

CRAZYPRICING ONLINE SERVICES LIMITED

-: Corporate Information:-

| | |
|---------------------|---------------------|
| Mr. Kwangsoo Kim | Director |
| Mr. Jatinder Singh | Additional Director |
| Mr. Bishan Das | Additional Director |
| Mr. Niraj Kumar Jha | Director |

Statutory Auditors

M/s Mittal Nirbhay & Co.
Chartered Accountants
T-11, 3rd Floor, Maruti Plaza,
Sanjay Place, Agra-282002

Registered Office

8/3 IIIrd Floor, Abdul Aziz Road
W.E.A Karol Bagh
New Delhi - 110005
E-mail: crazypricingdel@gmail.com

Registrar & Share Transfer Agent

M/s Beetal Financial Services Pvt Ltd
Beetal House, 3rd Floor
99 Madangir, Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir,
New Delhi- 110062

CRAZYPRICING ONLINE SERVICES LIMITED
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NOTICE

Notice is hereby given that the Annual General Meeting of **Crazypricing Online Services Limited** will be held on Tuesday 30th September 2014 at 03:30 P.M at the registered office of the company, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2014 and the Profit and Loss Account for the period ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Bishan Das, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditor from the conclusion of this Annual General Meeting till Next Annual General Meeting and to fix their remuneration and in this regard pass the necessary resolution with or without modification as Ordinary Resolution.

"RESOLVED THAT M/s Miital Nirbhay & Co., Chartered Accountants, T-11, 3rd Floor, Maruti Plaza, Sanjay Palace, Agra - 282002 as Auditor from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and authorize the Board to fix their remuneration."

SPECIAL BUSINESS:

1. REGULARIZATION OF ADDITIONAL DIRECTOR

To consider and thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Jatinder Singh, who was appointed as an Additional Director with effect from 13th September, 2013 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and who hold office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from him proposing his candidature for the office of Director, be and is hereby appointed as a director of the Company, who will be liable to retire by rotation."

2. REGULARIZATION OF ADDITIONAL DIRECTOR

To consider and thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

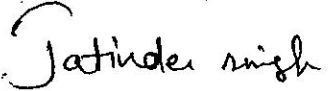
"RESOLVED THAT Mr. Bishan Das, who was appointed as an Additional Director with effect from 13th September, 2013 on the Board of the Company in terms of Section 161

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of the Companies Act, 2013 and who hold office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 161 of the Companies Act, 2013 from him proposing his candidature for the office of Director, be and is hereby appointed as a director of the Company, who will be liable to retire by rotation."

Date: 01/09/2014
Place: New Delhi

By Order of the Board
of Crazypricing Online Services Limited



Signature

Name: Jatinder Singh

Designation: Additional Director

DIN: 06687716

Address: Village Malikpur, Tehsil Rupnagar,
Punjab-140001

NOTES

1. **APPOINTMENT OF PROXY:** A MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF /HERSELF AND THE PROXY NEED NOT BE MEMBER OF THE COMPANY. PROXY FORMS SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING.

Pursuant to the provisions of Section 105 of Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding not more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate board resolution/authority letter, as applicable.

2. **Corporate Members:** Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
3. Members /Proxies are requested to bring their copy of A.G.M Notice to the Meeting.
4. The register of members and share transfer books of the company will remain closed from 25th September 2014 to 30th September 2014 (both days inclusive).
5. **Queries of the AGM:** Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least 7 days prior to the date of AGM to enable the management to compile the relevant information to reply to the same in the meeting.

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6. **Inspection of Documents:** Copies of Memorandum and Article of Association of the Company and all other documents referred to in the notice etc., shall be open for inspection at the registered office of the company on any working days except Saturdays between 11 A.M. To 2 P.M. up to the date of AGM and also at the Annual General meeting venue during the meeting. The Register of Directors' Shareholding, maintained under section 170 of the Companies Act, 2013, shall be available for inspection by the members at the Annual General meeting venue during the meeting.
7. Members /Proxies are requested to produce the enclosed attendance slips duly filled and signed as per the specimen signature recorded with the company for admission to the Meeting Hall.

