FINDING THE PERFECT MIX

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2021-22 ANNUAL REPORT


CORPORATE
INFORMATION

BOARD OF DIRECTORS

MR. AKSHAY CHHABRA
Chairman & Managing Director

MR. AKASHANAND KARNIK
Whole-time Director

MR. BHARAT DIGHE
Independent Director

DR. CHANDRASEKHER YERRAMALLI
Independent Director

MR. ARJUN BHATIA
Independent Director

MRS. NEYHAA CHHABRA
Non-executive Director

MRS. SHALINI PRITAMDASANI
Non-executive Director

STAKEHOLDERS RELATIONSHIP COMMITTEE

CHANDRASEKHAR YERRAMALLI
Chairman

SHALINI PRITAMDASANI
Member

AKASHANAND KARNIK
Member

NOMINATION AND REMUNERATION COMMITTEE

BHARAT DIGHE
Chairman

CHANDRASEKHAR YERRAMALLI
Member

SHALINI PRITAMDASANI
Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

BHARAT DIGHE
Chairman

CHANDRASEKHAR YERRAMALLI
Member

AKSHAY CHHABRA
Member

AUDIT COMMITTEE

BHARAT DIGHE
Chairman

CHANDRASEKHAR YERRAMALLI
Member

AKSHAY CHHABRA
Member

STATUTORY AUDITORS

M/s. Vinod Kumar Jain &Co.,
Chartered Accountants
Firm Registration No: 111513W

SECRETARIAL AUDITORS

M/s. MMJB & Associates LLP,
Company Secretaries

REGISTERED OFFICE

International Infotech Park,
T-762, Tower-7, Vashi,
Navi Mumbai, Maharashtra
-400703.

CORPORATE OFFICE

C-42, TTC Industrial Area,
MIDC, Village - Pawane, Navi
Mumbai, Maharashtra
– 400705

BANKERS

HDFC BANK LIMITED

C O N T

E N T S

One Point One Solutions Limited is a leading customized Business Process Management (BPM) services provider.

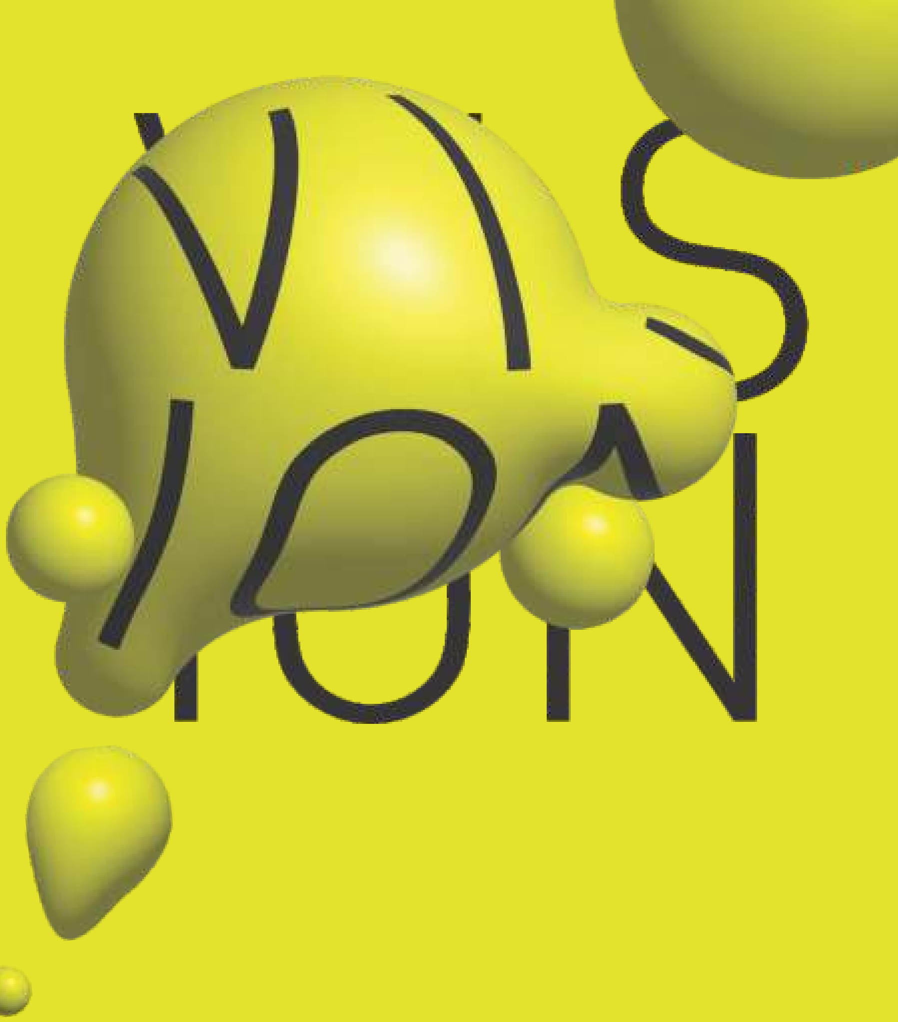
ABOUT US

We are specialized in helping clients to stay ahead of the curve through transformational solutions to re-imagine business processes and deliver increased efficiency, deeper insights and superior outcomes. At One Point One, we are trusted custodians and long-term partners to leading Brands with presence at Mumbai, Bangalore, Indore, Chennai and Gurgaon. Our clients include Fortune 500 and FTSE 100 companies.

Our vision

is to shape the future of the BPM industry by leading the way in transformational technologies and capabilities. To constantly stay ahead of the curve in order to drive growth for customers, enriching experience for employees, value for investors and a positive impact for communities that we operate in.

"Stay ahead of the curve in order to drive growth."



Our mission

is to be the leader in markets we compete in. We will achieve this by simplifying complex business processes through cutting-edge technology and industry-leading people practices.

"Be the leader in markets we compete in."

SERVICES OFFERED

BY SERVICES

BACK OFFICE SERVICES

/ E-Mail Management
/ Content Management
/ Chat Bots Solutions
/ Social Media Management

CONTACT CENTRE SERVICES

/ Sales & Lead Generation
/ Customer Care
/ Debt Management and Collection Services

BUSINESS SOLUTIONS

/ Workflow Management
/ Speech Analytics
/ Process Automation
Quality Monitoring Services

BY INDUSTRIES

BANKING & FINANCE
INSURANCE
CONSUMER DURABLES
RETAIL
TRAVEL
TELECOM
AIRLINE
FMCG
E-COMMERCE
HOSPITALITY

BY TECHNOLOGY

SECURITY AND COMPLIANCE SOLUTIONS
IT INFRASTRUCTURE SERVICES
OMNI CHANNEL SOLUTIONS

KEY BENEFITS

EMBRACING DISRUPTIONS & TRANSFORMATION

We are confident that a strong brand positioning aligned to the current technological disruption in the Business Process Management (BPM) industry is certain to propel us to the next phase. We want to be perceived as thought leaders with transformational technology capabilities. Our ambition is to emerge as a trusted and long-term transformation partner, committed to driving operational excellence and value for clients. We are all set to embrace, enhance and evangelize the disruptions in the market through a transformation programme.

ACCESS TO SKILLED RESOURCES

We help companies reduce their expenses on recruitment and training by offering them the precise skills they need. Our multi-lingual teams working from key locations in India have deep understanding of project lifecycles and integrate their plans to clients' schedules for delivery of results in promised timelines.

CARVING A NICHE

As a leading provider of customized BPM services, we believe in a consultative approach to business. Our objective is to go beyond industry standards, re-establishing benchmarks in the BPM space. We uncover opportunities, recognize potential and unlock value for our clients by challenging stereotypes and asking pertinent questions. We deliver process excellence for clients through our transformational capabilities, deep domain expertise, and proprietary tools and platforms, coupled with the best-in class talent pool.

INCREASED AGILITY

While deploying business process modifications for our clients, we accelerate their response to change and ensure that they adapt speedily to the transformations in their industrial environment.

VALUE CREATION

At One Point One, we have come a long way demonstrating resilience, consolidating our businesses and delivering value for our stakeholders. We have negotiated challenges with poise and have emerged stronger. Our focus has always been on building a company that enables our stakeholders, clients, employees, shareholders and communities to stay ahead of the curve.

We are confident that our capabilities and domain expertise will help us scale new heights. Thus, readying ourselves for the opportunities that lie ahead, we are adopting a transformational approach: our process, systems, functions and people practices. As we embrace new ways, our brand identity demanded a re-positioning. Our new positioning reflects the strides we are making and commitment to reward our stakeholders for reposing their faith and trust in us.

INFRASTRUCTURE & TECHNOLOGY

By harnessing the power of custom software, automation, cyber security, cognitive computing, cloud, data analytics, IoT and emerging technologies, we optimize product development for our clients and help them lead on the curve of innovation.

STAYING AHEAD OF THE CURVE

Our new aim is to position our company as a forward-looking, market-savvy and Client-centric company that possesses the capabilities and agility to navigate through challenging business scenarios. We will be the transformation partner to our stakeholders, empowering them to stay ahead of the curve through enhanced experiences.

COST ADVANTAGE

A collaborative business model helps to improve decision-making and optimize workflows. We implement holistic practices for our clients to help them improve product/service quality and eliminate waste. The result is substantial cost savings from the earliest stages of business functions.

IMPACTING KEY STAKEHOLDERS

IMPACTING KEY STAKEHOLDERS

We believe this transformation will significantly improve how we engage with our stakeholders and help us develop enduring relationships with them. The new identity will facilitate a more symbiotic relationship between the Company and its stakeholders in the following ways:

CLIENT

Every client is important, with unique challenges and business needs.

