CROISSANCE LIMITED

306, 1st Floor, 17th Cross, 2nd Block, RT Nagar, Bengaluru 560032, Karnataka Ph: +91 80 23330019

W: www.croissance-group.com E: support@croissance-group.com CIN No: L55100KA1994PLC103470

Date: 11.03.2024

To,
The Listing Department
BSE Ltd.
Phiroze Jeejebhoy Towers
Dalal Street,
Mumbai - 400 001

Ref: BSE Scrip Code: 531909

Dear Sir

Sub: Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

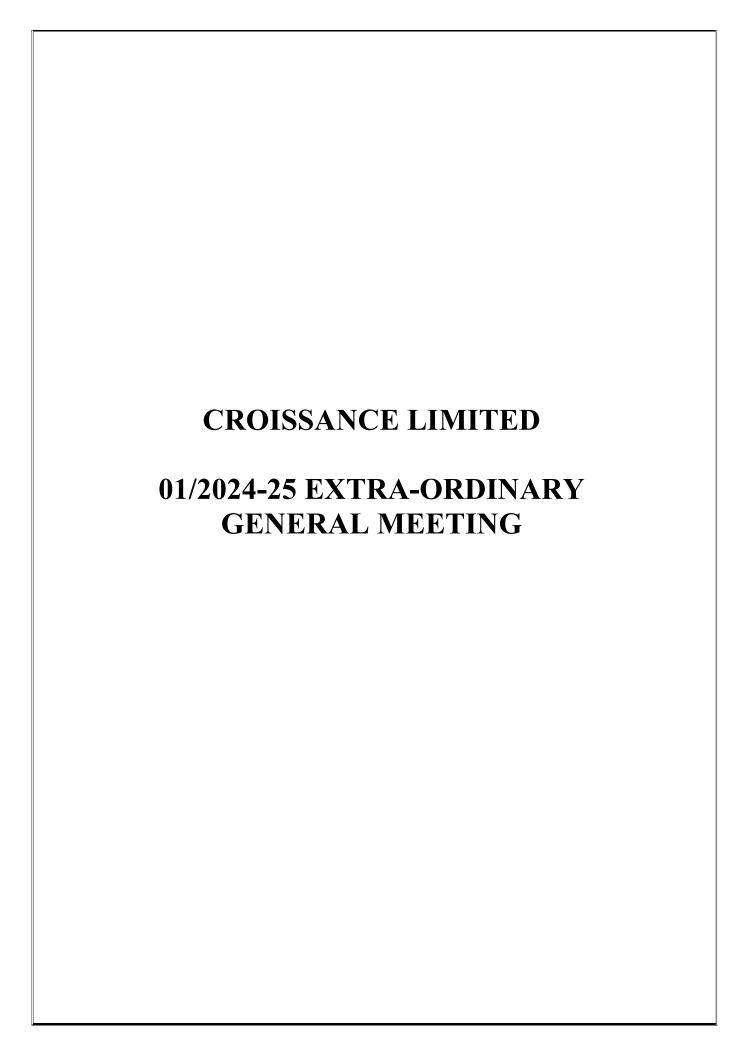
With reference to the subject cited and further to our communication dated 04.03.2024, please find the enclosed notice of 01/2024-25 Extra-Ordinary General Meeting pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as sent to the shareholders of the Company.

This is for the information and records of the Exchange, please.