Members who hold shares in de-materialized form are requested to bring their client ID and DP ID Numbers for easier identification for their attendance at the meeting.
8. **Address Change Intimation:** Members are requested to intimate the change of address immediately to the company. In case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participant without any delay.
9. In all correspondence with the Company, members are requested to quote their account/folio numbers and in case their shares are held in dematerialized form, they must quote their client ID and DP ID Numbers.
10. As mandated under Clause 49 of the Listing Agreement with the Stock Exchanges, brief Profile/ Resume of the Directors seeking appointment/ re-appointment is annexed hereto.

INFORMATION PURSUANT TO CLAUSE 31 OF THE LISTING AGREEMENT

Name and Addresses of the Stock Exchange at which the Company's shares are listed

1. Delhi Stock Exchange Limited
DSE House, 3/1
Asif Ali Road, Delhi-110002.

It is hereby confirmed that the Company has paid the Annual Listing Fee to the Delhi Stock Exchange Limited.

DETAILS OF DIRECTORS SEEKING REAPPOINTMENT AT ANNUAL GENERAL MEETING

| Particulars | |
|---------------------|--------------------|
| Name | Mr. Jatinder Singh |
| Date of Birth | 30/04/1971 |
| Date of Appointment | 13/09/2013 |

| Particulars | |
|-------------|-----------------|
| Name | Mr. Bishan Dass |

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| | |
|---------------------|------------|
| Date of Birth | 23/05/1964 |
| Date of Appointment | 13/09/2013 |

Date: 01/09/2014
Place: New Delhi

By Order of the Board
of Crazypricing Online Services Limited

Jatinder Singh

Signature

Name: Jatinder Singh

Designation: Additional Director

DIN: 06687716

Address: Village Malikpur, Tehsil Rupnagar,
Punjab-140001

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to all special businesses mentioned in the accompanying notice: -

ITEM NO. 4 REGULARIZATION OF ADDITIONAL DIRECTOR

Mr. Jatinder Singh was appointed as an Additional Director of the Company with effect from 13th September, 2013, his term as an Additional Director expires on the date of this Annual General Meeting pursuant to section 161 of the Companies Act, 2013 and Articles of Association of the Company.

The Company has received notice in writing from him along with the deposit of requisite amount under Section 161 of the Act (which will be refunded if the appointment is confirmed) proposing himself for the office of Directors of the Company.

The Directors recommend his appointment as a member of the Board in the interest of the Company.

None of the Directors or key managerial personnel of the company or their relatives is concerned or interested in the aforesaid resolution, to the extent of their shareholding in the company, if any. Except Mr. Jatinder Singh, Additional Director of the Company.

ITEM NO. 5 REGULARIZATION OF ADDITIONAL DIRECTOR

Mr. Bishan Das was appointed as an Additional Director of the Company with effect from 13th September, 2013, his term as an Additional Director expires on the date of this Annual General Meeting pursuant to section 161 of the Companies Act, 2013 and Articles of Association of the Company.

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DIRECTOR'S REPORT

The Members of Crazypricing Online Services Limited,

Your Directors have pleasure in presenting the Director's Report of the company together with the Audited Statement of Accounts for the Financial Year ended March 31st, 2014.

FINANCIAL RESULTS:

| Particulars | Current Year Amount | Previous Year Amount |
|-----------------------------|------------------------|-------------------------|
| Total Income | 2, 25, 000 | 3, 04, 355 |
| Profit before Tax | 4,965 | 7,347 |
| Less: Provision for Tax | 1,535 | 2,270 |
| Profit after Tax Adjustment | 3,431 | 5,076 |

DIVIDEND

Your Company's Directors do not recommend any dividend to the Shareholders of the Company for the Financial Year 2013-2014.

TRANSFER TO RESERVES

The Company does not transfer any amount to the General Reserve as there are no profits available for appropriations.

PARTICULARS OF EMPLOYEES:

None of the employees of your company were drawing emoluments exceeding the limits prescribed under section 217 (2A) of the Companies Act, 1956, read with the Companies (Particular of Employees) Rules, 1975 during the year.

A detailed report on the company's efforts at the adopting principles of corporate Governance as prescribed under the clause 49 of the listing agreement is produced as part of the Annual Report.