Therefore, dismissing the one-size-fits-all approach, we focus on building lifetime value by creating memorable client journeys. Spread across the globe, as our clients brace themselves for technology-led innovations, our new brand identity is forward looking and holds the promise of enabling clients to stay ahead in the game. Going forward, we will focus on developing pin-pointed strategies for client requirements. We will further leverage the digital medium to help them stay relevant in their businesses and benefit from an Omni-channel strategy.

EMPLOYEES

Our people are our most important asset.

We strive to bring out the best in them because we believe skilled, motivated and empowered people drive better business. Therefore, we are helping our people to align their long-term personal goals with the strategic objectives of the Company. We overhauled our performance enhancement process to provide them with augmented learning and development opportunities. Our employees continue to get hands-on experience in emerging technologies as they are part of our work streams. We also help them up skill or reskill in the use of new technologies through various training programmes. We believe these efforts will help us chart a new course for the Company.

SHAREHOLDERS

We believe in value creation for all our stakeholders, especially for our shareholders.

We are confident that with ASPIRE as the foundation, our people will outperform and exceed client expectations. This will translate into financial value for our shareholders. Also, consistent performance of the Company in the equity markets is an indicator of our capabilities for future.

COMMUNITIES

We operate in diverse communities with the objective to create a positive impact.

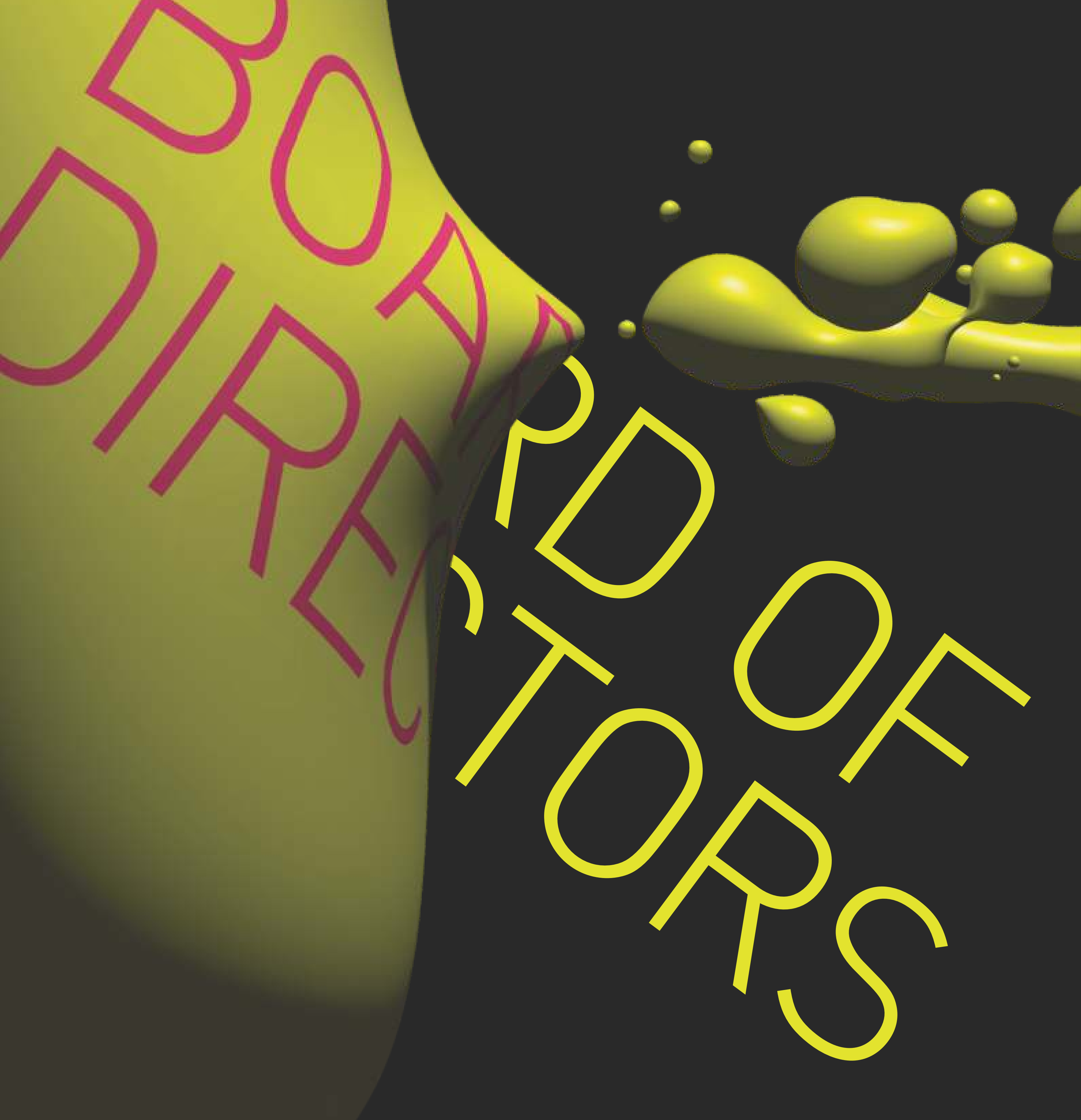
Our corporate philosophy encourages us to give back to the communities and thus, we lead various social development projects that help us to attain this objective. At One Point One, we endeavor to engage with the communities around us to help them stay ahead of the current socio-economic issues ranging from pollution to poverty.

BOARD OF DIRECTORS

Mr. Akshay Chhabra

CHAIRMAN AND MANAGING DIRECTOR

Mr. Akshay Chhabra is the Chairman and Managing Director of the Company. He holds a degree of B.E. (Electronics Engineering) from the University of Mumbai. He is the guiding force behind the strategic decisions of our Company and has been instrumental in planning and formulating the overall business strategy and developing business relations of our Company.



Mr. Chandrasekhar Yerramalli

INDEPENDENT DIRECTOR

Chandrasekher Yerramalli is an Independent Director of the Company. He holds degree of Bachelor of Engineering (Civil) from Nagpur University. He also holds degree of Master of Technology from Indian Institute of Technology, Bombay and Doctor of Philosophy (Aerospace Engineering) from the University of Michigan. In the past, he was associated with M/s. Ming Yang Wind Power USA Inc. as Technology Director for Composites and Structures.

Mr. Bharat Dighe

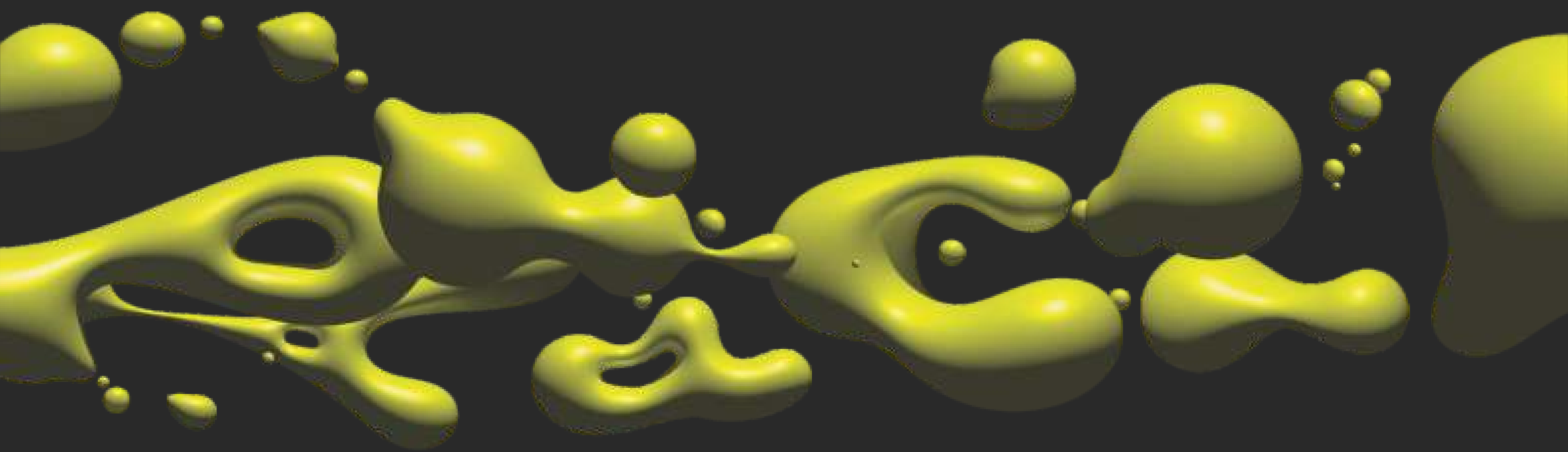
INDEPENDENT DIRECTOR

Bharat Dighe is an Independent Director of the Company. He is a qualified Chartered Accountant from the Institute of Chartered Accountants of India.

Mr. Arjun Bhatia

INDEPENDENT DIRECTOR

Arjun Bhatia is an Independent Director of the Company. He has an experience in the field of business process management



Mr. Akashanand Karnik

WHOLE TIME DIRECTOR

Mr. Akashanand Karnik is the Whole Time Director of the Company. He holds degree in Bachelor of Engineering from University of Allahabad and Post Graduate Diploma in Business Management from Narsee Monjee Institute of Management Studies. He has experience in business management for customer centric and process management operations, BPM of various industries vertical namely, BFSI, Telecom, Airlines, E- Commerce and consumer durables.

Ms. Shalini Pritamdasani

NON-EXECUTIVE DIRECTOR

Ms. Shalini Pritamdasani is the Non-Executive Director of the Company. She holds degree of Bachelor of Science from University of Mumbai.

Ms. Neyhaa Chhabra

NON-EXECUTIVE DIRECTOR

Ms. Neyhaa Chhabra is the Non-Executive Director of the Company. She holds degree of Bachelor of Arts from University of Mumbai.

