

To,

Date: 10th April, 2023

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai, Maharashtra – 400051

Scrip Code: ONEPOINT

Subject: Submission of Proceedings/Minutes of the Resolution passed by Postal Ballot (E- Voting) process.

Dear Sir/Madam,

This is with reference to above subject matter and pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith certified true copy of the Minutes of the resolution passed by way of Postal Ballot (e-voting) process on 9th April 2023. The result of Postal Ballot (e-voting) process were announced vide our letter dated 10th April 2023.

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

Thanking you

Yours Faithfully,

For One Point One Solutions Limited



Pritesh Sonawane

Company Secretary and Compliance Officer

ACS: 34943

Encl: As above

ONE POINT ONE SOLUTIONS LIMITED

(Formerly known as One Point One Solutions Pvt. Limited)

Corporate Office: C-42, TTC Industrial Area, MIDC, Village Pawane, Navi Mumbai, Maharashtra- 400 705.

T. 022 6687 3800 F. 022 6687 3889 CIN: L74900MH2008PLC182869 website: www.1point1.in

Reg. Office: T-762, 6th Floor, Tower-7, International Infotech Park, Above Vashi Railway Station, Vashi, Navi Mumbai, Maharashtra -400 703.

Mumbai. Gurgaon. Indore. Bangalore

MINUTES OF DECLARATION OF RESULTS FOR THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT BY REMOTE E-VOTING PROCESS BY MEMBERS OF ONE POINT ONE SOLUTIONS LIMITED ON APRIL 9, 2023, RESULTS OF WHICH WERE DECLARED ON APRIL 10, 2023 AT 3:00 PM AT REGISTERED OFFICE OF THE COMPANY AT T-762, TOWER-7, 6TH FLOOR, INTERNATIONAL INFOTECH PARK, VASHI, NAVI MUMBAI -400703

PRESENT:

Mr. Akshay Chhabra	Chairman and Managing Director (duly authorized to declare the results of the Postal Ballot)
Mr. Akashanand Karnik	Whole time Director
Mr. Sunil Kumar Jha	Chief Financial Officer
Mr. Pritesh Sonawane	Company Secretary and Compliance Officer

1. Mr. Akshay Chhabra, Managing Director and Chairman of the Board, duly authorized for the purpose of declaring the Postal Ballot Results, stated that the notice of postal ballot dated March 10, 2023 pursuant to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of Companies (Management and Administration) Rules, 2014, was sent by electronic mode to the members at their email addresses registered with the Depository Participant / the Company on March 10, 2023 seeking their consent with respect to resolutions as set out in principal notice of postal ballot. The Notice was sent to all the members whose names appeared in the Register of Members / the List of Beneficial Owners maintained by the Company / depositories as on Thursday, March 2, 2023.
2. The Board had appointed Mr. Omkar Dindorkar (Certificate of Practice No:24580) and in his absence Mrs. Deepti Kulkarni (Certificate of Practice No:22502), Partners of M/s. MMJB & Associates LLP., Practising Company Secretaries, Mumbai, as the Scrutinizer to conduct the voting process in a fair and transparent manner. The e-voting facility to Members was provided through Link Intime India Private Limited ("Link Intime"), the Registrar and Transfer Agent.
3. The e-voting period commenced at from on Saturday, March 11, 2023 (9:00 A.M. IST) and ends on Sunday, April 09, 2023 (5:00 P.M. IST). The Scrutinizer submitted his report on postal ballot by remote e-voting process to the Chairman of the Company on April 10, 2023. Summary of the Scrutinizer's Report is as under:
4. The cut-off date for the purpose of determining the number of members was Thursday, March 2, 2023 and total number of members as on cut-off date were 14609.

ONE POINT ONE SOLUTIONS LIMITED

(Formerly known as One Point One Solutions Pvt. Limited)

Corporate Office: C-42, TTC Industrial Area, MIDC, Village Pawane, Navi Mumbai, Maharashtra- 400 705.

T. 022 6687 3800 F. 022 6687 3889 CIN: L74900MH2008PLC182869 website: www.1point1.in

Reg. Office: T-762, 6th Floor, Tower-7, International Infotech Park, Above Vashi Railway Station, Vashi, Navi Mumbai, Maharashtra -400 703.

