

## **Crayons Advertising Limited**

Regd. & Corporate Office:
NSIC Complex, Maa Anandmayee Marg,
Okhla Ind. Estate-III, New Delhi-110 020
Tel: +91 11 4163 0000
E-mail: del@crayonad.com
www.thecrayonsnetwork.com
CIN: L52109DL1986PLC024711

Date: 24th September 2025

To,

National Stock Exchange of India Limited

Exchange Plaza Plot No. C/1, G Block Bandra Kurla Complex Bandra (E), Mumbai-400051

**SCRIP CODE: CRAYONS** 

Subject: Compliance under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015- Voting Results of  $39^{\rm th}$  Annual General Meeting of Crayons Advertising Limited ("Company")

Dear Sir/Madam,

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding voting results (in specified format) along with the consolidated report of Scrutinizer on remote e-voting and e-voting at the Annual General Meeting in respect of items of business transacted at 39th Annual General Meeting of the Company held on Tuesday, 23rd September, 2025 are enclosed herewith through Video Conference (VC')/ Other Visual Means (OAVM').

Further, the results are also being uploaded on website of the Company at **www.thecrayonsnetwork.com.** 

Kindly take the same on record.

Thank you,
Yours Sincerely,
For Crayons Advertising Limited

Kunal Lalani Managing Director DIN: 00002756



## AKSHAT GARG & ASSOCIATES

Secretarial, Legal & Corporate Advisory Services
Peer Reviewed Firm

ACS

Office No. 365, 3rd Floor, Rishabh Cloud9 Towers, Sector 1, Vaishali, Ghaziabad, U.P. - 201010 Email ID: acs@acsadvisors.in; Phone: 0120-4573083; +91-9350546594 UDYAM Registration No.: UDYAM-UP-29-0050415

## CONSOLIDATED SCRUTINIZERS' REPORT

[Pursuant to Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended up to date]

То

The Chairman & Managing Director/Company Secretary

**Crayons Advertising Limited** 

CIN: L52109DL1986PLC024711

Registered office: NSIC Complex, Maa Anandmayee Marg, Okhla Industrial Estate, Phase- III, New Delhi - 110020

Consolidated Scrutinizer's Report on remote e-voting and electronic voting during Thirty Ninth (39<sup>th</sup>) Annual General Meeting ("AGM") of the Members of Crayons Advertising Limited held on Tuesday, 23<sup>rd</sup> September 2025 at 03:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Dear Sir,

I, Akshat Garg, Practicing Company Secretary, Proprietor of M/s **Akshat Garg & Associates**, Company Secretaries (Membership No. F9161 and C.P. No. 10655) was appointed as Scrutinizer by the Board of Directors of **Crayons Advertising Limited** for the purpose of scrutinizing the voting process i.e. remote e-voting and e-voting at Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 on the proposed resolutions contained in the Notice of 39<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> September, 2025 at 03:00 P.M. through VC / OAVM in accordance with various Circulars issued by Ministry of Corporate Affairs (Collectively referred to as the "MCA Circulars") and Securities Exchange Board of India (Collectively referred to as the "SEBI Circulars").

The Notice dated 27<sup>th</sup> August 2025 for convening 39<sup>th</sup> AGM of the Company was sent to all the Shareholders in accordance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), 2015 ["SEBI (LODR) Regulations, 2015"] read with Rules made thereunder together with the MCA and SEBI circulars.

## I submit my report as under:

- 1. The remote e-voting period commenced on Saturday, September 20, 2025, at 09:00 A.M. and ended on Monday, September 22, 2025, at 5:00 P.M. via e-voting platform on the designated website of Central Depository Services (India) Limited ("CDSL"), Authorised agency to provide e-voting facility viz: https://www.evoting.india.com. The Company also provided e-voting facility to the Members who participated through VC / OAVM to enable such Members to cast their votes, if they had not cast their vote earlier through remote e-voting.
- 2. The Members of the Company as on the "cut-off date" i.e. **Tuesday, September 16, 2025**, were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolutions (Item nos. 1 to 6) as set out in the Notice.
- 3. The Management of the Company is responsible to ensure the compliances with the

requirements of the Companies Act, 2013 and Rules thereof including MCA Circulars in respect of the resolutions contained in the Notice of AGM and providing proper facility for AGM. My responsibility as Scrutinizer is restricted to make consolidated Scrutinizer's Report of the votes cast "For" or "Against" the resolutions stated in the Notice of the AGM.

