

22<sup>nd</sup> September, 2018

To,  
The Manager  
Listing Department,  
National Stock Exchange of India Ltd  
Exchange Plaza Bandra Kurla Complex  
Bandra (East) Mumbai 400 051

**SECURITY CODE: ONE POINT**

**Sub.: Proceedings/Outcome of the 10<sup>th</sup> Annual General Meeting (AGM) – Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

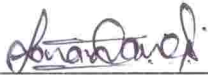
Dear Sir/Madam,

The 10<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Saturday, 22<sup>nd</sup> September, 2018, at 11:30 a.m., at Abbott Hotel, Sector- 2, Vashi, Navi Mumbai-400703, Maharashtra, India.

Please find enclosed herewith Proceedings of 10<sup>th</sup> Annual General Meeting pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the above information on record and kindly acknowledge receipt.

For One Point One Solutions Limited



Pritesh Sonawane  
Company Secretary & Compliance Officer



Encl: As above

**ONE POINT ONE SOLUTIONS LTD**

(Formerly One Point One Solutions Pvt. Ltd.)

Registered Office : 904, Real Tech Park, Plot No.39/2, Sector 30A, Opp. Vashi Railway Station, Vashi, Navi Mumbai 400 703, INDIA  
T. 022 6687 3800 F. 022 6687 3889 CIN. U74900MH2008PLC182869 www.1point1.in

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**PROCEEDINGS/OUTCOME OF THE 10<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF THE COMPANY HELD ON SATURDAY, 22<sup>ND</sup> SEPTEMBER, 2018, AT 11:30 A.M., AT ABBOTT HOTEL, SECTOR- 2, VASHI, NAVI MUMBAI-400703, MAHARASHTRA, INDIA**

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**Present:**

Mr. Akshay Chhabra	- Chairman & Managing Director
Mr. Bharat Shashikumar Dighe	- Independent Director
Mr. Chandrasekher Yerramalli	- Independent Director
Mr. Akashanand Arun Karnik	- Whole-time Director
Mr. Arjun Sanjeev Bhatia	- Non-executive Director
Mrs. Neyhaa Chhabra	- Non-executive Director

**In Attendance:**

Mr. Pritesh Sonawane, Company Secretary  
Mr. Sunil Kumar Jha, Chief Financial Officer  
Mr. Vinod Kumar Jain - Representative of M/s. Vinod Kumar Jain & Co., Statutory Auditors  
Mr. A Sekar- Secretarial Auditor

11 members were present at the meeting in person and 1 by proxy. Requisite quorum being present, the Meeting commenced at 11.30 pm and Mr. Akshay Chhabra, Chairman took the Chair and welcomed all the members to the 10<sup>th</sup> AGM of the Company. Thereafter Mr. Akshay Chhabra, Chairman & Managing Director gave brief on Company's business and Directed Mr. Akashanand Karnik, Whole Time Director to take further proceedings of the meeting.

Mr. Akashanand Karnik, Whole time Director then introduced all the Board members on the dias. The members were then informed that all Statutory Registers, Proxy Registers and inspection documents were available for inspection of the members, during the meeting.

He then informed the members that in compliance with the provisions of the Companies Act, 2013, the Company had provided to its members, the facility to exercise their right to vote on the business items to be transacted at the 10<sup>th</sup> Annual General Meeting, by electronic means, between 19<sup>th</sup> September 2018 to 21<sup>st</sup> September 2018, in proportion to their shareholding, as on the cut-off date of 15<sup>th</sup> September 2018. The voting at the venue of the meeting was done through ballot. Ms. Shailashri Bhaskar, Practicing Company Secretary, was appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

He then took up the formal proceedings of the 10<sup>th</sup> AGM. With the concurrence of the shareholders, the Notice of the 10<sup>th</sup> AGM, together with the Financial Statements and Directors' Report were taken as read. Further, the members were informed that the Auditors' Report for the year ended 31<sup>st</sup> March, 2018 did not have any qualifications or observations and in terms of the provisions of Section 145 of the Companies Act, 2013, the same was not required to be read & with the concurrence of the members, the same was taken as read.