DEPOSITS

The Company has not accepted or renewed any sort of deposits during the Financial Year 2013-2014 under section 73 and 74 of the Companies Act, 2013.

CORPORATE GOVERNANCE:

The Board of Directors supports the principles of Corporate Governance. In addition to the basic governance issues the board lays strong emphasis on transparency, accountability and integrity. Your company strives for excellence with the objective of enhancing the shareholders' value. We ensure the practice of Corporate Governance in your esteemed company. All function is discharged in professionally sound, comepetent and transparent manner.

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infusion of technical skill and quality consciousness in order to improve productivity, efficiency and quality.

INDUSTRIAL RELATIONS:

The industrial relation among all within the organization was cordial. They maintained highest level of discipline and decency for the growth of the organization.

GENERAL:

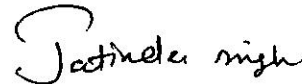
The note forming part of the accounts being self-explanatory, the comments made by the auditors in their report are not required to be dealt separately.

APPRECIATION:

The Directors wish to place on record its appreciation for the continued co-operation extended by various Financial Institutions, Bankers, Govt. Departments and the members. The Directors also express their appreciation to the employees at all levels, for their dedicated services rendered to the Company.

Date: 01/09/2014
Place: New Delhi

By Order of the Board
of Crazypricing Online Services Limited



Signature

Name: Jatinder Singh

Designation: Additional Director

DIN: 06687716

Address: Village Malikpur, Tehsil Rupnagar,
Punjab-140001

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. OPERATING RESULTS OF THE COMPANY

During the Financial Year under consideration the performance of the Company was not satisfactory. Net Profit for the year 2013-14 stood at Rs. 3,431/- as against net profit of Rs. 5,076/- in the year 2012-13. Furthermore the total Revenue from operation for the year ended March 31st, 2014 stood at Rs. 2, 25, 000/-, as compared to Rs. 3,04,355 revenue for the year 2012-13.

2. INDUSTRY STRUCTURE AND DEVELOPMENT

The Indian film industry is witnessing increased corporatization and several companies, especially those in film distribution and exhibition. The country is today producing some of the finest films based on varied subjects and winning accolades on all counts.

3. OPPORTUNITY:

- i) The television industry is witnessing the mushrooming of more niche channels. Here again, emerging technologies such as broadband, OTH, IP and digitalization will bring about more growth
- ii) Technology is changing the rules of the film industry just as it did for the music industry. With the growing interest from consumers to get movies and video content in different ways with different options, filmmakers and distributors are turning to technology to meet their demands. New technology like Windows Media 9 Series strives to achieve higher quality, greater efficiency, and greater audience reach all while driving down costs. All of these benefits open up new distribution opportunities to the film industry.

Threats

- i) With the increase in business segment, the competition has increased from Domestic and other developed countries.
- ii) Threats for this Industry are very common and every person is aware of the threats and the risks involved with this Industry.

4. PROSPECT & OUTLOOK

The management is of the view that the future prospects of your company are bright and the performance in the current year is expected to be very well. The committed customers of the company are expected to place more orders, which ultimately affect the top line of the company, positively

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A detailed report on the company's efforts at the adopting principles of corporate Governance as prescribed under the clause 49 of the listing agreement is produced as part of the Annual Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:

Since the Company has not carried on the Business, which requires the particulars to be set out as prescribed under section 217 (1)(e) of the Companies Act, 1956 read with the companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1998 in the Director's report, the same provision is not applicable.

COMPANY SECRETARY:

As per the requirement of Section 383A, the Management of the Company is trying to appoint a Company Secretary but Company has not found a suitable Candidate for the office of Company Secretary. Hence the company's Balance Sheet for the Financial Year ended 31st March 2014 has not been authenticated by the Company Secretary.

FOREIGN EXCHANGE EARNING AND OUTGO:

The company has not earned any foreign exchange from its business operation during the current year. There is no outgo of foreign exchange during the year 2013-14

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of sub – section (2AA) of Section 217 of the Companies Act, 1956, your Directors hereby confirm:

(I) That in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(II) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year as on 31st March, 2014 and of Profit of the company for that period.

(III) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and

(IV) That the directors had prepared the annual accounts on a going concern basis.

