



Ref: CVL\SE\23-24

December 14, 2023

<b>To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001</b>	<b>To, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051</b>
<b>Scrip Code: 511413 &amp; 974675 (Debt) ISIN: INE559D01011 &amp; INE559D08016 (Debt)</b>	<b>Symbol: CREST Series: EQ</b>

Dear Sir / Madam,

**Sub: Disclosure of events under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Pursuant to Regulation 30 and other applicable regulation(s) read with Schedule III of SEBI Listing Regulations and further to the update submitted on November 10, 2023, we wish to inform you that that the Shareholders of the Company by way of Special Resolution passed through Postal Ballot concluded on December 12, 2023, has approved the following:

- 1) Alteration in Object Clause of Memorandum of Association along with Adoption of New set of Memorandum of Association as per the provisions of the Companies Act, 2013.
- 2) Adoption of amended and restated Articles of Association of the Company.
- 3) Re-appointment of Mr. Mohindar Kumar (DIN: 08444706) as an Independent Director of the Company w.e.f. May 14, 2024.

The details as required under Regulation 30 read with Part A and B of Schedule III of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/ /PoD2/CIR/P/2023/120 dated July 11, 2023 are annexed herewith marked as **Annexure-1**.

Kindly take the same on your records.

Thanking you.

Yours faithfully,

**For Crest Ventures Limited**

**Namita Bapna  
Company Secretary**

**Encl: a/a**



**ANNEXURE-1**

**1) &2) Summary of amendments in Memorandum of Association (“MOA”) and Articles of Association (“AOA”) of the Company**

Sr.No.	Particulars	Changes
1.	MOA	<ul style="list-style-type: none"> <li>• Changed the title of the MOA to effect the applicability of provisions of Companies Act, 2013.</li> <li>• References to various sections, sub-sections, clauses etc. of the erstwhile Companies Act, 1956 be replaced with the corresponding sections of the Companies Act, 2013 in Part B of Clause 3 of the MOA of the Company</li> <li>• The title of the existing clause 3 Part C titled “The other objects for which the Company is established are: including clause 3A(i) shown under Main Objects” is deleted.</li> <li>• The Company's objects that were listed under Clause 3 (C) of the erstwhile MOA is integrated with Clause 3 (B) of the newly approved and adopted MOA, with the necessary changes being made to their numbering and other alterations, substitutions, additions, and deletions.</li> <li>• The Company's erstwhile MOA is replaced by the recently approved and adopted MOA, which is prepared in accordance with "Table-A" of Schedule I of the Act.</li> </ul>
2.	AOA	<ul style="list-style-type: none"> <li>• The Company's AOA were previously approved and adopted by the shareholders on April 07, 2015 via postal ballot, as per the provisions delineated in Table F, as listed under Schedule I of the Companies Act, 2013, with the exception of those provisions that were expressly or obliquely changed or excluded.</li> <li>• The Company's newly restated adopted AOA aligns its provisions in conformity with the numerous modifications and regulatory requirements that the Company was required to incorporate in its AOA.</li> </ul>

**3) Re-appointment of Mr. Mohindar Kumar (DIN: 08444706) as an Independent Director of the Company**

Sr. No.	Particulars	Details
1.	Reason for change viz. <del>appointment, re-appointment, resignation, removal, death or otherwise;</del>	Re-appointment of Mr. Mohindar Kumar (DIN: 08444706) for his second term as Non-executive, Independent Director of the Company.  Mr. Mohindar Kumar (DIN: 08444706) is not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority.
2.	Date of <del>appointment, re-appointment /cessation</del> (as applicable) and terms of re-appointment	Deemed to be re-appointed w.e.f. May 14, 2024. The Re-appointment is in terms of Section 149 of the Companies Act, 2013. Further, Mr. Mohindar Kumar is not liable to retire by rotation.
3.	Brief Profile (in case of re-appointment)	Mr. Mohindar Kumar has over 35 years of rich and vibrant experience in RBI Regulations. He had a career span of over 32 years with Reserve Bank of India, of which he worked in the financial system and had leadership role for 19 years. He had been part of the various working groups and committees constituted by RBI and Government for regulation of financial institutions in general and NBFCs in particular. Presently, he has been involved in advisory services to some of the largest NBFCs and consultancy firms on the RBI Regulations for NBFCs.
4.	Disclosure of relationships between Directors (in case of re-appointment of a Director)	Mr. Mohindar Kumar is not related inter-se to any other Director of the Company.