Thanking you.
Yours faithfully,
For Croissance Limited

AMARESH RAO Digitally signed by AMARESH RAO GAIKWAD Date: 2024.03.11 16:12:05

Amaresh Rao Gaikwad Whole-time Director& CFO (DIN: 06824486)



NOTICE

NOTICE IS HEREBY GIVEN THAT THE 01/2024-25 EXTRA-ORDINARY GENERAL MEETING (EGM) OF MEMBERS OF CROISSANCE LIMITED WILL BE HELD ON MONDAY, THE 8TH DAY OF APRIL, 2024 AT 9:00 A.M. AT REGISTERED OFFICE OF THE COMPANY SITUATED AT 306, 1ST FLOOR, 17TH CROSS, 2ND BLOCK, R T NAGAR, BANGALORE- 560032, KARNATAKA TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

1. ALTERATION OF OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to provisions of Sections 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with applicable rules and regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("Act") and subject to such other requisite approvals, if any, required from appropriate authorities, consent of the members of the Company be and is hereby accorded for alteration of the Object Clause of the Memorandum of Association of the Company by inserting sub-clause 6 to the existing Clause III (A.) of the Memorandum of Association of the Company be added as under:

"To carry on the business of distilleries, bio based distilleries products, buying & selling of agro based products, processes, refineries and other all types of agro based products, green and alternate energy, including its feed stocks or which may be derived, produced, prepared, developed, compounded, made or manufactured there from and substances obtained by mixing any of the foregoing with other substances including rectified spirit, ENA, ethanol and to put to commercial use and otherwise deal in any manner in all or any of them and their allied products and materials, and for this purpose establish, purchase, acquire, own, design, engineer, fabricate, build, alter, improve, operate, manage, maintain, repair, buy and sell refineries, pipelines, buildings, plants, equipment, facilities and outlets for the production, refining, processing, storage, supply, transportation and distribution of above mentioned."

RESOLVED FURTHER THAT any of the Director of the Company and/or Company Secretary of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable including filing of necessary form with the office of the Registrar of Companies as maybe applicable to give effect to above resolution."

Place: Bengaluru For and on behalf of the Board of Croissance Limited

Sd/-Amaresh Rao Gaikwad Whole-time Director & CFO (DIN- 06824486)

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The instrument of Proxy in order to be effective shall be deposited at the Registered Office of the Company by not less than 48 hours before the commencement of the Meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.

- 2. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, as amended (the "Companies Act" or the "Act") with respect of the business as set out in the Notice is annexed hereto.
- 3. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
- 4. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID Numbers for identification.
- 5. Corporate Members intending to send their authorized representative/(s) u/s 113 of the Companies Act, 2013 (the Act), are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting.
- 6. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
- 7. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat

form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agents (M/s. Venture Capital and Corporate Investments Private Limited.)

- 8. With a view to using natural resources responsibly, we request shareholders to update their email address with their Depository Participants to enable the Company to send communications electronically.
- 9. Members holding shares in the same name under different ledger folios are requested to apply for consolidation of such folios and send the relevant share certificates to M/s. Venture Capital and Corporate Investments Private Limited, Share Transfer Agents of the Company for their doing the needful.
- 10. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
- 11. The Securities and Exchange Board of India issued a circular for submission of Aadhar number by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit Aadhar card details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their Aadhar card details to the Company/ Registrar and Share Transfer Agents (M/s. Venture Capital and Corporate Investments Private Limited.)
- 12. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/ transmission/ transposition, Demat/Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
- 13. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Extra-ordinary General Meeting.
- 14. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
- 15. Electronic copy of the Notice is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same.

- 16. Members may also note that the Notice will also be available on the Company's website for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: support@croissance-group.com.
- 17. SEBI has decided that securities of the listed companies can be transferred only in dematerialized form which effective from 01.04.2019. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.

18. INSTRUCTIONS FOR E-VOTING

- a. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations and applicable circulars, the Members are provided with the facility to cast their vote electronically (through remote e-Voting as well as the e-Voting system on the date of the EGM), through the e-Voting services provided by CDSL, on all the resolutions set forth in this Notice.
- b. The remote e-Voting period commences on Friday, April 5, 2024 (9.00 A.M. IST) and ends on Sunday, April 7, 2024 (5.00 P.M. IST). During this period, Members holding shares either in physical mode or in demat mode, as on Saturday, March 31, 2024 i.e., cutoff date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. A person who is not a member as on the Cut-off date should treat Notice of this Meeting for information purposes only.
- c. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e., **Saturday, March 31, 2024**.
- d. Any person or non-individual Shareholders (in physical mode/ demat mode) who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow the steps mentioned below.
- e. <u>Login method for e-Voting and voting during the meeting for Individual Shareholders holding securities in demat mode.</u>

