solutions to our customers.

2. Compliance and Governance: We acknowledge the reasons behind our previous delisting, which stemmed from non-compliance issues. However, we have undertaken a comprehensive overhaul of our internal systems, processes, and corporate governance practices to rectify those shortcomings. We have implemented rigorous compliance measures, ensuring adherence to all regulatory requirements, including financial reporting, disclosure obligations, and corporate governance standards. These reforms are designed to prevent any future non-compliance issues and to reinforce our commitment to transparency, accountability, and ethical practices.

By re-listing CRP Risk Management Limited, investors can participate in our growth trajectory and benefit from the potential value appreciation resulting from our strategic positioning in the expanding market. We recognize the importance of investor confidence and understand that re-listing CRP Risk Management Limited on the stock exchange is instrumental in building and maintaining trust with our shareholders and potential investors.

We are committed to creating long-term value for our shareholders through consistent financial performance, transparent communication, and adherence to best corporate practices. By following strict compliance and governance protocols, we aim to foster a culture of trust and accountability within our organization. Additionally, our robust risk management strategies, coupled with our ability to identify and capitalize on market opportunities, instill confidence in our investors regarding our ability to generate sustainable returns.

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OUR BUSINESS

History and main objects and present business of the Company:

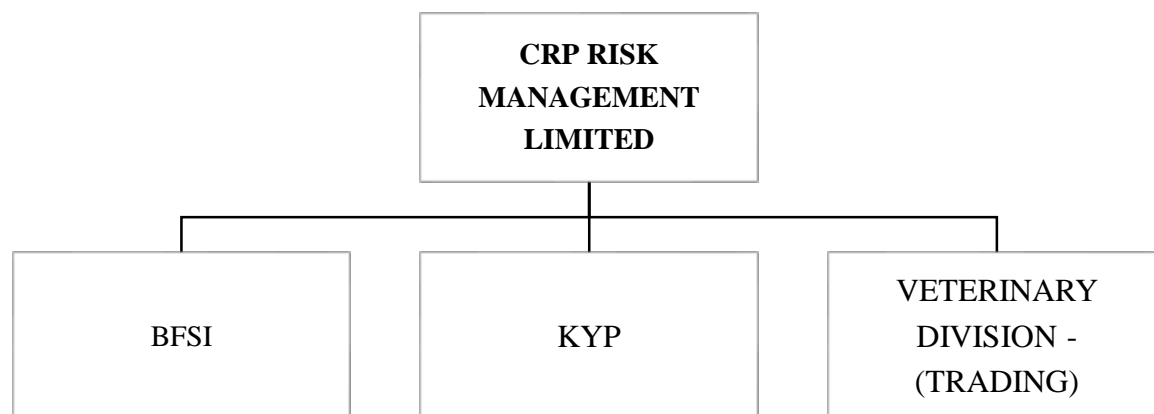
CRP Risk Management Limited (CRP) (Previously known as CRP Technologies (India) Limited) was incorporated in the year 2000 in Mumbai. The Company is among India's leading risk mitigation consulting and Human Resource solutions providers. The Company is specialize in offering customized solutions to our 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 organization; 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.

The Company has no Subsidiaries.

The Main Object of the company is as follows:

1. To carry on the business of various types of verifications i.e. consultancy, advisory and vendor services in relation to human relations, including pre-employment screening, Post employment screening, criminal background checks, education checks, database creation and management, credit verification, project verification, previous employment checks, residence checks, credit history checks, online profile checks, drug screening, company, key management and promoter due diligence, due diligence on employees, vendors, customers and other partners, personnel training, business processes and preventive risk management services, training, customer satisfaction survey, customer retention programs, research and analysis, field data collection, asset verification and management, internal control management, risk control services, anonymous reporting systems, sampling, workplace surveillance, internal and external audits, operational audits, process audits, financial audits, intellectual property rights, investigative and detective services including fraud investigation, claims assistance and investigation for insurance, third party administrators, health management organizations and such other insurance auxiliary and supportive fields.
2. To carry on the business as Exporters, Importers, Wholesalers, retailers, Traders, Dealers, Stockiest, Distributors, Commission Agents, Franchisers for Readymade Garments, Fabrics, Plastic Items, Agro products, Vegetables, Fruits, Marine Products, pharmaceuticals, veterinary products, Edibles, Consumer Items, Animal feed and all other types of general goods, accessories commodities or any other general merchandise.