DIRECTORS

In accordance with the Articles of Association of the Company Mr. Kwangsoo Kim is liable to retire by rotation at this Annual General Meeting. Mr. Jatinder Singh and Mr. Bishan Das, Additional Director of the Company, is hereby appointed as an Independent Director of the Company for a term of five years.

5. RISKS AND CONCERNS

The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensure steady growth.

6. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

There are well-established procedures for Internal Controls for operations of the company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The company has constituted Audit Committee for guidance and proper control of affairs of the company.

7. HUMAN RESOURCES

Human Resources are highly valued assets at CrazyPricing Online Services Limited. The company seeks to attract, retain and nurture technical & managerial talent across its operations and continues to create, sustain the environment that brings out the best in our people with emphasis on training, learning & development. It aims at career progression and fulfilling satisfactory needs. Performance is recognized and rewarded through up gradation & job enrichment, performance incentives.

CORPORATE GOVERNANCE

REPORT ON CORPORATE GOVERNANCE

Corporate Governance is the set of best practices. Corporate governance refers to the set of systems, principles and processes by which a company is governed. They provide the guidelines as to how the company can be directed or controlled such that it can fulfill its goals and objectives in a manner that adds to the value of the company and is also beneficial for all stakeholders in the long term. Stakeholders in this case would include everyone ranging from the board of directors, management, shareholders to customers, employees and society. The Corporate Governance is a key element in enhancing investor confidence, promoting competitiveness and ultimately improving economic growth.

The aim of "Good Corporate Governance" is to ensure commitment of the board in managing the company in a transparent manner for maximizing long-term value of the company for its shareholders and protection of the rights of the shareholders and your Board of Directors are putting their best efforts to fulfill its commitment towards good Corporate Governance.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance philosophy stems from our belief that corporate governance is a key element in improving efficiency and growth as well as enhancing investor confidence. The Corporate Governance philosophy is scripted as:

"As a good corporate citizen, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long term success."

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The Company's philosophy of Corporate Governance is to strengthen the investor's trust and ensures a long-term partnership that helps in achieving company's objectives, meeting its obligations towards stakeholders, and is guided by a strong emphasis on transparency, accountability, integrity and environment responsibility.

Our Company's framework is designed to enable the Board to provide strategic guidelines for the company the effective over-sight of management. The respective roles and responsibilities of Board Members and Senior Executives are clearly defined to facilitate accountability to company as well as its shareholders. This ensures a balance of authority so that no single individual has unfettered powers.

Our Company has taken adequate steps to form various Committees at the Board level to focus attention on crucial issues before placing the same before the Board for consideration. These include 'Audit Committee' and 'Shareholders/Investors Grievance Committee' Independent directors are appointed not merely to fulfill the listing requirement but for their diverse skills, experience and external objectivity that they bring to effectively perform their role to provide strategic direction and guidance and provide constructive support to management by asking the right questions and generating quality debates and discussions on major decisions.

The Company is in compliance with all the requirements of the corporate governance code as enshrined in Clause 49 of the listing agreement.

MANDATORY REQUIREMENTS

A. BOARD OF DIRECTORS

The Board provides leadership and strategic guidance, objectively reviews management decisions and exercises control over the company.

i) CATEGORY AND COMPOSITION

In compliance with the Listing Agreement, the Company has a balanced mix of executive , non-executive and Independent Directors. As on date of this report, the Board of Directors consists of 4 Directors, out of which 1 is Executive Directors, 2 are Non-Executive Independent Directors and 1 is Independent Director. In compliance with Clause 49 of the Listing Agreement, one third of the Board comprises of independent directors since Mr. Niraj Kumar Jha is Non-Executive Chairperson of the Board.

The composition of Board during the year as follows:

| Name of the Director | Designation | Category |
|-----------------------------|---------------------|------------------------|
| Mr. Kwangsoo Kim | Director | Non-Executive Director |
| Mr. Jatinder Singh | Additional Director | Executive Director |
| Mr. Bishan Das | Additional Director | Independent Director |
| Mr. Niraj Kumar Jha | Director | Independent Director |

ii) BOARD MEETING

The Board meeting is held in every quarter to review the financial results and discuss other issues. Besides the quarter, board meeting are also held whenever required. To conduct a board meeting the directors are informed by giving a notice in advance and the agenda of board meeting is also dispatched with the notice. The members of board discussed each agenda in the meeting and take decision after having a proper discussion and obtaining views of all members. The board members are free to give their suggestions on any agenda item and can also submit their view for improving the performance of company.