Dear Shareholders,

I hope you and your family are safe and healthy. On behalf of the Board of Directors of One PointOne Solutions Limited, it gives me immense pleasure to share with you an update on the overallperformance of One Point One Solutions Limited during the financial year 2021-22.

Despite the challenges posed by Covid-19 pandemic, I am happy to report that your Company has performed well during the financial year 2021-22:

The Consolidated revenue from operations have increased from Rs. 10,885.86 lakh to Rs. 13,869.82 lakh, **an increase of Rs. 2,983.96 lakh (27.41%)** over the previous financial year. The Consolidated Profit after tax (PAT) have **increased from Rs. (1,393.50) lakh to Rs. 341.38 lakh.**

The Standalone revenue from operations have increased from Rs. 10,885.86 lakh to Rs. 13,865.07 lakh, **an increase of Rs. 2,979.21 lakh (27.37%)** over the previous financial year. The Standalone Profit after tax (PAT) have **increased from Rs. (1,345.82) lakh to Rs. 365.83 lakh.**

A detailed analysis of the consolidated results forms part of the Management Discussion Analysis Report provided separately as a part of the Annual Report.

The Indian Business Process Management (BPM) industry has undergone a paradigm shift over the few decades of its existence from all about cost-saving and operational excellence to advent of deep technology, use of artificial intelligence (AI) and domain expertise.

We strongly believe in the power of technology in solving some of our most critical problems and stimulating the human spirit. One of our competitive advantages is the depth and breadth of our industry expertise.

Our industry focus gives us an understanding of industry evolution, business issues and new and emerging technologies, enabling us to deliver innovative solutions tailored to each client.

We are happy to announce that your Company has entered into strategic partnership with Bahwan CyberTek (BCT) a global provider of digital transformation solutions in the areas of Predictive Analytics, Digital Experience and Digital Supply Chain Management, and has delivered solutions in 20 countries across North America, the Middle East, Far East, Africa and Asia. Driving innovation through outcome-based business models, proven and powerful IP solutions, BCT is a trusted partner for over 1000+ customers, including Fortune 500 companies. The combined capabilities of the One Point One Solutions Ltd. and BCT will help advance service delivery and support BCT's exponential growth in the MENA region through virtual SaaS-based customer service. Our partnership with BCT further strengthens our portfolio and value proposition to our clients worldwide.

Finally, I would like to thank all our Customers, Shareholders, Associates, Government Authorities, Banks, Vendors and all stakeholders for the trust and confidence reposed in the Company. We will continuously seek and strive to do good, act better, and do what is best for us and society at large.

Akshay Chhabra
Chairman and Managing Director
DIN No.:00958197

A DROP

DIRECTORS' REPORT

Dear Members,

The Board of Directors of your Company take great pleasure in presenting the 14th Annual Report on the business and operations of your Company ("the Company" or "One Point One Solutions Limited") along with the Audited Financial Statements, for the financial year ended 31st March 2022. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

FINANCIAL RESULTS

The performance of the Company for the financial year 2021-22 is summarised below:

(Amount in Lakhs of Indian Rupees)

Particulars	Consolidated		Standalone	
	FY 2021-22	FY 2020-21	FY 2021-22	FY 2020-21
Revenue from operations	13,168.74	10,160.07	13,168.74	10,160.07
Other Income	701.08	725.80	696.34	725.26
Total Revenue	**13,869.82**	**10,885.86**	**13,865.07**	**10,885.33**
Operating Expenses	10,348.99	9,364.80	10,344.40	9,330.69
Earnings before Interest, Tax, Depreciation & Amortization (EBITDA)	3,520.83	1,521.06	3,520.67	1,554.64
Depreciation and Amortization	2,219.78	2,676.57	2,193.27	2,646.92
Financial Charges	763.11	927.15	762.97	926.76
Earnings before Tax and exceptional item	**537.94**	**(2,082.65)**	**564.43**	**(2,019.04)**
Extra-Ordinary Item	0	0	0	0
Earnings before Tax (EBT)	**537.94**	**(2,082.65)**	**564.43**	**(2,019.04)**
Tax Expenses :				
Current Tax: Provision for Income Tax	0	0	0	0
MAT Credit Entitlement	0	0	0	0
Deferred Tax Liability (Assets)	194.98	(689.23)	197.03	(673.22)
Short Provisions Adjustments: Earlier Years (Net)	1.57	0.08	1.57	0
Profit After Tax	**341.38**	**(1,393.50)**	**365.83**	**(1,345.82)**

RESULT FROM OPERATIONS:

The Consolidated revenue from operations have increased from Rs. 10,885.86 lakh to Rs. 13,869.82 lakh, an increase of Rs. 2,983.96 lakh (27.41%) over the previous financial year. The consolidated Profit after tax have increased from Rs. (1,393.50) lakh to Rs. 341.38 lakh.

The Standalone revenue from operations have increased from Rs. 10,885.33 lakh to Rs. 13,865.07 lakh, an increase of Rs. 2,979.74 lakh (27.37%) over the previous financial year. The Standalone Profit after tax (PAT) have increased from Rs. (1,345.82) lakh to Rs. 365.83 lakh. A detailed analysis of the consolidated results forms part of the Management Discussion Analysis Report provided separately as a part of Annual Report.

DIVIDEND:

The Board of Directors does not recommend any Dividend for the Financial Year 2021-22.

INCREASE IN AUTHOURISED SHARE CAPITAL:

The Company during the financial year 2021-22 has increase its Authorised Share capital from Rs. 30,00,00,000 to Rs. 50,00,00,000 vide ordinary resolution passed by the Members of the Company on 8th January 2022 by way of Postal Ballot.

INCREASE IN SHARE CAPITAL:

Pursuant to the approval received from the Board of Director of the Company vide its Board resolutions dated 7th December 2022 and approval received from the Shareholders of the Company vide its resolution dated 8th January 2022 the Company has allotted 6,26,85,759 (Six Crore Twenty Six Lakh Eighty Five Thousand Seven Hundred Fifty Nine) bonus shares having face value of Rs.2/- each (Rupees Two Only) in its Board Meeting held on 21st January 2022.

During the year under review, the face value of Company's equity shares was sub-divided from Rs. 10/- (Rupees Ten) into 5 equity shares of Rs. 2- (Rupees Two) each pursuant to the approval granted by the members on 8th January 2022. Necessary approvals from the Stock Exchanges for split of shares and NSDL/CDSL for assignment of New ISIN which is INE840Y01029 were obtained.

Pursuant to aforesaid allotment of Equity shares, the Paid up Share Capital of the Company was increased from Rs.25,07,47,500/- (Rupees Twenty Five Crore Seven Lakh Forty Seven Thousand Five Hundred only) consisting of 2,50,74,750 (Two Crore Fifty Lakh Seventy Four Thousand Seven Hundred Fifty) Equity Shares of Rs.10/- (Rupees Ten) each to Rs. 37,61,19,018 (Rupees Thirty Seven Crore Sixty One Lakh Nineteen Thousand Eighteen only) consisting of 18,80,59,509 (Eighteen Core Eighty Lakh Fifty-nine Thousand Five Hundred Nine) Equity Shares of Rs.2/- (Rupees Two) each.

The Company has neither issued shares with differential voting rights nor has issued any sweat equity shares.

TRANSFER TO RESERVES:

During the year under review the Company transferred Rs.365.83 lakh to the Reserves.

SUBSIDIARY COMPANIES AND FINANCIAL STATEMENTS:

In accordance with the Accounting Standards 21 and 23 issued by the Institute of Chartered Accountants of India, Consolidated Financial Statements presented by the Company include the Financial Information of the Subsidiary Companies. These Consolidated Financial Statements provide financial information about your Company and its subsidiaries after elimination of minority interest, as a single entity. A summary of the financial performance of each of the Subsidiary companies in the prescribed Form AOC-1 is appended as Annexure 1 to the Financial Statements of the Company. In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of the subsidiaries of the Company are available on the website of the Company http://www.1point1.in.

AUDITORS AND AUDITORS' REPORT:

Pursuant to provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. Vinod Kumar Jain & Co., Chartered Accountants were appointed as Statutory Auditors of the Company. The Auditors' Report to the Members on the Accounts of the Company for the year ended 31stMarch, 2022 does not contain any qualification, reservation or adverse remark.

FEES PAID TO STATUTORY AUDITORS:

The total fees for all services paid by the Company and its subsidiary, on a consolidated basis, to M/s. Vinod Kumar Jain & Co., Chartered Accountants, bearing Firm Registration Number: 111513W, Statutory Auditors of the Company and other firms in the network entity of which the statutory auditors are a part, during the year ended March 31, 2022, is Rs. 9.25 lakhs.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information pursuant to the provisions of Section 134 of the Companies Act, 2013 and the rules framed thereunder, relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, forms part of this Report and is given at Annexure 2.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mrs. Shalini Pritamdasani Director of the Company retires by rotation and being eligible, offers herself for re-appointment. Further, as stipulated under Regulation 36 of the SEBI (LODR) Regulations, 2015, her brief resume, is given in the section on Corporate Governance, which forms part of this Annual Report.

CHANGE IN DIRECTORS AND COMMITTEE MEMBERS:

During the year under review Mrs. Neyhaa Chhabra has tendered her resignation as Non-executive Director of the company w.e.f. close of business hours on 31st March 2022 and Mrs. Shalini Pritamdasani has been appointed as a Non-executive director of the Company w.e.f 31st March 2022.

Consequent to resignation of Mrs. Neyhaa Chhabra and appointment Mrs. Shalini Pritamdasani as a Non-executive Director of the Company Mrs. Shalini Pritamdasani has been appointment as member of Nomination and Remuneration Committee and Stakeholders Relations Committee w.e.f. 31st March 2022.