Mumbai. Gurgaon. Indore. Bangalore

5. The Scrutinizer had carried out scrutiny of e-votes received up to 5.00 p.m. on Sunday, April 09, 2023 (5:00 P.M. IST) being the last day of e-voting module for Postal Ballot voting and prepared a consolidated Scrutinizer's Report on the basis of data/reports received by him.
6. The Scrutinizer submitted his Report on April 10, 2023. The details of voting of the resolutions set out in the notice dated March 10, 2023 are as under:-
 - i. RESOLUTION NO. 1: CREATION OF OFFER, ISSUE AND ALLOTMENT OF 1,02,11,000 EQUITY SHARES ON PREFERENTIAL BASIS (*SPECIAL RESOLUTION*)

PARTICULARS	NUMBER
Number of valid votes received	19,76,692
Votes in favour of the resolution	19,76,685
Votes against the resolution	7
Number of invalid votes received	0

7. Thereafter Mr. Akshay Chhabra proceeded with declaration of postal ballot result on the basis of scrutinizer's report.

SPECIAL RESOLUTION:

ITEM NO. 1: CREATION, OFFER, ISSUE AND ALLOTMENT OF 1,02,11,000 EQUITY SHARES ON PREFERENTIAL BASIS:

“RESOLVED THAT pursuant to the provisions of Section 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made there under (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (‘ICDR Regulations’), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘LODR Regulations’), as in force and subject to other applicable Rules / Regulations / Guidelines / Notifications / Circulars and clarifications issued thereunder, if any, from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (‘SEBI’), National Stock Exchange of India Limited (‘NSE’) and/ or any other competent authorities (hereinafter referred to as ‘Applicable Regulatory Authorities’) to the extent applicable, the Listing Agreement entered into by the Company with the Stock Exchange where the shares of the Company are listed and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any

ONE POINT ONE SOLUTIONS LIMITED

(Formerly known as One Point One Solutions Pvt. Limited)

Corporate Office: C-42, TTC Industrial Area, MIDC, Village Pawane, Navi Mumbai, Maharashtra- 400 705.

T. 022 6687 3800 F. 022 6687 3889 CIN: L74900MH2008PLC182869 website: www.1point1.in

Reg. Office: T-762, 6th Floor, Tower-7, International Infotech Park, Above Vashi Railway Station, Vashi, Navi Mumbai, Maharashtra -400 703.

Mumbai. Gurgaon. Indore. Bangalore

of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter called ‘the Board’ which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution or any person authorised by the Board or its committee for such purpose) and subject to any other alterations, modifications, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent of the members of the Company be and hereby authorise the Board on behalf of the Company, to create, offer, issue and allot by way of preferential issue, from time to time, in one or more tranches, up to 1,02,11,000 Equity Shares, to the below-mentioned proposed allottees, for consideration in cash, at a minimum issue price of INR 16.47/- (Rupees Sixteen and Forty Seven paise only) per Equity Share including premium of INR 14.47/- (Rupees fourteen and Forty Seven paise only) aggregating to INR 16,81,75,170 /- (Rupees Sixteen Crore Eighty One Lakh Seventy Five Thousand One Hundred and Seventy only), in such manner and on such terms and conditions as the Board may in its absolute discretion decide:

Sr. No.	Name of the Allottee	Category of the allottee	No. of Equity Shares
1	Akshay Chhabra	Promoter	6,00,000
2	Devang K Shah Huf	Non-Promoter	1,85,000
3	Sahil J Jindal	Non-Promoter	3,10,000
4	Sandhya Anil Dedhia	Non-Promoter	7,00,000
5	Helium Traders Private Limited	Non-Promoter	2,50,000
6	Tanay Bheda	Non-Promoter	1,56,000
7	Karishma Jignesh Desai	Non-Promoter	1,60,000
8	Vikas R Mehta Huf	Non-Promoter	43,50,000
9	Juhi Shreyans Shah	Non-Promoter	3,00,000
10	Kalpesh Manji Patel	Non-Promoter	10,00,000
11	Dharmendra Manji Patel	Non-Promoter	10,00,000
12	Shanti Properties	Non-Promoter	10,00,000
13	Dinesh Kumar Tiwari	Non-Promoter	2,00,000

RESOLVED FURTHER THAT in the event, there is a difference between the Issue Price and the price determined in accordance with SEBI (ICDR) Regulations, the Issue Price and/ or the number of Equity Shares to be allotted on exercise of the Equity Shares shall be subject to appropriate adjustments.

