THE crayons NETWORK

Crayons Advertising Limited
Formerly known as Crayons Advertising Pvt. Ltd.
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: 30.09.2024

M/s National Stock Exchange of India Ltd.
Exchange Plaza
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (E), Mumbai-400051
Ph.: 022-26598100-8114

Scrip Code: CRAYONS

Dear Sir / Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed the details of voting results along with Scrutinizer's Report in respect of the business conducted in the 38th Annual General Meeting of the Company held on Monday, September 30, 2024 at 02:30 p.m. through electronic mode (video conference or other audio visual means).

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

This is for your kind information and record please.

Thanking you,
Yours Sincerely,
For Crayons Advertising Limited

For CRAYONS ADVERTISING LIMITED

COMPANY SECRETARY

Gagan Mahajan
Compliance Officer

Vasisht & Associates
Company Secretaries

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) read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

To
The Chairman
CRAYONS ADVERTISING LIMITED
CIN : L52109DL1986PLC024711
Registered office: Nsic Complex, Maa Anandmayee Marg Okhla Industrial Estate, Phase- III, Na New Delhi Dl 110020,India

For 38th (Thirty Eighth) Annual General Meeting ("AGM") of Members of the Company held on Monday, September 30, 2024, at 02.30 P.M. (IST) convened through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Shobhit Vasisht, Proprietor of M/s Vasisht & Associates, Company Secretary in whole-time practice, (holding Membership No. F11517 and C.P. No 21476) was appointed as Scrutinizer 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 and any other applicable provisions of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs ("MCA") General Circular No. 14/2020 dated 08.04.2020, Circular No.17/2020 dated 13.04.2020, Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2021 dated 13.01.2021, General Circular No 02/2022 dated 05.05.2022, General Circular No. 10/2022 dated 28.12.2022 (collectively referred to as **"MCA Circulars**"), and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.SEBI/HO/CFD/CMD1/CIR/P/2020/79dated12.05.2020andSEBICircularNo.SEBI/HO/CFD/CMD2/CIR/P/2021/11dated15.01.2021,SEBI/HO/CFD/CMD2/CIR/P/2022/62dated 13.05.2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023 ("**SEBI Circular")** issued in this regard on the resolutions as set-out in the Notice dated September 5, 2024 ('Notice') for 38th (Thirty Eighth) Annual General Meeting of Members of the Company held on Monday, September 30, 2024 at 02.30 P.M. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

I submit my report as under:

1. The remote e-voting period commenced on Friday, September 27, 2024 at 09.00 A.M. and ended on Sunday, September 29, 2024 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 24, 2024** 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 5) 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, Adity and Rinku Bhardwaj 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 consolidated summary of results of e-voting at AGM and remote e-voting are as under:

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ORDINARY BUSINESS:

Resolution 01: Ordinary Resolution

1**.** 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	15	13683800	-	-	15	13683800	-	-
E-Voting at AGM	-	-	-	-	-	-	-	-
TOTAL	**15**	**13683800**	-	-	**15**	**13683800**	**-**	**-**

Total Valid Votes (Total Votes - Invalid votes) = 13683800
Votes in Favour (% of Total Valid Votes) = 100.00%
Votes in Against (% of Total Valid Votes) = 0.00%

Resolution 02: Ordinary Resolution

2**.** 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	15	13683800	-	-	15	13683800	-	-
E-Voting at AGM	-	-	-	-	-	-	-	-
TOTAL	**15**	**13683800**	-	-	**15**	**13683800**	**-**	**-**

Total Valid Votes (Total Votes - Invalid votes) = 13683800
Votes in Favour (% of Total Valid Votes) = 100.00%
Votes in Against (% of Total Valid Votes) = 0.00%

SPECIAL BUSINESS:

Resolution 03: Ordinary Resolution

To re-appoint Mr. Atul Jeevandharkumar Hegde, Who retires by rotation and being eligible, offer herself 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	15	13683800	-	-	15	13683800	-	-
E-Voting at AGM	-	-	-	-	-	-	-	-
TOTAL	**15**	**13683800**	-	-	**15**	**13683800**	**-**	**-**

Total Valid Votes (Total Votes -Invalid votes) = 13683800
Votes in Favour (% of Total Valid Votes) = 100.00%
Votes in Against (% of Total Valid Votes)= 0.00%

Resolution 04: Ordinary Resolution

To appoint M/s Manish Pandey & Associates, chartered accountant as statutory auditors of the Company to hold office for a period of 5 (Five) financial years, from the conclusion of the 38th Annual General Meeting of the Company until the conclusion of the 43rd 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	15	13683800	-	-	15	13683800	-	-
E-Voting at AGM	-	-	-	-	-	-	-	-
TOTAL	**15**	**13683800**	-	-	**15**	**13683800**	-	-

Total Valid Votes (Total Votes - Invalid votes) = 13683800
Votes in Favour (% of Total Valid Votes) = 100.00%
Votes in Against (% of Total Valid Votes) = 0.00%

Resolution 05: Special Resolution

Approval to continue Directorship of Mr. Hulas Mal Lalani (DIN-002576963) attaining age of 75 Years.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	15	13683800	3	13564800	12	119000	-	-
E-Voting at AGM	-	-	-	-	-	-	-	-
TOTAL	**15**	**13683800**	**3**	**13564800**	**12**	**119000**	-	-

Total Valid Votes (Total Votes -Invalid votes) =119000
Votes in Favour (% of Total Valid Votes) =100.00%
Votes in Against (% of Total Valid Votes) =0.00%

7. All the papers relating to remote e-voting and e-voting at the Annual General Meeting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and thereafter, I shall hand over all the related papers to the Company Secretary of the Company.

8. Based on the above voting, I confirm that all the resolutions have been carried on with requisite majority, accordingly i request the Chairman of the 38th AGM, to announce the result of the meeting.

For Vasisht & Associates
(Company Secretaries)
SHOBHIT VASISHT Digitally signed by SHOBHIT VASISHT Date: 2024.09.30 17:17:05 +05'30'
CS Shobhit Vasisht
Scrutinizer
PR No: 2355/2022
UDIN: F011517F001381666
FCS No:11517
C.P. No: 21476

Date: September 30, 2024
Place: Faridabad

Counter Signed by Chairman/Authorised Person