EVALUATION OF PERFORMANCE OF BOARD, ITS COMMITTEES AND OF DIRECTORS:

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, 2015 the Board of Directors has undertaken an annual evaluation of its own performance, its various Committees and individual directors. The manner in which the performance evaluation has been carried out has been given in detail in the Annexure VII Corporate Governance Report, annexed to this Report. The policy of the Company on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Section 178(3) of the Act, and Part D of Schedule II of the Listing Regulations, adopted by the Board is appended as Annexure 3 to the Directors' Report. We affirm that the remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

Your Company has put in place a Familiarisation Programme for Independent Directors to familiarize them with their roles, rights, responsibilities, nature of the Industry, Company's strategy, business plan, operations, markets, products, etc. The details of the Company's Familiarisation Programme is available on the Company's website http://www.1point1.in.

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from all the Independent Directors of the Company confirming that they meet the criteria of independence laid down in Section 149(6) and other applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

MEETINGS OF THE BOARD:

During the year, 8 meetings of the Board of Directors were held, particulars of attendance of directors at the said meetings are given in the annexure VII Corporate Governance Report, which forms part of this Report. The company is in compliance with Secretarial Standards as issued by The Institute of Company Secretaries of India.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134 of the Companies Act 2013, your Directors state that:

a. in the preparation of the annual financial statements for the year ended 31st March, 2022, the applicable accounting standards have been followed along with no material departures;

b. appropriate accounting policies have been selected and applied consistently and based on 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 as at 31st March, 2022 and of the profit of the Company for the year ended on that date;

c. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the annual financial statements have been prepared on a going concern basis;

e. proper internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

f. proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL AUDITOR:

The Board has appointed M/s. MMJB and Associates LLP, Practicing Company Secretaries, to conduct Secretarial Audit for the financial year 2021-22. There are following observations 1) The structural digital database was not maintained during the review period - The Company will implement structural digital database ensuing financial year 2) The gap between one Board and Audit Committee meeting is more than 120 days – as a result of lockdown restrictions said Board and Audit Committee meetings were postponed. The Secretarial Audit Report in prescribed format is annexed as Annexure 4 to this Report which is self-explanatory.

PARTICULARS OF EMPLOYEES:

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this Report as Annexure 5. The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this report. Further, the report and the financial statements are being sent to the members excluding the aforesaid statement. Further, in terms of provisions of Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is open for inspection at the registered office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request. Further the Annual Report including the aforesaid information is also available on the Company's website http://www.1point1.in.

PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

Your Company has formulated a policy on related party transactions which is also available on Company's website at https://www.1point1.in/BPO-Solutions. This policy deals with the review and approval of related party transactions. The Board of Directors of the Company has approved the criteria for making omnibus approval by the Audit Committee within the overall framework of the policy on related party transactions. Prior omnibus approval is obtained for related party transactions which are of repetitive nature and entered in the ordinary course of business and on arm's length basis. All related party transactions are placed before the Audit Committee for review and approval. All related party transactions entered during the Financial Year were in ordinary course of the business and on arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 appended as Annexure 6 to this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS AND DEPOSITS:

The Company has not granted any loans, guarantees and investments covered under Section 186 of the Companies Act, 2013, during the financial year ended 31st March, 2022. The Company has not accepted any deposits during the financial year 2021-22.

CORPORATE SOCIAL RESPONSIBILITY:

Your Company is committed to Corporate Social Responsibility (CSR) and strongly believes that the business objectives of the Company must be in congruence with the legitimate development needs of the society in which it operates. The detailed report on CSR activities is given in Annexure 7, forming part of this Report. Pursuant to the provisions of the Section 135 of the Companies Act, 2013 (the Act), your Company has constituted a CSR Committee to monitor the CSR activities of the Company, details of which are provided in the Corporate Governance Report, forming part of this Report.

EXTRACT OF ANNUAL RETURN:

Extract of Annual Return of the Company in prescribed format is annexed herewith as Annexure 8 to this Report. The copy of company's annual return is available on website of the Company on web link: https://www.1point1.in/download.php?f=uploads/ANNUAL%20RETURN%20FOR%20FINANCIAL%20YEAR%202020-21.pdf&n=ANNUAL%20RETURN%20FOR%20FINANCIAL%20YEAR%202020-21

RISK MANAGEMENT & INTERNAL FINANCIAL CONTROLS:

The Company has in place mechanism to inform Board Members about the Risk Assessment and Minimization procedures which are periodically reviewed to ensure that risk is controlled by the Executive Management. The Company has also formulated Risk Management Policy to review and control risk. Details in respect of adequacy of internal financial controls with reference to the Financial Statements are given in the Management's Discussion and Analysis, which forms part of this Report.

DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

Your Company has zero tolerance for sexual harassment at workplace and as per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made thereunder, your company has constituted an Internal Complaints Committees (ICC) and during the year, no cases were reported to the ICC.

HUMAN RESOURCES (HR):

The Company's HR policies and procedures are designed to recruit and retain the best talent to support the operations of your Company and to align the interests of all employees with the long term organizational goals.

OTHER DISCLOSURES/REPORTING:

Your Directors state that no disclosure and/or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise;
- Issue of shares (including sweat equity shares) to employees of the Company under any scheme;
- Neither the Managing Director nor the Whole-time Directors of the Company receive remuneration or commission from any of its subsidiaries;
- No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future;
- There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of this Report;
- The Company is not exposed to commodity price risk or foreign exchange risk and hedging activities.

APPRECIATION & ACKNOWLEDGEMENTS:

The Board wishes to place on record its gratitude for the assistance and co-operation received from Banks, Government Authorities, business associates, Customers, Vendors and all its shareholders for the trust and confidence reposed in the Company. The Board further wishes to record its sincere appreciation for the significant contributions made by employees at all levels for their commitment, dedication and contribution towards the operations of the Company.

By Order of the Board
For **One Point One Solutions Limited**

Akshay Chhabra
Chairman & Managing Director
DIN No.:00958197
Place: Navi Mumbai
Date: 2nd August 2022

ANNEXURE I

Form AOC-1

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014:

Part A: Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. Lakhs)

Sr.	Particulars	Details
1.	Name of the subsidiary	Silicon Softech India Limited
2.	The date since when subsidiary was acquired	1st April 2016
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	1st April 2021 to 31st March 2022
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Indian Rupees
5.	Share capital	10.00
6.	Reserves and surplus	301.32
7.	Total assets	311.82
8.	Total Liabilities	0.50
9.	Investments	0.25
10.	Turnover	0
11.	Profit before taxation	-26.50
11.	Provision for taxation	-2.05
12.	Profit after taxation	-24.45
13.	Proposed Dividend	0
14.	Extent of shareholding (in percentage)	100.00

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations.

   NONE

2. Names of subsidiaries which have been liquidated or sold during the year.

   NONE

Part B: Associates and Joint Ventures: Not Applicable

By Order of the Board
For **One Point One Solutions Limited**

Akshay Chhabra
Chairman & Managing Director
DIN No.:00958197

Place: Navi Mumbai
Date: 2nd August 2022

ANNEXURE II

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO (PURSUANT TO PROVISIONS OF SECTION 134 (3) (M) OF THE COMPANIES ACT, 2013, READ WITH RULES 8 (3) OF THE COMPANIES (ACCOUNTS) RULES, 2014):

A. CONSERVATION OF ENERGY:

The Company has a well-organized, structured and centrally controlled Energy Management system for utility and Infrastructure. Regular focus and efforts are made to improve efficiency and accuracy by modernization of high end Technology. The Company during the financial year 2021-22, took many initiatives for conservation of energy such as use of smart power strip, use of energy efficient appliances, adjusting day-to-day behavior of employees (turning off lights, AC when not required), use of natural light, replacement of Conventional Light with LED Lights and replacement of Conventional Motors with Energy Efficient Motors etc.

B. TECHNOLOGY ABSORPTION, ADAPTION & INNOVATION:

Your company continued its efforts in identifying technologies that will help in its continued growth. Accordingly, various new technologies were studied and from the shortlisted technologies, your company is in the process of integrating new technologies.

C. RESEARCH AND DEVELOPMENT:

The Company is continuously striving to build a technology leadership position in the Business Process Management industry. There is a strong focus on research and development through a dedicated R&D team.

D. FOREIGN EXCHANGE EARNINGS & OUTGO:

(Amount in Rs. Lakh)

Sr. No.	Particulars	Financial Year 2021-22	Financial Year 2020-21
1.	Expenditure in foreign currency	7.47	9.41
2.	Earning in foreign currency	Nil	Nil
3.	Value of Imports Calculated on CIF basis	30.80	10.02

By Order of the Board
For **One Point One Solutions Limited**

Akshay Chhabra
Chairman & Managing Director
DIN No.:00958197

Place: Navi Mumbai
Date: 2nd August 2022

NOMINATION AND REMUNERATION POLICY OF ONE POINT ONE SOLUTIONS LIMITED

1. PREAMBLE:

a. The Nomination and Remuneration Policy ("Policy") provides a framework for remuneration to be paid to the members of the Board of Directors ("Board") and Key Managerial Personnel ("KMP") and the Senior Management Personnel ("SMP") of One Point One Solutions Limited ('the Company").

b. This Policy has been framed by the Nomination and Remuneration Committee ("Committee") of the Board of Directors ("Board") and based on its recommendation, approved by the Board of Directors of the Company. The Nomination and Remuneration Committee is entitled to review and amend this policy, if necessary, subject to Board approval.

2. OBJECTIVE:

The Policy aims to enable the Company to attract, retain and motivate high quality members for the Board and executives by providing a well-balanced and performance-related compensation package, taking into account all stakeholders' interests, risks & opportunities, industry practices and relevant corporate regulations. The Policy shall be read along with Section 178 of the Companies Act, 2013, the applicable rules thereto and SEBI (LODR) Regulations 2015.