During the year Six Board Meetings have taken place on 29th May, 2013, 09th August 2013, 13th September 2013, 14th November, 2013, 12th February, 2014, and 31st March, 2014

Details of attendance of each director at various meetings of the company are as follows:

| Name of the Director | Designation | Category | No. of Board Meetings | Last AGM attended |
|-----------------------------|---------------------|-------------------------|------------------------------|--------------------------|
| Mr. Kwangsoo Kim | Director | Non- Executive Director | 0 | No |
| Mr. Jatinder Singh | Additional Director | Executive Director | 6 | Yes |
| Mr. Bishan Das | Additional Director | Independent Director | 5 | Yes |
| Mr. Niraj Kumar Jha | Director | Independent Director | 6 | Yes |

B. COMMITTEE OF DIRECTORS

AUDIT COMMITTEE:

An Audit committee is a key element in corporate governance process of any company. The emergence of corporate governance, which refers to the establishment of a structural framework or reforming the existing framework to ensure the working of the company to best serve the interest of all stakeholders, is a vital concept which has become indispensable in the present capital market state of affairs so as to safeguard the interest of stakeholders.

i) BOARD TERMS OF REFERENCE

The composition of audit committee meets the requirements of Section 292A of the Companies Act, 1956 and revised Clause 49 of the Listing Agreement. The terms of reference of this Committee covers the matters specified for Audit Committee under clause 49(II)(C) & (D) of the Listing Agreement read with Section 292A of the Companies Act, 1956. The terms of the reference of Audit Committee include inter alia the following:

Powers of Audit Committee

- i. To investigate any activity within its terms of reference.
- ii. To seek information from any employee.
- iii. To obtain outside legal or other professional advice.
- iv. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Key responsibilities of Audit Committee

- 1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- 2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- 3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- 4. Reviewing, with the management, the annual/Quarterly financial statements before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report.
 - h. The quality and acceptability of:
 - i) The accounting policies and practices, including without limitation critical accounting policies and practices, all alternative accounting treatments within generally accepted accounting principles for policies and procedures related to material items that have been discussed with management, ramifications of the use of such alternative treatments and the treatment preferred by the external auditors; and
 - ii) financial reporting disclosures and changes thereto, including a review of any material items of correspondence between the Company and the external auditors;
 - i. The extent to which the financial statements are affected by any unusual transactions or any off-balance sheet arrangements, including any disclosable guarantees, indemnification agreements or interests in unconsolidated special purpose entities, in the year and how they are disclosed:

Powers of Audit Committee

- i. To investigate any activity within its terms of reference.
- ii. To seek information from any employee.
- iii. To obtain outside legal or other professional advice.
- iv. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Key responsibilities of Audit Committee

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual/Quarterly financial statements before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report.
 - h. The quality and acceptability of:
 - i) The accounting policies and practices, including without limitation critical accounting policies and practices, all alternative accounting treatments within generally accepted accounting principles for policies and procedures related to material items that have been discussed with management, ramifications of the use of such alternative treatments and the treatment preferred by the external auditors; and
 - ii) financial reporting disclosures and changes thereto, including a review of any material items of correspondence between the Company and the external auditors;
 - i. The extent to which the financial statements are affected by any unusual transactions or any off-balance sheet arrangements, including any disclosable guarantees, indemnification agreements or interests in unconsolidated special purpose entities, in the year and how they are disclosed;