In terms of the SEBI circular dated December 9, 2020 on the e-Voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e-Voting process has been enabled to all individual Shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Shareholders are advised to update their mobile number and

email ID in their demat accounts in order to access e-Voting facility. Login method for Individual Shareholders holding securities in demat mode is given below:

Type of	Login Method
Shareholders	
Individual Shareholders holding securities in Demat mode with CDSL	a. Users who have opted for Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest is https://web.cdslindia.com/myeasi/home/login or https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com/myeasi/home/login and click on Login icon and select New System Myeasi.
	b. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider ("ESP") i.e. CDSL, for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all ESP i.e. CDSL/NSDL, so that the user can visit the ESP website directly.
	c. If the user is not registered for Easi/Easiest, option to register is available at https://web . cdslindia.com/ myeasi/Registration/ EasiRegistration. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/ EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP i.e. CDSL where the e-Voting is in progress.
Individual Shareholders holding securities in Demat mode with NSDL	a. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com .

- b. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services.
- c. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider- CDSL and you will be re-directed to the CDSL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- d. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.
- e. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- f. A new screen will open. You will have to enter your User ID (i.e. your 16 digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- g. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider-CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual
Shareholders
(holding securities in
Demat mode) login
through their
Depository
Participants

- a. You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.
- b. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be

	redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.
c.	Click on Company name or e-Voting service provider name -CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

<u>Important note:</u> Members who are unable to retrieve User ID/ Password are advised to use "Forget User ID" and "Forget Password" option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details					
Individual Shareholders	Members facing any technical issue in login can contact CDSL					
holding securities in Demat	helpdesk by sending a request at					
mode with CDSL	helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.					
Individual Shareholders	Members facing any technical issue in login can contact NSDL					
holding securities in Demat mode with NSDL	helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990					
	and 1800 22 44 30					

- f. Login method for e-Voting and voting during the meeting for Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.
 - a) The shareholders should log on to the e-voting website www.evotingindia.com.
 - b) Click on Shareholders tab/ module.
 - c) Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - ➤ Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - d) Next enter the Image Verification as displayed and Click on Login.
 - e) 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.
 - f) If you are a first time user follow the steps given below:

Login type	For Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.
DANI	other than individual Shareholders holding securities in demat mode.
PAN	
	Enter your 10-digit alpha-numeric "PAN" issued by Income Tax
	Department. Shareholders who have not updated their PAN with the
	Company/Depository Participant are requested to use the sequence number
	sent by RTA or contact RTA.
	sont by 14111 of contact 14111.
Dividend	Entantha Dividand Dank Dataila on Data of Dinth (in dd/mm/xxxxx format)
	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format)
Bank Details	as recorded in your demat account or in the company records in order to
OR Date of	login.
Birth (DOB)	
	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 (iii).

- g) After entering these details appropriately, click on "SUBMIT" tab.
- h) Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in Demat mode 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 account 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.
- i) For Members holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- j) Click on the EVSN for the relevant < Company Name > on which you choose to vote.
- k) 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.
- l) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- m) 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.

- n) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- o) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- p) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- q) 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 and enter the details as prompted by the system.
- r) Additional Facility for Non Individual Shareholders and Custodians –For Remote e-Voting only.
- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- 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.
- Alternatively, Non-Individual Shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address viz; support@croissance-group.com, if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.
- 19. M/s. Nishant Darak & Associates, Practicing Company Secretary, bearing C.P. Number 26646 has been appointed as the Scrutinizer to scrutinize the e-voting process. The Scrutinizer shall, immediately after the conclusion of voting at this EGM, first count the votes cast during this EGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of this EGM, a consolidated Scrutinizer's

- Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
- 20. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.croissance-group.com and on the website of CDSL within two (2) days of passing of the resolutions at this EGM of the Company and communicated to the BSE Limited.