3. CRITERIA FOR IDENTIFICATION OF THE BOARD MEMBERS AND APPOINTMENTS OF SENIOR MANAGEMENT:

a. The Members of the Board shall be persons who possess appropriate qualifications, skills, aptitude, attributes, maturity, knowledge and experience. The objective is to have a Board with diverse background and experience in management functions or in such areas as may be considered relevant or desirable to conduct the Company's business in an ethical and competitively superior manner.

b. An Independent Director shall be a person of integrity, who possesses relevant expertise and experience and who shall uphold ethical standards of integrity and probity; act objectively and constructively; exercise responsibilities in a bona-fide manner in the best interests of the company; devote sufficient time and attention to professional obligations for informed and balanced decision-making; and assist the company in implementing the best corporate governance practices. An Independent Director should meet the requirements of the Companies Act, 2013 and SEBI (LODR) Regulations 2015 concerning independence of directors.

c. The candidate for the appointment of KMP and SMP should possess appropriate qualifications, skills, aptitude, attributes, with relevant work experience. The candidate for KMP and SMP should also possess high level of personal and professional ethics, integrity and values.

4. POLICY RELATING TO REMUNERATION:

I) POLICY FOR WHOLE-TIME DIRECTORS/MANAGING DIRECTOR/KMP/ SENIOR MANAGEMENT PERSONNEL:

Remuneration to Whole-Time Directors, Key Managerial Personnel and Senior Management Personnel will involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the Company and its goals. The break-up of the pay scale and quantum of perquisites and retirement benefits shall be decided and approved by the Board/the Person authorized by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required. If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of the Companies Act, 2013.

II) POLICY FOR INDEPENDENT DIRECTORS:

a. Independent Directors shall receive remuneration by way of sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs. One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

b. Independent Directors may be paid Commission within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company, computed as per the applicable provisions of the Companies Act, 2013. Independent Directors shall not be entitled to any stock options of the Company.

ANNEXURE IV:

MMJB & Associates LLP.

Company Secretaries

803-804, 8th Floor, Ecstasy, City of Joy, JSD Road, Mulund West, Mumbai 400080 (T) 022-21678100

FORM NO. MR.3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2022
[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
One Point One Solutions Limited,
T-762, Tower - 7, 6th Floor,
International Infotech Park,
Vashi, Thane - 400703

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by One Point One Solutions Limited (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Auditor's Responsibility:

Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards issued by The Institute of Company Secretaries of India. The Auditing Standards requires that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of audit including internal, financial and operating controls, there is an unavoidable risk that some material misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Standards.

Modified Opinion:

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2022 (hereinafter called the 'Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2022 according to the provisions of:

(i) The Companies Act, 2013 ('the Act') and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, External Commercial Borrowings and Overseas Direct Investment; (Not Applicable to the Company during the Audit Period);

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; ('PIT Regulation')

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not Applicable to the Company during the Audit Period)

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 to the extent of listing of Commercial Papers; (Not Applicable to the Company during the Audit Period)

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not Applicable to the Company during the Audit Period)

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. (Not Applicable to the Company during the Audit Period) and

(i) As identified, no law, act or regulation is specifically applicable to the Company.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015. ('Listing Regulations')

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards etc. mentioned above except the following:

➢ Structural Digital Database is not maintained during the audit period as per PIT Regulations.

➢ The gap between two Board and Audit Committee Meetings in one instance each exceed 120 days which is not in compliance with Regulation 17(2) and Regulation 18(2)(a) of Listing Regulations.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and Listing Regulations.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the Company has:

1. Issued and allotted 62,685,759 equity shares in proportion of 1:2 i.e., 1 (one) bonus share of Rs.2/- for every 2 shares held amounting to ₹ 12,53,73,750/- (Rupees Twelve Crore Fifty-Three Lakh Seventy-Three Thousand Seven Hundred Fifty only).
2. Sub-divided its equity shares from face value of ₹ 10/- to face value of ₹ 2/- per equity share resulting in 15,00,00,000 equity shares post sub-division and consequently, altered its clause V of Memorandum of association of the Company.
3. Increased its authorised share capital to enable further issue of shares up to ₹ 50,00,00,000/- divided into 25,00,00,000 equity shares of ₹ 2/- each and consequently, altered its clause V of Memorandum of association of the Company.
4. Adopted scheme of merger by absorption of wholly owned subsidiary.

For MMJB & Associates LLP
Company Secretaries

Deepti Joshi
FCS: 8167
CP: 8968
Peer Review No.:904/2020
UDIN: F008167D000727600

Date: 2nd August, 2022
Place: Mumbai

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

ANNEXURE A

To,
The Members,
One Point One Solutions Limited,
T-762, Tower - 7, 6th Floor,
International Infotech Park,
Vashi, Thane - 400703

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For MMJB & Associates LLP
Company Secretaries

Deepti Joshi
FCS: 8167
CP: 8968
Peer Review No.:904/2020
UDIN: F008167D000727600

Date: 2nd August, 2022
Place: Mumbai

ANNEXURE V:

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

I. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2021-22 and

II. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2021-22:

Sr. No	Name of Director/ KMP and Designation	Remuneration of Director/ KMP for Financial Year 2021-22	% increase in Remuneration in Financial Year 2021-22	Ratio of remuneration of each Director to median
1	Mr. Akshay Chhabra Chairman and Managing Director	60,00,000	NA	31.90
2	Mr. Akashanand Arun Karnik Whole-time Director	49,67,304	NA	26.41
3	Mr. Bharat Shashikumar Dighe Independent Director	0	NA	NA
4	Mr. Chandrasekher Yerramalli Independent Director	0	NA	NA
5	Mr. Arjun Sanjeev Bhatia Director	0	NA	NA
6	Mrs. Neyhaa Akshay Chhabra Director	0	NA	NA
7	Mr. Sunil Kumar Jha Chief Financial Officer	31,80,439	NA	16.91
8	Mr. Pritesh Sonawane Company Secretary	14,53,310	NA	7.73

III. The percentage increase in median remuneration of employees of the Company during the financial year was 6.37%.

IV. The numbers of permanent employees on the rolls of Company as on 31st March, 2022 were 1357.

V. Average percentage increase made in the salaries of employees other than managerial personnel in the financial year 18%, while the increase in the remuneration of managerial personnel was 7%. The aggregate limit of remuneration of managerial personnel was reviewed and revised, keeping in view the need for leveraging experience and expertise as well as rewarding talent and the prevailing trend in the industry.

VI. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy of the Company.

VII. The comparison of the each remuneration of Key Managerial Personnel against the performance of the Company during the Financial Year 2021-22 is as under:

(Amount in Rs.

Name of Director	Remunerationof each KMP for FY 2020-21	% increase / decrease in Remuneration in the Financial Year 2020-21	Comparison of remuneration of the KMPs against the performance of the Company
Mr. Akashanand Karnik Whole-time Director	49,67,304	NA	The company has earned profit of Rs. 3.41 Crore on a consolidated basis in financial year 2021-22.
Mr. Akshay Chhabra Chairman & Managing Director	60,00,000	NA	

VIII. The key parameters for any variable component of remuneration availed by the Directors:

None of the Directors availed the variable component of remuneration.

IX. The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the Year: 0.48

X. Affirmation that the remuneration is as per the Remuneration Policy of the Company:

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, it is affirmed that the remuneration paid to the Directors, KMPs, Senior Management and other employees of the Company is as per the Remuneration Policy of the Company.

XI. DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sr	Name	Date of Joining (DD/MM/YY)	Gross Remuneration (Amt. in Rs)	Qualifi-cation	Age (Years)	Experi-ence (Years)	Last Employment	Designation
1	K. S. Srikumar	8/1/2018	1,23,88,648	M.Com	52	32	iSON BPO Pvt.Ltd.	Chief Sales & Strategy officer
2	Samit Chakravarty	1/11/2014	70,31,046	B.Sc. GNIIT	43	20	Enlink Infotech	Chief Information Technology Officer

1. Remuneration comprises salary, allowances, performance based payments and Company's contribution to Provident Fund etc. as per definition contained in Section 2(78) of the Companies Act, 2013, paid during the year.

2. The nature of employment is contractual in above cases.

By order of Board
For **One Point One Solutions Limited**

Akshay Chhabra
Managing Director
DIN: 00958197

Place: Navi Mumbai
Date: 2nd August 2022

ANNEXURE VI:

FORM NO. AOC-2

Particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto. (Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014:

1. Details of contracts or arrangements or transactions not at arm's length basis:

No contracts or arrangements or transactions were entered into by the Company with related parties during the financial year ended 31st March 2022, which were not at arm's length.

2. Details of material contracts or arrangement or transactions at arm's length basis:

There is no Material contracts or arrangements or transactions entered into by the Company with related parties during the financial year ended 31st March 2022, which were at arm's length.

By order of Board
For **One Point One Solutions Limited**

Akshay Chhabra
Managing Director
DIN: 00958197

Place: Navi Mumbai
Date: 2nd August 2022

ANNEXURE – 5

Annual Report on Corporate Social Responsibility (CSR) activities for the Financial Year 2021-22.

1. Brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs

The CSR policy of the Company covers the proposed CSR activities in line with provisions of Section 135 of the Companies Act, 2013 and Schedule VII thereto. The CSR Policy of the Company may be accessed on the Company's website at the link http://www.1point1.in/BPO-Solutions.

2. The Composition of the CSR Committee is as under :

Sr.	Name	Member/ Chairman
1.	Mr. Bharat Dighe	Chairman
2.	Mr. Chandrasekher Yerramalli	Member
3.	Mr. Akshay Chhabra	Member

3. Average net profit of the Company for last three financial years :

Pursuant to the provisions of Section 198 of Companies Act, 2013, the company has incurred average net profit (loss) of Rs. (13,36,46,000) in the previous three financial years.