- 4. After the closure of the e-voting at the AGM, the e-voting conducted at the AGM and the remote e-voting conducted prior to the AGM were unblocked and were downloaded in the presence of two witnesses, Ms. Tamanna Sharma and Ms. Tanya Joshi who are not in the employment of the Company. The votes casted by the Members were reconciled with the records maintained by the Registrar and Transfer Agent of the Company.
- 5. The shareholders exercised their voting either by remote e-voting or e-voting at AGM. There was no shareholder who opted for both the facilities. Further, shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which they actually voted were considered.
- 6. The results of the Remote e- voting together with that of the e-voting during the AGM are as under:

#### **ORDINARY BUSINESS:**

## **Resolution 01: Ordinary Resolution**

## **Adoption of the Standalone Audited Financial Statements:**

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	16	18119400	ı	ı	16	18119400	-	ı
E-Voting at AGM	1	5000	-	-	1	5000	-	-
TOTAL	17	18124400	-	-	17	18124400	-	-

Total Valid Votes (Total Votes - Invalid votes) = 18124400 Votes in Favour (% of Total Valid Votes) = 100.00% Votes in Against (% of Total Valid Votes) = 0.00%

## **Resolution 02: Ordinary Resolution**

## **Adoption of the Consolidated Audited Financial Statements:**

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	16	18119400	ı	ı	16	18119400	-	ı
E-Voting at AGM	1	5000	-	-	1	5000	-	-
TOTAL	17	18124400	-	-	17	18124400	-	-

Total Valid Votes (Total Votes - Invalid votes) = 18124400 Votes in Favour (% of Total Valid Votes) = 100.00% Votes in Against (% of Total Valid Votes) = 0.00%

## **Resolution 03: Ordinary Resolution**

To Appointment Mr. Hulasmal Lalani, who retires by rotation and being eligible, offer himself for re-appointment as Director:

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	16	18119400	3	16440	13	18102960	-	-
E-Voting at AGM	1	5000	-	-	1	5000	-	-
TOTAL	17	18124400	3	16440	14	18107960	-	-

Total Valid Votes (Total Votes - Invalid votes) = 18107960 Votes in Favour (% of Total Valid Votes) = 100.00% Votes in Against (% of Total Valid Votes) = 0.00%

#### SPECIAL BUSINESS:

## **Resolution 04: Ordinary Resolution**

Appointment of M/s Vaish & Co. Chartered Accountants, as Statutory Auditors of the Company to fill casual vacancy, to hold office for a period of 1 (one) Financial Year, from the conclusion of the 39<sup>th</sup> Annual General Meeting until the conclusion of the 40<sup>th</sup> Annual General Meeting of the company and to authorise the board of directors of the company to fix their remuneration:

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	16	18119400	-	-	16	18119400	-	1
E-Voting at AGM	1	5000	-	-	1	5000	-	-
TOTAL	17	18124400	-	-	17	18124400	-	-

Total Valid Votes (Total Votes - Invalid votes) = 18124400 Votes in Favour (% of Total Valid Votes) = 100.00% Votes in Against (% of Total Valid Votes) = 0.00%

## **Resolution 05: Ordinary Resolution**

To Appoint M/s. Akshat Garg & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company to Hold Office for a Period of 5 (Five) Financial Years, From The Conclusion Of The 39<sup>th</sup> Annual General Meeting of The Company Until The Conclusion of the 44<sup>th</sup> Annual General Meeting Of The Company And To Authorise The Board Of Directors Of The Company To Fix Their Remuneration

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes

Remote e-voting	16	18119400	ı	-	16	18119400	ı	ı
E-Voting at AGM	1	5000	-	-	1	5000	-	-
TOTAL	17	18124400	-	-	17	18124400	-	-

Total Valid Votes (Total Votes - Invalid votes) = 18124400 Votes in Favour (% of Total Valid Votes) = 100.00% Votes in Against (% of Total Valid Votes) = 0.00%