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He then proceeded with the Agenda Items as per the Notice convening the 10<sup>th</sup> AGM of the Company, as under, which was proposed and seconded by the members:

Sr. No.	Particulars	Type of Resolution	Mode of Voting
<b>Ordinary Business :</b>			
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March 2018 together with the Reports of the Board of Directors and the Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March 2018, together with the Report of the Auditors thereon;	Ordinary Resolution	E-Voting & Poll at AGM
2	Declaration of Dividend;	Ordinary Resolution	E-Voting & Poll at AGM
3	Re-appointment of Mr. Arjun Bhatia as Director;	Ordinary Resolution	E-Voting & Poll at AGM
4	Appointment of M/s. Vinod Kumar Jain & Co., Chartered Accountants (Firm Registration No: 111513W) as statutory Auditors of the Company to hold office for a period of 5 Years.	Ordinary Resolution	E-Voting & Poll at AGM

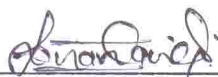
The Chairman thereafter called upon the members who would like to ask questions, seek clarifications or give suggestions/comments or express their views, if any, on the agenda items. The Chairman then answered all the queries/clarifications to the satisfaction of the members and also noted the suggestions & comments given by them.

The members present at the venue then casted their vote by ballot and after voting the Ballot Box was taken in custody by the Scrutinizer. Further, he informed the members that the results of the Poll aggregated with results of e-voting will be placed on the website of the Company, [www.1point1.in](http://www.1point1.in) and also on the websites of National Stock Exchange of India Ltd (NSE) and Central Depository Services Limited (CDSL) "the Agency" appointed by the Company for facilitating e-voting, within 2 working days.

Having concluded the meeting, the Chairman then thanked all the members for their participation and one of the members, proposed a vote of thanks to the Chair.

Based on Scrutinizers' Report, We inform that all the aforesaid Resolutions have been passed by requisite majority and the Results and the Scrutinizers' Report is enclosed herewith, which will be also informed to CDSL and displayed on the Company's website.

**For One Point One Solutions Limited**



Pritesh Sonawane  
Company Secretary & Compliance Officer



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**SHAILASHRI BHASKAR**  
B.Com, M B A, F C S.  
Practising Company Secretary  
(FCS:5778; CP:5092)

D-24, Ajanta, Anushakti Nagar,  
Mumbai: 400 094  
Tel: +91 22 25573495  
Cell: + 91 9869100391  
Email: [shailashrib@gmail.com](mailto:shailashrib@gmail.com)

To

The Chairperson  
**One Point One Solutions Limited**  
International Infotech Park,  
T-762, Tower-7, 6th Floor,  
Vashi, Navi Mumbai -400703

The 10<sup>th</sup> (Tenth) Annual General Meeting (AGM) of the Equity Shareholders of One Point One Solutions Ltd was held on Friday 22<sup>nd</sup> September, 2018 At 11.30 a.m. at Hotel Abbott, Sector 2, Vashi, Navi Mumbai – 400 703.

Dear Sir,

1. I, Shailashri Bhaskar, Practising Company Secretary (CPNo.5092), was appointed as Scrutinizer by the Board of Directors of **One Point One Solutions Ltd** (the Company) for the purpose of scrutinizing the remote e-voting process and voting by use of InstaPoll at the 10<sup>th</sup> AGM of the Company, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) (the Rules) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations), in respect of the resolutions proposed to be passed at the 10<sup>th</sup> AGM of the Equity Shareholders of the Company held on Saturday, 22<sup>nd</sup> September, 2018 At 11.30 a.m. at Hotel Abbott, Sector 2, Vashi, Navi Mumbai – 400 703.
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and by use of InstaPoll by the Shareholders on the resolutions proposed in the Notice of the 10<sup>th</sup> AGM of the Company is the responsibility of the management of the Company. My responsibility as a Scrutinizer is to ensure that the remote e-voting process and InstaPoll at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairperson on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) the authorized agency engaged by the company to conduct the e-voting and the polling process conducted at the 10<sup>th</sup> AGM of the Company.
3. Further I submit my report as under:
  - i. The remote e-voting was opened at 10.00 am on Wednesday, September 19, 2018 and remained open upto 5:00 PM on Friday, September 21, 2018.
  - ii. The Equity Shareholders holding shares as on September 15, 2018 "cut-off date", were



entitled to vote on the resolutions stated in the Notice of the 10<sup>th</sup> A G M of the Company.