4. Prescribed CSR Expenditure (Two percent of amount as in Item no. 3) :

Pursuant to the provisions of Section 198 of Companies Act, 2013, the company has incurred average net profit (loss) of Rs. (13,36,46,000) in the last three financial years, in view of this there is Nil CSR expenditure to be incurred during the financial year 2021-22.

5. Details of CSR spent during the Financial Year :

a. Total amount spent for the financial year: Nil

b. Total amount unspent, if any: Nil

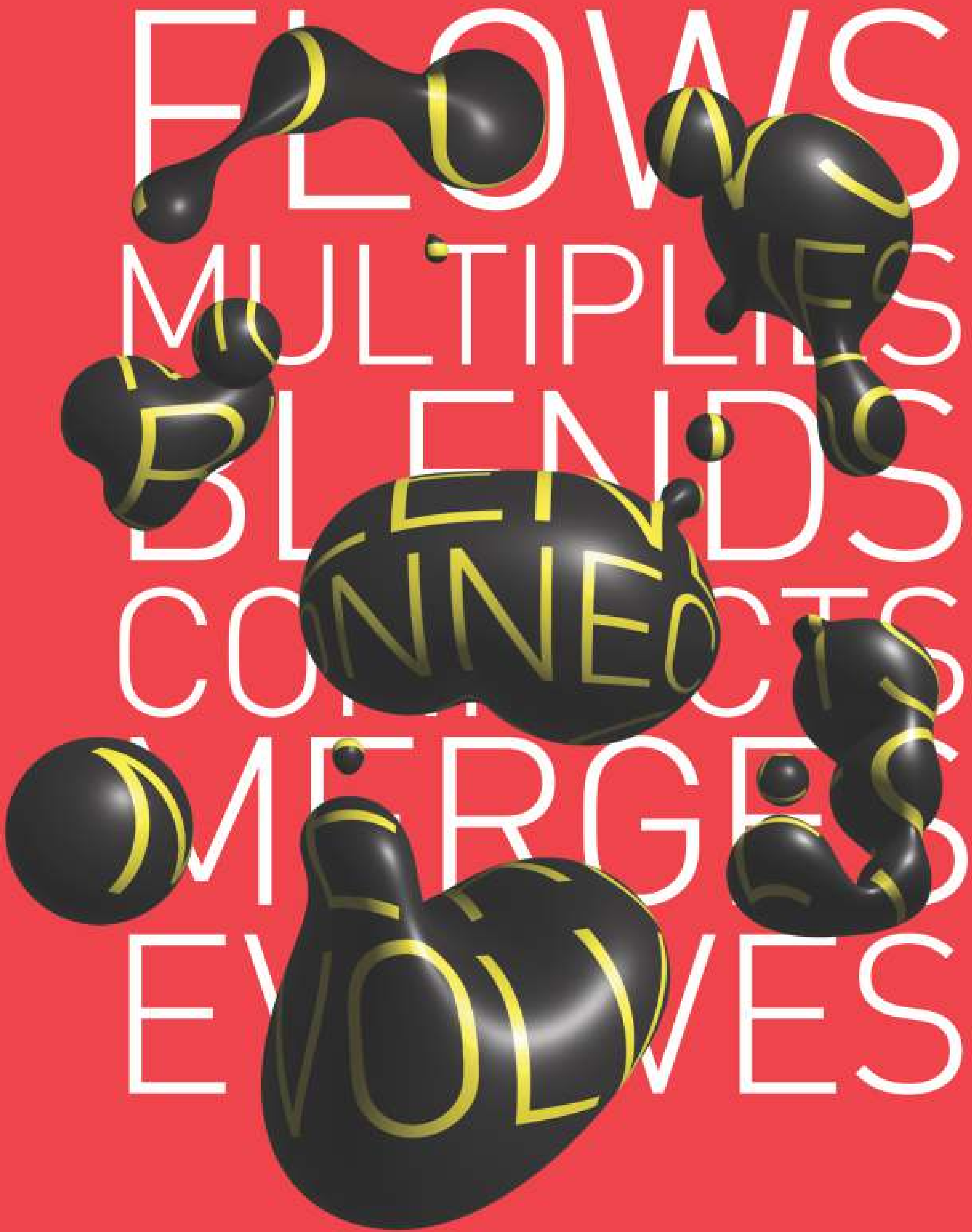
c. Manner in which the amount spent during financial year, is detailed below:

Sr. No.	CSR Project	Sector in which project is covered	Projects or programs	Amount outlay (Budget) project or programs wise	Amount spent on the projects or programs	Cumulative Expenditure upto the reporting period	Amount spent: Direct or through implementing agency
NA							

By order of Board
For **One Point One Solutions Limited**

Akshay Chhabra
Managing Director
DIN: 00958197
Place: Navi Mumbai
Date: 2nd August 2022

05 CORPORATE GOVERNANCE REPORT



CORPORATE
GOVERNANCE
REPORT
05

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The philosophy on Corporate Governance is an important tool for shareholder protection and maximization of their long term values. The cardinal principles such as independence, accountability, responsibility, transparency, fair and timely disclosures, credibility etc. serve as the means of implementing the philosophy of Corporate Governance in letter and spirit.

2. BOARD OF DIRECTORS

The Board of Directors of the Company (hereinafter referred as the Board) comprises of a combination of Executive and Non-Executive Directors. The Board of Directors, as on 31st March, 2022 comprise of 7 (Seven) Directors of whom 2 (Two) are Executive and 5 (Four) are Non-Executive Directors with 3 (Three) Directors being Independent Directors. The Chairman of the Board is an Executive Director. The composition of the Board is in line with the requirements of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The Independent Directors do not have any material pecuniary relationship or transactions with the Company, Promoters or Management, which may affect their judgment in any manner. The Directors are eminently qualified and experienced professionals in business, finance, marketing and corporate management. The policy formulation, evaluation of performance and the control function vest with the Board, while the Board Committees oversee operational issues. The Board meets at least once in a quarter to consider amongst other business, the quarterly performance of the Company and financial results. Directors attending the meetings actively participate in the deliberations at these meetings.

The composition of the Board and attendance at Board Meetings and at the last Annual General Meeting (AGM) held during the year under review is given below:

Sr. No.	Name of the Director	Category	No. of Board Meetings held during FY 2021 -22/ Tenure	No. of Board Meetings attended	Attendance at last AGM
1.	Mr. Akshay Chhabra Chairman & Managing Director	Executive	8	8	Yes
2.	Mr. Akashanand Karnik Whole-time Director	Executive	8	7	Yes
3.	Mr. Bharat Dighe Independent Director	Non-Executive	8	5	Yes
4.	Mr. Chandrasekher Yerramalli Independent Director	Non-Executive	8	7	Yes
5.	Mr. Arjun Bhatia Independent Director	Non-Executive	8	7	Yes
6.	Mrs. Neyhaa Chhabra	Non- Executive	8	8	Yes
7.	Mrs. Shalini Pritamdasani	Non-Executive	1	1	No

During the financial year 2021-22, 8 (Eight) Board Meetings were held i.e. on 22-Jun-21, 28-July-2021, 13-Aug-2021, 01-Nov-2021, 07-Dec-2021, 21-Jan-2022, 03-Feb-2022 and 31-Mar-2022. The Annual General Meeting was held on 14th September 2021.

Directorships and Committee Memberships/Chairmanships in other public limited companies are given below:

Name of the Director	Other Directorship(s)[1]	As on 31st March, 2022 — Committee positions in other Companies (excluding One Point One Solutions Limited)[2]		
		Member	Chairman	Total
Mr. Akshay Chhabra	3	Nil	Nil	Nil
Mr. Akashanand Karnik	1	Nil	Nil	Nil
Mr. Bharat Dighe	Nil	Nil	Nil	Nil
Mr. Chandrasekher Yerramalli	Nil	Nil	Nil	Nil
Mrs. Neyhaa Chhabra	1	Nil	Nil	Nil
Mr. Arjun Bhatia	Nil	Nil	Nil	Nil
Mrs. Shalini Pritamdasani	Nil	Nil	Nil	Nil

[1] The number of Directorships excludes Directorships of private limited companies, foreign companies and companies licensed under Section 8 of the Companies Act, 2013.

[2] Committee includes only Audit Committee and Stakeholders Relationship Committee of public limited companies (excluding foreign companies and Section 8 companies) in terms of Regulation 26 of the Listing Regulations.

Information provided to the Board:

The annual calendar of the Board and Committee Meetings is agreed upon at the beginning of the year. The agenda is circulated well in advance to the Board members, along with comprehensive background information on the items in the agenda to enable the Board to deliberate on relevant points and arrive at an informed decision. All relevant information related to the working of the Company, including the information required under Part A Schedule II of SEBI Listing Regulations, 2015 is made available to the Board. In addition to matters, which require to be placed before the Board for it's noting and / or approval, information is also provided on various other significant matters.

Review of legal compliance reports:

During the year, the Board periodically reviewed reports placed by the management with respect to compliance of various laws applicable to the Company. The Internal Auditors also reviewed compliance status and reported the same to the Audit Committee.