**Resolution 06: Ordinary Resolution** 

# Appointment of Mr. Ashraye Lalani as an Executive Director (WTD) of the Company

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	16	18119400	3	179309 60	13	188440	-	1
E-Voting at AGM	1	5000	-	-	1	5000	-	ı
TOTAL	17	18124400	3	179309 60	14	193440	-	ı

Total Valid Votes (Total Votes - Invalid votes) = 193440 Votes in Favour (% of Total Valid Votes) = 100.00% Votes in Against (% of Total Valid Votes) = 0.00%

On the basis of above voting results, the resolution no.(s) 1 to 6 as contained in the Notice of AGM have been passed with the requisite majority.

I hereby confirm that I am maintaining the data received from the Service Provider both electronically and manually, in respect of the votes cast through e- voting by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorised by you.

For Akshat Garg & Associates (Company Secretaries)

Date: 24.09.2025 Place: Ghaziabad

PR No.: 2918/2023 UDIN: F009161G001325234 Home

Validate

General information about company						
Scrip code						
NSE Symbol	CRAYONS					
MSEI Symbol	NOTLISTED					
ISIN	INE00FK01019					
Name of the company	CRAYONS ADVERTISING LIMITED					
Type of meeting	AGM					
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-09-2025					
Start time of the meeting	03:00 PM					
End time of the meeting	03:13 PM					

Prev

Next

## Home

## Validate

Scrutinizer Detai	ls
Name of the Scrutinizer	Akshat Garg
Firms Name	AKSHAT GARG & ASSOCIATES
Qualification	CS
Membership Number	F9161
Date of Board Meeting in which appointed	27-08-2025
Date of Issuance of Report to the company	24-09-2025

Prev

Next

## Home

Validate

Voting results						
Record date	16-09-2025					
Total number of shareholders on record date	1164					
No. of shareholders present in the meeting either in person or through pro-	ку					
a) Promoters and Promoter group	5					
b) Public	12					
No. of shareholders attended the meeting through video conferencing						
a) Promoters and Promoter group	5					
b) Public	12					
No. of resolution passed in the meeting	6					
Disclosure of notes on voting results	Add Notes					

Prev

	Resolution (1)								
	Res	olution required: (Or	dinary / Special)	Ordinary					
Whether	Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered				Adoption of the Sta	andalone Audited Fi	nancial Statements			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		17955760	100.0000	17955760	0	100.0000	0.0000	
Promoter and	Poll	17955760	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	17955760	17955760	100.0000	17955760	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	
Public-	Poll	147000	0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	147000	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		168640	2.6653	168640	0	100.0000	0.0000	
Public- Non	Poll	6327240	0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	6327240	168640	2.6653	168640	0	100.0000	0.0000	
Total Control	Total         24430000         18124400         74.1891         18124400         0						100.0000	0.0000	
	Whether resolution is Pass or Not.						Υ	es	
					Disclosure of I	notes on resolution	Add I	Notes	

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions						
Public - Non Insitutions						

	Resolution (2)									
	Resolution required: (Ordinary / Special)				Ordinary					
Whether	Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered				Adoption of the Con	solidated Audited F	inancial Statements	3			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting		17955760	100.0000	17955760	0	100.0000	0.0000		
Promoter and	Poll	17955760	0	0.0000	0	0	0.0000	0.0000		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	17955760	17955760	100.0000	17955760	0	100.0000	0.0000		
	E-Voting		0	0.0000	0	0	0.0000	0.0000		
Public-	Poll	147000	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	147000	0	0.0000	0	0	0.0000	0.0000		
	E-Voting		168640	2.6653	168640	0	100.0000	0.0000		
Public- Non	Poll	6327240	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	6327240	168640	2.6653	168640	0	100.0000	0.0000		
Total .	Total         24430000         18124400         74.1891         18124400         0						100.0000	0.0000		
					Whether resolu	tion is Pass or Not.	Y	es		
					Disclosure of I	notes on resolution	Add I	Notes		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Insitutions					
Public - Non Insitutions					