- iii.. The voting at the AGM venue was allowed with my assistance by using Poll process, on the resolutions on which the voting was to be held. After declaration of closure of voting by use of Poll by the Chairperson at the meeting, the votes received at the Poll were as reconciled with the records maintained by the Company / Registrar and Transfer Agents (R&TA) of the Company and the authorizations / proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of Poll. As per the information given by the Company, the names of the Shareholders who had voted one-voting through CDSL facility had been blocked and voting Slips duly numbered serially by print were issued only to those Shareholders who were present at the AGM.
- iv. The polling slips which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of Poll at the meeting were first counted.
- v. The votes on remote e-voting were unblocked, after conclusion of voting at the AGM in the presence of two witnesses. Mr. A Sekar, and Mr. R. Bhaskar, who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of CDSL Limited and the same are being handed over to the Chairperson.
- vi. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

**A. Resolution No: 1 To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon**

Type of Poll	Number of Votes Cast	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of the total number of valid votes cast	Number of votes cast	% of the total number of valid votes cast	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote E voting	10153000	10153000	100	0	0	0	0
Insta Poll	31100	31000	100	0	0	1	100
<b>Total</b>	<b>10184100</b>	<b>10184000</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>1</b>	<b>100</b>

The above Ordinary Resolution as contained in the Notice of the 10<sup>th</sup> Annual General Meeting of the Company dated August 16, 2018 has been passed with requisite majority.



**B. Resolution No: 2 To declare a Dividend for the financial year ended March 31, 2018.**

Type of Poll	Number of Votes Cast	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of the total number of valid votes cast	Number of votes cast	% of the total number of valid votes cast	Total Number of members whose votes were declared invalid	Number of votes cast
Remote E voting	10153000	10153000	100	0	Remote E voting	10153000	10153000
Insta Poll	31100	31000	100	0	Insta Poll	31100	31000
Total	10184100	10184000	100	0	Total	10184100	10184000

The above Ordinary Resolution as contained in the Notice of the 10<sup>th</sup> Annual General Meeting of the Company dated August 16, 2018 has been passed with requisite majority.

**C. Resolution No: 3 To appoint a Director in place of Mr. Arjun Bhatia, who retires by rotation and, being eligible, offers himself for re-appointment.**

Type of Poll	Number of Votes Cast	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of the total number of valid votes cast	Number of votes cast	% of the total number of valid votes cast	Total Number of members whose votes were declared invalid	Number of votes cast
Remote E voting	10153000	10153000	100	0	Remote E voting	10153000	10153000
Insta Poll	31100	31000	100	0	Insta Poll	31100	31000
Total	10184100	10184000	100	0	Total	10184100	10184000

The above Ordinary Resolution as contained in the Notice of the 10<sup>th</sup> Annual General Meeting of the Company dated August 16, 2018 has been passed with requisite majority.





**D. Resolution No: 4 To approve the appointment of M/s. Vinod Kumar Jain & Co., Chartered Accountants, as Statutory Auditors of the Company.**

Type of Poll	Number of Votes Cast	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of the total number of valid votes cast	Number of votes cast	% of the total number of valid votes cast	Total Number of members whose votes were declared invalid	Number of votes cast
Remote E voting	10153000	10153000	100	0	Remote E voting	10153000	10153000
Insta Poll	31100	31000	100	0	Insta Poll	31100	31000
<b>Total</b>	<b>10184100</b>	<b>10184000</b>	<b>100</b>	<b>0</b>	<b>Total</b>	<b>10184100</b>	<b>10184000</b>

The above Ordinary Resolution as contained in the Notice of the 10<sup>th</sup> Annual General Meeting of the Company dated August 16, 2018 has been passed with requisite majority.