Relationship between Directors inter-se:

Except as disclosed below, none of the Directors of the Company are related to each other within the meaning of section 2(77) of the Companies Act, 2013:

Director	Other Director	Relationship
Akshay Chhabra	Neyhaa Chhabra	Husband - Wife
Akshay Chhabra	Shalini Pritamdasani	Brother - Sister

LIST OF CORE SKILLS/EXPERTISE/COMPETENCIES IDENTIFIED BY THE BOARD OF DIRECTORS AS REQUIRED IN THE CONTEXT OF ITS BUSINESS(ES) AND SECTOR(S) FOR IT TO FUNCTION EFFECTIVELY AND THOSE ACTUALLY AVAILABLE WITH THE BOARD:

a) Knowledge - understand the Company's business, policies, and culture (including its mission, vision, values, goals, current strategic plan, governance structure, major risks and threats and potential opportunities) and knowledge of the industry in which the Company operates,

b) Behavioral Skills - attributes and competencies to use their knowledge and skills to function well as team members and to interact with key stakeholders,

c) Strategic thinking and decision making,

d) Financial Skills,

e) Technical/Professional skills and specialized knowledge to assist the ongoing aspects of the business

COMMITTEES OF THE BOARD:

The Board has constituted various Committees, viz., Audit Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Nomination & Remuneration Committee and Share Transfer Committee.

a) Audit Committee:

The Audit Committee comprises of Two Non-Executive Independent Directors and One Executive Director, all of whom are financially literate and one of them possesses accounting and/or financial management expertise. During the year 2021-22, 5 (Five) Audit Committee Meetings were held i.e. on 22-Jun-21, 28-July-2021, 01-Nov-2021, 21-Jan-2022 and 03-Feb-2022 in which all the members were present. The time gap between two consecutive meetings of the Audit Committee was not more than four months.

The composition of the Audit Committee and the attendance of Directors at its meetings are given hereunder:

Sr.	Name of Director	Meetings attended/ held during FY 2021-22
1.	Akshay Chhabra	5/5
2.	Bharat Dighe	5/4
3.	Chandrasekher Yerramalli	5/5

The terms of reference of the Audit Committee are in line with Regulation 18 read with Part C of Schedule II of Listing Regulations and Section 177 of the Companies Act, 2013. The terms of reference of the Audit Committee include the following:

- Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon 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 (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  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. modified opinion(s) in the draft Audit Report;
- reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring

agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

- reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- approval or any subsequent modification of transactions of the listed entity with related parties; scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the listed entity, wherever it is necessary;
- evaluation of internal financial controls and risk management systems;
- reviewing, with the management, performance of statutory and internal
- auditors, adequacy of the internal control systems;
- reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- discussion with internal auditors of any significant findings and follow up there on;
- discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
- to review the functioning of the whistle blower mechanism;
- approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- carrying out any other function as is mentioned in the terms of reference of the audit committee.

b) Stakeholders Relationship Committee:

The Committee comprises of two Non–Executive Directors. The current composition of the Committee is given hereunder:

Sr.	Name of Director	Meetings attended/ held during FY 2021-22
1.	Chandrasekher Yerramalli	1/1
2.	Neyhaa Chhabra	1/1
3.	Akshay Chhabra	1/1

Secretary to the Committee: Mr. Pritesh Sonawane, Company Secretary

During the year 2021-22, 1 (One) Stakeholders Relationship Committee Meeting were held on 31st March 2022. Details of Investor complaints received during 2021-22:

Nature of Complaint	Opening	Received	Replied/ Resolved	Pending
-	-	-	-	-
Total	-	-	-	-

c) Corporate Social Responsibility Committee:

The Committee comprises of 3 members. The Chairman of the Committee is Independent Director of the Company:

Sr.	Name of Director	Meetings attended/ held during FY 2021-22
1.	Bharat Dighe	1/1
2.	Chandrasekher Yerramalli	1/1
3.	Akshay Chhabra	1/1

During the year 2021-22, 1 (One) Corporate Social Responsibility Committee Meeting were held on 31st March 2022.

d) **Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee comprises of two Independent Directors, one Non-Executive Director. The composition of the Committee and their attendance at the meeting(s) for the financial year 2021-22 is given hereunder:

Sr.	Name of Director	Meetings attended/ held during FY 2021-22
1.	Bharat Dighe	1/1
2.	Chandrasekher Yerramalli	1/1
3.	Neyhaa Chhabra	1/1

The terms of reference of the Nomination and Remuneration Committee are in line with Regulation 19 read with Part D of Schedule II of the Listing Regulations and Section 178 of Companies Act, 2013:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
3. Devising a policy on Board Diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

Performance Evaluation of Board, Committees and Individual Directors:

The Board has adopted a formal mechanism for evaluating the performance of its Board, Committees & individual Directors, including the Chairman of the Board. Further, a structured performance evaluation exercise was carried out based on criteria such as Board/ Committee Compositions, Structure & responsibilities thereof, effectiveness of Board process, participation and contribution by member, information & functioning; Board/ Committee culture & dynamics, degree of fulfillment of key responsibilities, etc.

The performance of Board, Committee thereof, Chairman, Executive & Non- Executive Directors and individual Director is evaluated by the Board/ Separate meeting of Independent Directors. The results of such evaluation are presented to the NRC and Board of Directors.

Independent Directors:

Meeting of Independent Directors One meeting of Independent Directors as required under Regulation 25 of the Listing Regulations were held on 31st March, 2022 which were attended by all the Independent Directors of the Company.

Remuneration to Executive Directors:

The remuneration paid to Mr. Akshay Chhabra, Chairman & Managing Director and Mr. Akashanand Karnik, Whole-time Director for the Financial Year 2021-22 is as under:

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Akshay Chhabra Managing Director	Akashanand Karnik Whole-time Director	
1.	Gross salary Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	60,00,000	49,67,304	1,09,67,304
	Total	60,00,000	49,67,304	1,09,67,304

MANAGEMENT:

Disclosures by Management:

The particulars of transactions between the Company and its related parties as per the Accounting Standard are set out in Note 48 forming part of the accounts. These transactions are not likely to have any conflict with the Company's interest. All details relating to financial and commercial transactions where Directors may have a potential interest are provided to the Board, and interested Directors neither participate in the discussion, nor do they vote on such matters.

CEO / CFO Certification:

Mr. Akshay Chhabra, Chairman and Managing Director & Mr. Sunil Kumar Jha, Chief Financial Officer, have issued necessary certification to the Board in terms of Schedule II Part B of the Listing Regulations and the same was taken on record by the Board at its meeting held on 2nd August 2022. A copy of this certificate is provided as Annexure A to this report.

Code of Conduct:

As required under, Regulation 17 of the Listing Regulations, the Company has laid down Code of Conduct for Directors and Senior Management Personnel of the Company. The same has been posted on the Company's website https://www.1point1.in/BPO-Solutions

DISCLOSURES:

Disclosures regarding Appointment or Re-appointment of Directors

A. The Board of Directors of the Company based on recommendation made by Nomination and Remuneration Committee in its meeting held on 31st March 2022 has approved following:

   1. Appointment of Mrs. Shalini Pritamdasani as an Additional Director (non-executive) of the Company w.e.f. 31st March 2022

   2. Accepted resignation of Mrs. Neyhaa Chhabra as Non-executive Director of the Company w.e.f. close of business hours on 31st March 2022.

B. Pursuant to the Articles of Association of the Company, at every Annual General Meeting, one-third of the directors, whose office is subject to retirement, are liable to retire.

   - Mrs. Shalini Pritamdasani being the longest in office shall retire by rotation at the ensuing Annual General Meeting, and being eligible has offered herself for re-appointment.

Skills/Expertise/Competencies Identified in the Context of the Business:

In terms of requirement of Listing Regulations, the Board has identified the following skills/expertise /competencies of the Directors as given below:

Skills	Akshay Chhabra	Akashanand Karnik	Bharat Dighe	Chandrasekhar Yerramali	Neyhaa Chhabra	Shalini Pritamdasani	Arjun Bhatia
Knowledge on Company's Business	✓	✓	✓	✓	✓	✓	✓
Knowledge of Industry in which the Company Operates	✓	✓	✓	✓	✓	✓	✓
Knowledge on Business Strategy, Sales & Marketing	✓	✓	✓	✓	✓	✓	✓
Knowledge on Financial Control & Risk Management	✓	✓	✓	✓	-	-	✓
Understanding of socio political economic & Regulatory Environment	✓	✓	✓	✓	-	-	✓

- Mrs. Shalini Pritamdasani was appointed as Non-Executive Director of the Company with effective from 31st March, 2022.
- Mrs. Neyhaa Chhabra resigned as Non-Executive Director of the Company effective close of business hours on 31st March, 2022.

Means of Communication:

The Company has always promptly reported to all the Stock Exchanges where the securities of the Company are listed, all material information including declaration of quarterly/half-yearly and annual financial results in the prescribed formats and through press releases, etc. The said results are also made available on the website of the Company: http://www.1point1.in/Corporate_Announcements.php.The official press releases, Company information, Annual Reports and the extracts of media coverage are also displayed on the Company's website.

Disclosures of materially significant related party transactions:

Transactions with related parties, as per requirements of Indian Accounting Standard 24 are disclosed in notes to accounts annexed to the financial statement of Annual Report of the Company for the year 2017. The Company has adopted policy on Related Party Transactions. The same is posted on website of the Company at https://www.1point1.in/BPO-Solutions.

Insider Trading Regulations:

The Company has notified and adopted the One Point One Solutions Limited - Code of Conduct for prevention of Insider Trading and Fair Disclosure of Unpublished Price Sensitive Information made pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015. The Compliance Officer is responsible for the purpose of these Regulations. The said Code of Conduct for prevention of Insider Trading and Fair Disclosure of Unpublished Price Sensitive Information is published on the website of the Company https://www.1point1.in/BPO-Solutions.

Details of capital market related non-compliance, if any:

There has been no non-compliance by the Company of any legal requirements during the last three years; nor has there been any penalty, stricture imposed on the Company by any stock exchange, SEBI or any statutory authority on any matter related to capital markets pertaining to this period.

Risk Management:

The Company has in place mechanism to inform Board Members about the Risk Assessment and Minimization procedures and periodical reviews to ensure that risk is controlled by the Executive Management.