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i. To consider the appointment of the external auditors and provide the Board with its recommendation to the shareholders on the appointment, reappointment and removal of the external auditors approve the audit engagement fees and terms and review annually their activities, findings, conclusions and recommendations. The external auditors shall report directly to the Audit Committee. The Audit Committee shall be responsible for ensuring the resolution of any disagreements between management and the external auditors regarding financial reporting;

ii. To discuss with the external auditors the nature and scope of the audit (including any significant ventures, investments or operations which are not subject to audit) and ensure co-ordination if more than one audit firm is involved;

iii. To review and monitor the independence of the external auditors and the objectivity and the effectiveness of the audit process including reviewing and monitoring the external auditors' quality control procedures and steps taken by the external auditors to respond to changes in regulatory and other requirements. This review will include a review of the experience and qualifications of the senior members of the audit team, including rotational procedures;

iv. To pre-approve the scope and extent of audit and non-audit services provided to the Group by any third party in the case of audit services and by the external auditors in the case of audit and permitted non-audit services. The Audit Committee may delegate to the Chairman of the Audit Committee (and in his absence another member) the authority to pre-approve any audit or permitted non-audit service to be provided by the external auditors provided such approvals are presented to the Audit Committee at its next scheduled meeting;

v. To consider communications from the external auditors on audit planning and findings and on material weaknesses in accounting and internal control systems that came to the auditors' attention, including a review of material items of correspondence between the Company and the external auditors; and

vi. To ensure that there are no restrictions on the scope of the statutory audit;

15. Such other function, as may be assigned by the Board of directors from time to time or as may be stipulated under any law, rule or regulation including the Listing Agreement and the Companies Act, 1956.

THE COMPOSITION AND MEETING OF AUDIT COMMITTEE:

The Audit Committee of the Company has been constituted as per the requirements of clause 49 of listing agreement. Audit Committee consists of three Directors, namely Mr. Kwangsoo Kim, is Non- Executive and Mr. Bishan Das and Mr. Niraj Kumar Jha are Independent Director. The Constitution of Audit Committee also meets the requirements under Section 292A of the Companies Act, 1956.

The Chairman of the Committee is Mr. Niraj Kumar Jha a Independent Director nominated by the Board.

The Statutory Auditors and Internal Auditors are also the invitee to the meetings. During the year under review, the Committee met Six times on 29th May, 2013, 09th August 2013, 13th September 2013, 14th November, 2013, 12th February, 2014, and 31st March, 2014

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members comprising of Mr Kwangsoo Kim, Mr. Bishan Das and Mr. Jatinder Singh under the Chairmanship of an Independent & Non Executive Director viz Niraj Kumar Jha

| Name of the Director | Designation | Category |
|----------------------|---------------------|--------------------------|
| Mr Kwangsoo Kim | Director | Non – Executive Director |
| Mr. Bishan Das | Additional Director | Independent Director |
| Mr. Jatinder Singh | Additional Director | Executive Director |

The Composition of Shareholders/ Investors Grievances Committee is as follows:

During the year under review, Committee met Six times on 29th May, 2013, 09th August 2013, 13th September 2013, 14th November, 2013, 12th February, 2014, and 31st March, 2014

Details of attendance of each member of Shareholders/ Investors Grievance Committee meetings of the company are as follows:

| Name of the Director | Designation | Category | No. of Meeting attended |
|----------------------|---------------------|--------------------------|-------------------------|
| Mr Kwangsoo Kim | Director | Non – Executive Director | 0 |
| Mr. Bishan Das | Additional Director | Independent Director | 5 |
| Mr. Jatinder Singh | Additional Director | Executive Director | 6 |

Share Transfers are processed and duly approved by the committee. Investor's Grievances are placed before the committee. There were no investors' complaints pending at the end of the financial year ended on 31.03.2014.

The roles and responsibilities of Shareholders/ Investors Grievances Committee are as follows:

Role and Responsibilities

The role of Shareholders/ Investors Grievances Committee includes the review of following:

- To monitor the process of expeditious transfer of shares or debentures.
- To monitor and review the shareholders complaints related to transfer of shares, non-receipt of Balance Sheet, non receipt of declared dividend etc.
- To monitor and review from time to time the systems/ procedures relating to processing of transfer of shares, dematerialization/ re-materialization of share certificates, re-issued of share certificates against split, cancellation, consolidation and lost share certificates etc.
- To investigate any activity and seek information from any employee of the company, in discharging its duties.
- To obtain outside legal or professional services, if consider necessary.