	Resolution (3)								
	Resolution required: (Ordinary / Special)				Ordinary				
Whether	promoter/promoter group are	interested in the age	enda/resolution?			Yes			
Description of resolution considered			To Appointment M	Ir. Hulasmal Lalani, v re-a	vho retires by rotati ppointment as Dire		e, offer himself for		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		17954960	99.9955	17954960	0	100.0000	0.0000	
Promoter and	Poll	17955760	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	17955760	17954960	99.9955	17954960	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	
Public-	Poll	147000	0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	147000	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		153000	2.4181	153000	0	100.0000	0.0000	
Public- Non	Poll	6327240	0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	6327240	153000	2.4181	153000	0	100.0000	0.0000	
lional .	Total	24430000	18107960	74.1218	18107960	0	100.0000	0.0000	
					Whether resolu	tion is Pass or Not.	Y	es	
					Disclosure of I	notes on resolution	Add I	Notes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	800				
Public Insitutions	0				
Public - Non Insitutions	15640				

	Resolution (4)									
	Resolution required: (Ordinary / Special)				Ordinary					
Whether	promoter/promoter group are	interested in the age	nda/resolution?			No				
Description of resolution considered				fill casual vacancy,	s vaish & co. Charte to hold office for a p eral Meeting until th	period of 1 (one) Fin	ancial Year, from th	e conclusion of the		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting		17955760	100.0000	17955760	0	100.0000	0.0000		
Promoter and	Poll	17955760	0	0.0000	0	0	0.0000	0.0000		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	17955760	17955760	100.0000	17955760	0	100.0000	0.0000		
	E-Voting		0	0.0000	0	0	0.0000	0.0000		
Public-	Poll	147000	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	147000	0	0.0000	0	0	0.0000	0.0000		
	E-Voting		168640	2.6653	168640	0	100.0000	0.0000		
Public- Non	Poll	6327240	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	6327240	168640	2.6653	168640	0	100.0000	0.0000		
lione)	Total         24430000         18124400         74.1891         18124400         0						100.0000	0.0000		
	Whether resolution is Pass or Not.						Y	es		
					Disclosure of r	notes on resolution	Add I	Notes		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Insitutions					
Public - Non Insitutions					

			Reso	olution (5)						
	Resolution required: (Ordinary / Special)				Ordinary					
Whether	promoter/promoter group are	interested in the age	nda/resolution?			No				
Description of resolution considered				Auditors of the	s. Aksnat Garg & Ass e Company to Hold C 39th Annual General	Office for a Period of	f 5 (Five) Financial Y	ears, From The		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting	17955760	17955760	100.0000	17955760	0	100.0000	0.0000		
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	17955760	17955760	100.0000	17955760	0	100.0000	0.0000		
	E-Voting		0	0.0000	0	0	0.0000	0.0000		
Public-	Poll	147000	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	147000	0	0.0000	0	0	0.0000	0.0000		
	E-Voting		168640	2.6653	168640	0	100.0000	0.0000		
Public- Non	Poll	6327240	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	6327240	168640	2.6653	168640	0	100.0000	0.0000		
notel .	Total         24430000         18124400         74.1891         18124400         0						100.0000	0.0000		
	Whether resolution is Pass or Not.					Y	es			
					Disclosure of r	notes on resolution	Add I	Notes		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Insitutions					
Public - Non Insitutions					

	Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary					
Whether	promoter/promoter group are	interested in the age	nda/resolution?			Yes			
Description of resolution considered			Appointmer	nt of Mr. Ashraye La	ani as an Executive	Director (WTD) of tl	ne Company		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		24800	0.1381	24800	0	100.0000	0.0000	
Promoter and	Poll	17955760	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	17955760	24800	0.1381	24800	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	
Public-	Poll	147000	0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	147000	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		168640	2.6653	168640	0	100.0000	0.0000	
Public- Non	Poll	6327240	0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	6327240	168640	2.6653	168640	0	100.0000	0.0000	
Italia	Total	24430000	193440	0.7918	193440	0	100.0000	0.0000	
					Whether resolu	tion is Pass or Not.	Y	es	
					Disclosure of	notes on resolution	Add I	Notes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	17930960				
Public Insitutions					
Public - Non Insitutions					