Place: Bengaluru For and on behalf of the Board of Date: 04.03.2024 Croissance Limited

Sd/-Amaresh Rao Gaikwad Whole-time Director & CFO (DIN- 06824486)

EXPLANATORY STATEMENT[Pursuant to Section 102 of the Companies Act, 2013]

Item No. 1:

Croissance Limited ("the Company") has a diversified business portfolio i.e., engaged in the business of constructing, building, developing and maintaining buildings, apartments, hospitals and other such structures in India and to purchase, acquire, take on lease, or in exchange or in any other lawful manner any area, lands, buildings, structures and other immovable properties or any interest therein and is also engaged in the business of restaurants, motels, fast food centres, caterers, cafeteria, canteens, bakery, wellness Ayurveda clinics.

The Memorandum of Association ("MOA") is proposed to be amended to enable the Company to enter into the business of distilleries, bio- based distilleries products, buying & selling of agro based products, processes, refineries and other all types of agro based products, green and alternate energy.

In view of the aforesaid, the Object Clause of the MOA of the Company is required to be altered to include the object as mentioned in this Notice for which shareholders' approval is sought by means of Special Resolution in accordance with the sections 13 and 4 and other applicable provisions of the Companies Act, 2013.

Copy of the MOA of the Company together with the proposed alteration is available to the Members for inspection without any fee from the date of circulation of this Notice up to the date of Extraordinary General Meeting. Members seeking to inspect such documents can send an email at support@croissance-group.com.

Accordingly, the Board of Directors recommends the passing of the above Resolution as Special Resolution set out in the notice.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, in the resolution set out at Item No. 1 of the Notice for Alteration of Object Clause of the Memorandum of Association of the Company.

Place: Bengaluru For and on behalf of the Board of Date: 04.03.2024 Croissance Limited

Sd/-Amaresh Rao Gaikwad Whole-time Director & CFO (DIN- 06824486)

FORM NO. 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]

L55100KA1994PLC103470

CIN

Name of the company: Registered office:	Croissance Limited 306, 1 st Floor, 17 th Cross, 2 nd 560032, Karnataka	Block, R T Nagar, Bangalore-
Name of the member(s): Registered Address: E-mail Id: Folio No./Client Id: DP ID:		
I/We, being the member (s)	of shares of the above	named company, hereby appoint
1. Name :		
25 Extra-ordinary General M April, 2024 at 09.00AM at t	nd vote (on a poll) for me/us and of Meeting of the Company, to be he Registered Office of the Company galore-560032, Karnataka and at a as are indicated below:	all on Monday, the 08 th Day of pany at 306, 1 st Floor, 17 th Cross,
1. Alteration of Object	Clause of the Memorandum of As	ssociation of the Company.
Signed this day of	2024	Affix Revenu e Stamp
Signature of shareholder		
Signature of Proxy holder(s))	
	order to be effective should be of Company, not less than 48 hours l	

CROISSANCE LIMITED 306, 1ST FLOOR, 17TH CROSS, 2ND BLOCK, R T NAGAR BANGALORE NORTH BANGALORE KA 560032 ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

I hereby record my presence for the 01/2024-25 Extra-ordinary General Meeting of the Company, Monday, the 08th Day of April, 2024 at 09.00 A.M. at the Registered Office of the Company at 306, 1st Floor, 17th Cross, 2nd Block, R T Nagar, Bangalore-560032, Karnataka and at any adjourned meeting thereof.

Shareholders/Proxy's full name(In block letters)	 			 -
Folio No./ Client ID	 _			
No. of shares held				
Note:				
		_		

Shareholders/Proxy's Signature

Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

ROUTE MAP