Our business portfolio is segmented in the following verticals:



BFSI-CORPORATES	RETAIL – KNOW YOUR PEOPLE (KYP)	VETERINARY DIVISION
Retail & Corporate loans verification BFSI sector	KYP check for domestic help	Deal in various types of veterinary products such as:
Profile checks in insurance industry prior to issuance of policy	KYP check for support service such electrician, Plumbers, Carpenter	<ul style="list-style-type: none"> • Poultry feed enzymes
KYC Checks for as per the RBI PML policy	KYP Checks for personal Drivers.	<ul style="list-style-type: none"> • Poultry feed toxin binders Aquaculture feeds
Claims investigation.	KYP checks can be conducted for any helping hand who work for the residential, Commercial	<ul style="list-style-type: none"> • Animal Feed Supplement
Documents verification across		<ul style="list-style-type: none"> • Fish Food
NPA Investigation & profile checks.		<ul style="list-style-type: none"> • Other products

DETAILS OF PROMOTERS & PROMOTERS GROUP:

Sr. No.	Name	Residential Address	No. of Equity Shares hold
1.	Hitesh P. Asrani	4, Golden View,Sunder Nagar Road No.2, Kalina, Santacruz (East), Mumbai - 400098	1,11,32,040
2.	Haresh Thakurdas Kursija	Flat No 1101, 11th Floor, Shubhjeevan Chs, Saraswati Road, Santacruz W Opp Uco Bank, Mumbai - 400054	1,17,010
3.	Parmanand H Asrani	4, Golden View,Sunder Nagar Road No.2, Kalina, Santacruz (East), Mumbai - 400098	53,240
4.	Nisha Asrani	4, Golden View,Sunder Nagar Road No.2, Kalina, Santacruz (East), Mumbai - 400098	53,170
5.	Ritu Manesh Wadhwa	Banglow No-40 Collectors Colony Rc, Marg Opp Nrankan Shawan Bhawan, Chembur, Mumbai-400074	50,010
6.	Geeta Parmanand Asrani	4, Golden View,Sunder Nagar Road No.2, Kalina, Santacruz (East), Mumbai - 400098	740

DETAILS OF AUDITORS AND LEGAL ADVISORS OF THE COMPANY:

Sr. No.	Particulars	
1.	Name and address of the Auditors of the Company	RAK Champs & Co. Chartered Accountants,, Firm Registration No. 131094W
2.	Name and address of the Legal Advisors of the Company	Amruta Giradkar & Associates

DETAILS OF KMP'S AND DIRECTORS:

Sr. No.	Name	Designation	DIN/PAN	Directorships in other Companies
1	Raza Mohammed Sayyed	Managing Director	02497549	<ul style="list-style-type: none"> • Ozean Futura Private Limited • Medichack Info Private Limited • Crp Beaumont Research (India) Private Limited • White Eagle Copyrights Private Limited • Crp Training And Development Private Limited
2	Hitesh Parmanand Asrani	CFO & Executive Director	00561701	<ul style="list-style-type: none"> • Ozean Futura Private Limited • Medichack Info Private Limited • Apple Lifecare (India) Private Limited • W2E Solutions Private Limited • Ginger Country Living Private Limited • Apple Lifecare Private Limited • CRP Beaumont Research (India) Private Limited • CRP Associates Private Limited • White Eagle Copyrights Private Limited
3	Nisha Hitesh Asrani	Non-Executive Director	06399098	<ul style="list-style-type: none"> • Medichack Info Private Limited • W2E Solutions Private Limited • Apple Lifecare (India) Private Limited • Ozean Futura Private Limited
4	Surendra Shyam Hegde	Non-Executive	03537507	<ul style="list-style-type: none"> • Vidwan Aeronautics Private Limited

		Independent Director		
5	Honne Chandre Gowda	Non-Executive Independent Director	07738387	NIL

DETAILS OF CHANGES IN DIRECTORS/ MANAGEMENT AND AUDITORS OF THE COMPANY IN DURING THE LAST ONE YEAR:

1. Mr. Hemant Gada was resigned from Non- Executive Independent Director on November 06, 2023.
2. Mr. Honne Gowda was appointed as Non- Executive Independent Director on November 08, 2023.

