

PROCEEDINGS OF THE 38th ANNUAL GENERAL MEETING (AGM) OF CRANES SOFTWARE INTERNATIONAL LIMITED HELD ON FRIDAY THE 30th OF DECEMBER 2023 AT 12.30 P.M VIA VIDEO CONFERENCING (VC) OR OTHER AUDIO-VIDEO MEANS (OAVM). THE PLACE OF BUSINESS FOR THIS PURPOSE WAS DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY AT NO. 82, PRESIDENCY BUILDING, 3RD & 4TH FLOOR, ST. MARKS ROAD, BANGALORE -560001

The 38th Annual General Meeting of the Members of Cranes Software International Limited was held on Saturday, 30th December 2023 at 12.30 PM, via video conferencing (VC) or Other Audio Video Means (OAVM) to conduct the business as set out in the Notice. The Place of business for this purpose was deemed to be the registered office of the Company at No. 82, Presidency Building, 3rd & 4th Floor, St Marks Road, Bangalore - 560001

The proceeding commenced at 12:45 P.M. The Company Secretary welcomed the Members to the 38th Annual General Meeting of the Company and confirmed that necessary quorum was present at the meeting. She then called the meeting to order.

Mr. Asif Khader, Managing Director of the Company was elected as the Chairman of the meeting. The Chairman welcomed the Shareholders, addressed the Shareholders and introduced the Directors and invitees present at the meeting. Mr Mueed Khader, Director; Mr Richard Gall, Chairman of the Audit Committee and Mrs Akhtar Begum, Independent Director were present for the meeting. Mr Manjunath H, Chief Financial Officer and Ms Apeksha Nagori, Company Secretary were present for the meeting.

With the consent of the Members present at the meeting, the Notice convening the Annual General Meeting, the Report of Board of Directors, the Accounts for the financial year ended March 31, 2023 were taken as read. Since it was a qualified audit report the statutory auditors Chaturvedi Sohan & Co represented by Mr. Prakash Mistry requested the Company Secretary to read out the qualifications. Further Mr. Supriya Kumar Guha, Secretarial Auditor of the Company read out the key qualifications of the Secretarial Audit Report.

The Chairman informed that remote e-voting facility by CDSL was provided to all the members entitled to vote, on all resolutions set forth in the Notice convening the Annual General Meeting of the Company and that the remote e-voting commenced at 09:00 AM on Wednesday 27th December, 2023 and ended at 05:00 PM on Friday, 29th December, 2023. He further stated that Members who were present at the Annual General Meeting and had not cast their votes electronically would be provided an opportunity to cast their votes after the end of the meeting through e-voting. The e-voting period would be open for one hour after the conclusion of the meeting. The Chairman also informed the Members about the presence of Mr. Supriya Kumar Guha, Practising Company Secretary, who was appointed as the Scrutiniser for the purpose of scrutinising the process of remote e-voting and also e-voting at the Annual General Meeting.

E-Voting was then conducted by the order of the Chairman for all the resolutions proposed before the meeting.

The resolutions proposed at this Annual General Meeting for the consideration of the members were the following:

| Sl. No. | Particulars | Type of Resolution |
|---------|--|---------------------|
| | Ordinary Business: | |
| 1 | To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon. | Ordinary Resolution |

Mueed

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| 2 | To receive, consider and appoint a Director in place of Mr. Mueed Khader (DIN: 00106674), who retires by rotation and being eligible, offers himself for re-appointment. | Ordinary Resolution |
| | Special Business: | |
| 3 | To receive, consider and approve the appointment of Statutory Auditors of the Company. | Ordinary Resolution |
| 4 | Approval for related party transactions. | Special Resolution |
| 5 | To consider and approve the increase in Authorised Share Capital and consequent Alteration of Memorandum of Association of the Company | Ordinary Resolution |
| 6 | Issue of Convertible Equity Warrants on Preferential Basis to Promoter- Director of the Company | Special Resolution |
| 7 | To receive, consider and approve the conversion of existing unsecured loan of M/s Techuni Ventures Private Limited into Equity Shares of the Company | Special Resolution |

The Chairman stated that all the results of the above resolutions proposed would be declared after obtaining the Scrutinizer's Report on the consolidated voting results of the e-voting and voting at the AGM.

Mr. Mueed Khader, Director, read out the vote of thanks and the meeting was concluded at 1.30 PM

For **Cranes Software International Ltd.**



Mueed Khader
Director
DIN: 00106674