I hereby confirm that, I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through remote e-voting and instaPoll during the AGM. I shall be arranging to handover these records to the Chairperson of the 10<sup>th</sup> AGM of the Company or any other person as authorized by the Chairperson, after confirmation and signing of the minutes of the Meeting.

Thanking you,

Yours faithfully,

  
**SHAILASHRI BHASKAR**  
 Practicing Company Secretary  
 CP : 5092



Place: Mumbai

Date: September 22, 2018

## One Point One Solutions Limited

1 - Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2018 together with the Reports of the Board of Directors and the Auditors thereon.

Resolution Required : (Ordinary)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes - in favour [4]	No. of Votes --Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$	No. of votes Invalid [8]		
Promoter and Promoter Group	E-Voting		9965400	100.0000	9965400	0	100.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot	9965400		0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>9965400</b>	<b>100.0000</b>	<b>9965400</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>		
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot	1528000		0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>		
Public Non Institutions	E-Voting		187600	3.5917	187600	0	100.0000	0.0000	0		
	Poll		31000	0.5935	31000	0	100.0000	0.0000	0		
	Postal Ballot	5223100		0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>218600</b>	<b>4.1852</b>	<b>218600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>		
<b>Total</b>		<b>16716500</b>	<b>10184000</b>	<b>60.9218</b>	<b>10184000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>		





## One Point One Solutions Limited

Resolution Required : (Ordinary)		2 - Declaration of Dividend on equity shares for financial year 2017-18.									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100	No. of votes Invalid [8]		
Promoter and Promoter Group	E-Voting		9965400	100.0000	9965400	0	100.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot	9965400	0	0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>9965400</b>	<b>100.0000</b>	<b>9965400</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>		
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot	1528000	0	0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>		
Public Non Institutions	E-Voting		187600	3.5917	187600	0	100.0000	0.0000	0		
	Poll		31000	0.5935	31000	0	100.0000	0.0000	0		
	Postal Ballot	5223100	0	0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>218600</b>	<b>4.1852</b>	<b>218600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>		
<b>Total</b>		<b>16716500</b>	<b>10184000</b>	<b>60.9218</b>	<b>10184000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>		



## One Point One Solutions Limited

3 - Re-appointment of Mr. Arjun Bhatia as Director, who retires by rotation.									
No									
Resolution Required : (Ordinary)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting		9965400	100.0000	9965400	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	9965400		0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>9965400</b>	<b>100.0000</b>	<b>9965400</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	1528000		0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting		187600	3.5917	187600	0	100.0000	0.0000	0
	Poll		31000	0.5935	31000	0	100.0000	0.0000	0
	Postal Ballot	5223100		0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>218600</b>	<b>4.1852</b>	<b>218600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>		<b>16716500</b>	<b>10184000</b>	<b>60.9218</b>	<b>10184000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



## One Point One Solutions Limited

4 - Appointment of M/S. Vinod Kumar Jain & Co., Chartered Accountants, (Firm Registration No: 111513W) as Statutory Auditors of the Company.

Resolution Required : (Ordinary)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100	No. of votes Invalid [8]		
Promoter and Promoter Group	E-Voting		9965400	100.0000	9965400	0	100.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot	9965400									
	<b>Total</b>			<b>9965400</b>	<b>100.0000</b>	<b>9965400</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot	1528000									
	<b>Total</b>			<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Non Institutions	E-Voting		187600	3.5917	187600	0	100.0000	0.0000	0		
	Poll		31000	0.5935	31000	0	100.0000	0.0000	0		
	Postal Ballot	5223100									
	<b>Total</b>			<b>218600</b>	<b>4.1852</b>	<b>218600</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	
<b>Total</b>		<b>16716500</b>	<b>10184000</b>	<b>60.9218</b>	<b>10184000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>		



*(Handwritten Signature)*