COMPOSITION OF THE BOARD OF DIRECTORS AND OTHER DETAILS:

Sr. No.	Name of the entities	Category (Promoter/ Director/ Compliance officer)	PAN of the entity	DIN (for Director)
1.	Raza Mohammed Sayyed	Director	AMTPS0762N	02497549
2.	Nisha Hitesh Asrani	Director	ABTPA7452Q	06399098
3.	Honne Chandre Gowda	Director	ATCPG0894K	07738387
4.	Hitesh Parmanand Asrani	Director & Promoter	AARPA2893C	00561701
5.	Surendra Shyam Hegde	Director	AASPH8850M	03537507

- All the Equity Shares of the Company are pari passu and have equal rights regarding Voting and Dividend.
- There is no Lien on any shares of the Company.
- The Process for modification of such Rights and Forfeiture of Shares will be as per the provisions of the Companies Act, 2013 and the Articles of Association of the Company.
- There are no restrictions on transfer and transmission of shares and on their consolidation/splitting. There was no revaluation of any assets during last five years.
- No material contracts, agreements (including agreements for technical advice and collaboration), concessions and similar other documents (except those entered into in the ordinary course of business carried on or intended to be carried on by the company) have been entered into by the company till date.

- Never any commission, brokerage, discount, or other special terms including an option for the issue, if any, kind of securities granted to any person has been undertaken by the said company.

**FOR AND ON BEHALF OF
CRP RISK MANAGEMENT LIMITED**

Raza Mohammed Sayyed
Managing Director
DIN: 02497549

SHAREHOLDING PATTERN:

Shareholding Pattern (latest as on September 30, 2023)	No. of shares	% of total share- holding	No of shares in demat	% of demat	No of Shares Pledged	% of pledged shares
Promoter and Promoter Group	1,14,06,210	65.23	1,14,06,210	100	22,50,000	19.73
Public Shareholding	60,78,690	34.77	60,78,690	100	9,16,400	15.08
Shares held by custodians against DRs issued by the company	-		-		-	-
TOTAL	1,74,84,900	100.00	1,74,84,900	100	31,66,400	34.80

For CRP Risk Management Limited

Raza Mohammed Sayyed
Managing Director
DIN: 02497549

LITIGATION:

There are no outstanding litigation pending by/against the Company pertaining to

(i) Matters likely to affect operation and finances of the company including disputed tax liabilities of any nature; and

(ii) Criminal prosecution launched against the company and the directors for alleged offences

There are no defaults by the Company in payment of any statutory dues, institutional dues, towards any payment of any instrument holders like debentures, fixed deposits, and towards payment of any arrears on cumulative preference shares, etc.

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For CRP Risk Management Limited

Raza Mohammed Sayyed

Managing Director

DIN: 02497549

FINANCIAL PERFORMANCE FOR LAST 3 YEARS

Particulars	2022-23	2021-22	2020-21
Revenue from Operations	16,63,10,168	32,75,19,431	30,11,54,610
Other Income	-	1,33,57,278	2,78,20,568
Total	16,63,10,168	34,08,76,709	32,89,75,179
Profit Before Interest, Tax & Depreciation	1,05,71,672	3,75,99,197	4,64,75,133
Profit before Tax	5,99,494	2,13,952	79,98,969
Less: Current Tax	1,99,650	14,95,000	16,00,000
Less: Deferred Tax Asset / (Liability)	(78,637)	(51,31,878)	-16,84,793
Profit after Tax	4,78,481	38,50,830	80,83,762

For CRP Risk Management Limited

Raza Mohammad Sayyad
Managing Director
DIN: 02497549