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GENERAL MEETING:-

Location and time for the last 3 AGMs were as follows:-

| Particulars | FY 2010-2011 | FY 2011-2012 | FY 2012-2013 |
|--------------------|---|--|--|
| Date and time | 30 th November, 2011, 04:30 P.M. | 29 th September, 2012, 03:30 P.M. | 30 th September, 2013, 03:30 P.M. |
| Venue | B-151, DDA Sheds, Okhla Industrial Area, Phase-II, New Delhi- 110020 | 8/3 IIIrd Floor, W.E.A Abdul Aziz Road, Karol Bagh, New Delhi- 110005 | 8/3 IIIRD Floor, Abdul Aziz Road W.E.A Karol Bagh New Delhi-110005 |
| Special Resolution | No | No | No |

POSTAL BALLOT

During the year under review, we have not conducted any postal ballot in pursuance of Section 192A of the Companies Act, 1956 and Companies (Passing of the Resolution by Postal Ballot) Rules, 2001.

STATUTORY DISCLOSURES

No transactions of material nature have been entered into by the company with any of the promoters, directors, their related companies, firms, subsidiaries or relatives etc. that may have a potential conflict with interest of the Company. The company has not been penalized, nor have any strictures been passed by the Stock Exchanges, SEBI. Though company has received notice u/s 235 of Companies Act, 1956 last year and suitable reply has been submitted by company in this regard.

MEANS OF COMMUNICATIONS

Up-to-date financial results, annual reports, shareholding patterns, official news releases, financial analysis reports and latest presentation have been made to the institutional investors.

The notice of the AGM along with Annual Report will be sent to the shareholders well in advance of the AGM.

DISCLOSURES

The Board of Directors receives from time to time disclosures relating to financial and commercial transactions from key managerial personnel of the company where they and /or their relatives have personal interest. There are no materially significant related party transactions, which have potential conflict with the interest of the Company at large.

The details of the Related Party Transactions are placed before the audit committee as well as to the Board of directors in terms of Clause 49(IV) (A) and other applicable laws for approval.

RISK MANAGEMENT

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| | | |
|-------------------------------|--------|--------|
| a) Institutional Shareholding | - | - |
| b) General Public | 190457 | 76.80% |

DEMATERIALISATION OF SHARES AND LIQUIDITY

The company shares are traded in dematerialized form and have to be delivered in the dematerialized form to the stock exchange. To enable that shareholders have an easy access to the Demat system, the company has executed agreements with both Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The company has appointed M/s Beetal Financial Services Private Limited, Registrar for the purpose of electronic connectivity as well as for physical mode of transfer of shares.

ISIN for Demat: INE401L01019

ADDRESS FOR CORRESPONDENCE

CRAZYPRICING ONLINE SERVICES LIMITED
8/3 IIIrd Floor, Abdul Aziz Road
W.E.A Karol Bagh
New Delhi-110005

ADDRESS OF THE REGISTRAR

M/s Beetal Financial Services Private Limited
Beetal House, 3rd Floor, 99, Madangir,
Delhi - 110062.

DECLARATION

None of the Director of the Company is a Director of more than 15 Companies and member of more than 10 committees or Chairman of more than 5 committees across all companies in which he is a Director.

SECRETARIAL AUDIT

To reconcile the total admitted capital with NSDL & CDSL and the total issue and listed capital, a secretarial audit under clause 55A of Depository Participants Act, is carried out by a Practicing Chartered Accountant on Quarterly basis.

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CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

I, **Bishan Das**, Additional Director, of Crazypricing Online Services Limited, to the best of my knowledge and belief hereby certify that:

(a) I have reviewed financial statements and the cash flow statements for the year and that to the best of my knowledge and belief:

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are no transactions entered into by the Company during the year that are fraudulent, illegal or violative of the Company's Code of Conduct;

(c) I accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design and operations of such internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) I have indicated to the auditors and the Audit Committee:

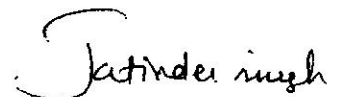
(i) Significant changes in the internal control over financial reporting during the year under reference;

(ii) Significant changes in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Date: 01/09/2014
Place: New Delhi

By Order of the Board
of Crazypricing Online Services Limited



Signature

Name: Jatinder Singh

Designation: Additional Director

DIN: 06687716

Address: Village Malikpur, Tehsil Rupnagar,
Punjab-140001