RESOLVED FURTHER THAT in accordance with the provision of Chapter V of the ICDR Regulations, the ‘Relevant Date’ for the purpose of calculating the price for the Preferential Issue of Equity Shares be and is hereby fixed as Friday, March 10, 2023 is the date (preceding the weekend or the holiday) 30 days prior to the date of passing of the Special Resolution by the Members of the Company.

ONE POINT ONE SOLUTIONS LIMITED

(Formerly known as One Point One Solutions Pvt. Limited)

Corporate Office: C-42, TTC Industrial Area, MIDC, Village Pawane, Navi Mumbai, Maharashtra- 400 705.

T. 022 6687 3800 **F.** 022 6687 3889 **CIN:** L74900MH2008PLC182869 **website:** www.1point1.in

Reg. Office: T-762, 6th Floor, Tower-7, International Infotech Park, Above Vashi Railway Station, Vashi, Navi Mumbai, Maharashtra -400 703.

Mumbai. Gurgaon. Indore. Bangalore

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the Equity Shares to be allotted under the Preferential Allotment shall be subject to the following terms and conditions, apart from others as prescribed under applicable laws:

- a) The Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval(s) or permission(s) from Applicable Regulatory Authority(ies) or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approval or permission.
- b) The Equity Shares allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI (ICDR) Regulations and be listed on the Stock Exchanges(s) subject to receipt of necessary permission(s), sanction(s) and approval(s).
- c) The price determined and the number of Equity Shares to be allotted shall be subject to appropriate adjustments as permitted under the rules, regulations, and laws, as applicable from time to time.
- d) The Equity Shareholder shall be entitled to all future corporate actions including but not limited to the issue of bonus/rights if any.
- e) The Equity Shares to be allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of the Act, the name(s) of the proposed allottee(s) be and is hereby recorded for the issuance of an invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form issued to the proposed allottee inviting them to subscribe to the Equity Shares.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification(s) to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion may deem appropriate, without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchange as appropriate, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification(s) to the foregoing and the decision of the Board shall be final and conclusive.

ONE POINT ONE SOLUTIONS LIMITED

(Formerly known as One Point One Solutions Pvt. Limited)

Corporate Office: C-42, TTC Industrial Area, MIDC, Village Pawane, Navi Mumbai, Maharashtra- 400 705.

T. 022 6687 3800 **F.** 022 6687 3889 **CIN:** L74900MH2008PLC182869 **website:** www.1point1.in

Reg. Office: T-762, 6th Floor, Tower-7, International Infotech Park, Above Vashi Railway Station, Vashi, Navi Mumbai, Maharashtra -400 703.

Mumbai. Gurgaon. Indore. Bangalore

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or any other Director(s) or any other officer(s) of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate and decide terms and conditions of security, finalize and execute all deeds, documents, and writings as may be necessary, desirable or expedient, settle any question, difficulty or doubt that may arise in this regard, do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper or desirable and to delegate all or any of these powers to Committee(s) of the Board or any other person.”

Thereafter, Mr. Akshay Chhabra announced that aforesaid resolutions as laid out in postal ballot notice dated March 10, 2023 was duly approved by members with requisite majority.

There being no further business for discussion, the proceedings concluded with a vote of thanks to the Chair.



Entered in the minutes book on April 10, 2023

Date: April 10 2023

Place: Mumbai

Akshay Chhabra
(Chairman & Managing Director)
DIN: 00958197

ONE POINT ONE SOLUTIONS LIMITED

(Formerly known as One Point One Solutions Pvt. Limited)

Corporate Office: C-42, TTC Industrial Area, MIDC, Village Pawane, Navi Mumbai, Maharashtra- 400 705.

T. 022 6687 3800 F. 022 6687 3889 CIN: L74900MH2008PLC182869 website: www.1point1.in

Reg. Office: T-762, 6th Floor, Tower-7, International Infotech Park, Above Vashi Railway Station, Vashi, Navi Mumbai, Maharashtra -400 703.

Mumbai. Gurgaon. Indore. Bangalore