Whistle Blower Policy/ Vigil Mechanism:

The Company has adopted the Whistle Blower Policy for Prevention, Detection and Investigation of Frauds and Protection of Whistleblowers. The same has been posted on the Company's website https://www.1point1.in/BPO-Solutions.

Material Subsidiary Policy:

The Company has adopted Policy for determination of Material Subsidiary and same has been posted on the Company's website https://www.1point1.in/BPO-Solutions.

GENERAL SHAREHOLDER INFORMATION:

Financial Year: The Company's Financial Year commences from April 1 and ends on March 31 of the following year.

Listing on Stock Exchange:

The shares of the Company are listed on:

National Stock Exchange of India Ltd, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051

The listing fees for the FY 2021-22 has been paid to the stock exchange.

Stock code: ONEPOINT

Market Price Data:

The market price data i.e. monthly high and low prices of the Company's shares on NSE and share price of the Company in comparison to NSE Nifty 50 is given below:

Month	Share Price (Rs.)		NSE Nifty 50	
	High	Low	High	Low
Mar-22	12.35	10.15	15,044.35	14,151.40
Feb-22	14.55	11.25	15,606.35	14,416.25
Jan-22	96.05	11.50	15,915.65	15,528.30
Dec-21	83.00	67.95	15,962.25	15,513.45
Nov-21	81.75	55.05	17,153.50	15,834.65
Oct-21	57.90	29.85	17,947.65	17,055.05
Sep-21	41.65	29.55	18,604.45	17,055.05
Aug-21	46.00	33.15	18,210.15	16,782.40
July-21	55.10	31.00	16,971.00	16,410.20
June-21	31.30	15.80	18,350.95	16,836.80
May-21	17.00	14.65	17,794.60	16,203.25
Apr-21	16.80	10.55	17,559.80	15,671.45

Annual General Meetings:

A. The details of last three Annual General Meetings held were as under:

Financial Year	Date	Time	Location
2018-19	20/09/2019	11.30 AM	Abbott Hotel, Sector- 2, Vashi, Navi Mumbai-400703, Maharashtra, India
2019-20	31/08/2020	10.00 AM	AGM through Video Conferencing /Other Audio Visual Means (VC/OAVM) Facility
2020-21	14/09/2021	10:30 AM	AGM through Video Conferencing /Other Audio Visual Means (VC/OAVM) Facility

Special resolution for re-appointment of Mr. Bharat Dighe and Mr. Chandrasekhar Yerramalli as an Independent Directors was passed at the AGM held in 2019 and Special resolution for payment of remuneration to Mr. Akshay Chhabra- Managing Director and Mr. Akashanand Karnik – Whole-time Director was passed at the AGM held in 2020 no special resolution was passed in the AGM held in 2018.

No extraordinary general meeting of the members was held during FY 2021-22.

On 8th January 2022 the Company passed special resolution with requisite majority approving Increase of Authorised Share Capital, Subdivision of Equity Shares and Issue of Bonus Shares through postal ballot. On 15th April 2019 the Company passed special resolution with requisite majority approving migration of the Company from NSE SME platform to main board of National Stock Exchange of India Limited through postal ballot:

The details of the postal ballot (Notice, form, proceedings, minutes and voting results) are available on the website of the Company, at https://www.1point1.in/Contact-Centre%20Solutions.

Details of ensuing Annual General Meeting

Day & Date	Time	Venue
Friday, 16th September 2022	11.00 AM	AGM through Video Conferencing / Other Audio Visual Means (VC/OAVM) Facility

Book Closure Date:

Pursuant to Section 91 of the Companies Act, 2013, the Register of Members will remain closed from Saturday, 10th Sep 2022 to Friday, 16th Sep 2022 (both days inclusive).

Listing of Shares on Stock Exchanges:

The Company's shares are listed on National Stock Exchange of India Limited (NSE). The details of the same are as follows:

Stock Exchange	Type of Security	Stock Code/Symbol
The National Stock Exchange of India Limited (NSE)	Equity	ONEPOINT

Company Identification Number (CIN):

All the forms, returns, balance sheets, charges, if any and all other documents, papers etc. filed by the Company with the Registrar of Companies are available for inspection on the official website of MCA www.mca.gov.in, under the Company Identification Number (CIN): L74900MH2008PLC182869.

Pledge of Shares:

No pledge has been created over the Equity Shares held by the Promoters and/or Promoter Group Shareholders as on 31st March, 2022.

Dematerialisation of Shares:

As on 31st March, 2022, 100% of the Company's shares including all the shares held by the Promoters and/or Promoter Group Shareholders were held in electronic form and the Company's shares can only be traded in compulsory demat segment in the stock exchanges where it is listed.

The table herein below gives the break-up of shares in physical and demat form as at 31st March, 2022:

Mode of Holding	Number of Shareholders	Number of shares	Percentage
Physical	0	0	0
Dematerialized	11,365	18,80,59,509	100.00
Total	**11,365**	**18,80,59,509**	**100.00**

TRANSFER OF UNCLAIMED / UNPAID AMOUNTS / UNDERLYING SHARES TO THE INVESTOR EDUCATION AND PROTECTION FUND:

In terms of Section 125(6) of the Companies Act, 2013 read with Investor Education & Protection Fund (IEPF) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company is required to transfer the shares in respect of which dividends have remained unclaimed for a period of seven consecutive years to the IEPF Account established by the Central Government. The dividend has not been unclaimed for a period of seven consecutive years on shares of the Company. The Statement pertaining to unclaimed and unpaid amounts to be transferred to IEPF is available on website of the Company at,

https://www.1point1.in/download.php?f=uploads/Statement_of_Unclaimed_and_Unpaid_amounts_to_be_transferred_to_IEPFFY_2018-19.pdf&n=Statement_of_Unclaimed_and_Unpaid_amounts_to_be_transferred_to_IEPFFY_2018-19

Share Transfer System:

Transfer of shares in physical form has been prohibited from April 1, 2019. SEBI has recently amended relevant provisions of Listing Regulations to disallow listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders who continue to hold shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the shares with the company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the Company / its RTA. All the investors who are holding shares etc. in physical form, should consider opening a demat account at the earliest and submit request for dematerialization of their shares in order to protect the liquidity of the shares.

The Company has Stakeholders Relationship Committee which looks after Demat, Remat, Transfer/ Transmission/ Name Change/ Deletion/ Modication of any Securities and its review. It has authorized Managing Director & CEO and one Director to authorize transfer for speedy processing.

Distribution of shareholding as on March 31, 2022:

Sr.No.	Shareholding of Shares	Number of Shareholders	% of Total Shareholders	Shares	% of Total Share Capital
1	1 to 500	8,092	71.20	10,12,808	0.54
2	501 to 1000	1,274	11.21	10,19,776	0.54
3	1001 to 2000	690	6.07	10,36,536	0.55
4	2001 to 3000	233	2.05	5,88,511	0.31
5	3001 to 4000	176	1.55	6,43,962	0.34
6	4001 to 5000	115	1.01	5,47,526	0.29
7	5001 to 10000	269	2.37	20,28,715	1.08
8	Above 10000	516	4.54	18,11,81,675	96.34
	Total	**11,365**	**100**	**18,80,59,509**	**100.00**

ADDRESS FOR CORRESPONDENCE WITH THE COMPANY:

All correspondence may please be addressed to the Registrar and Transfer Agent, Link Intime India Private Limited at the address given below. In case any shareholder is not satisfied with the response or do not get any response within reasonable period from the Registrar and Transfer Agent, they may approach the Compliance Officer at the Registered Office of the Company or email their queries/ grievances to investors@1point1.in.

REGISTRAR AND TRANSFER AGENT (RTA):LINK INTIME INDIA PRIVATE LIMITED C-101, 1st Floor, 247 Park, L.B.S. Marg,Vikhroli (West), Mumbai, 400083, MaharashtraTel: +91 22 49186200; Fax: +91 22 22 49186195Email: onepointone.ipo@linkintime.co.inWebsite: www.linkintime.co.inContact Person: Ms. Rima Shah

COMPLIANCE OFFICER

Officer at the Registered Office of the Company or email their queries/ grievances to investors@1point1.in.

Registrar and Transfer Agent (RTA):
LINK INTIME INDIA PRIVATE LIMITED
C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai, 400083, Maharashtra
Tel: +91 22 49186200; Fax: +91 22 22 49186195
Email: onepointone.ipo@linkintime.co.in • Website: www.linkintime.co.in
Contact Person: Ms. Rima Shah

COMPLIANCE OFFICER
Mr. Pritesh Sonawane, Company Secretary is the Compliance Officer of the Company

LOCATIONS:

MUMBAI - REGISTERED OFFICET-
762, 6th Floor, Tower No.7,
International Infotech Park,
Above Vashi Railway Station, Vashi,
Navi Mumbai Maharashtra - 400 703.

MUMBAI - CORPORATE OFFICEC-
42, TTC Industrial Area,MIDC, Village Pawane,
Navi Mumbai Maharashtra - 400 705.

INDORE
317, 3rd Floor, Apollo Tower, M. G. Road,
Indore Madhya Pradesh -452 001

CHENNAI
4th Floor, Fortune Towers, No.152,
Pallavaram-Thuraipakkam, 200 Ft. Radial Road,
Ganapathy Nagar, Kovilambakkam,
Chennai – 600129

BANGALORE -
13rd Floor, AKR Infinity, Sy.No.113,
Krishna Industrial Area, 7th Mile, Hosur Road,
Bangalore,Karnataka - 560 068

BANGALORE -
22nd Floor, Aratt Girija Towers,
Survey 157/1, Manipal County Club Road,
Opposite Lake View County Apartment,
Singasandra, Bengaluru, Karnataka - 560 068

GURGAON (GGN3)
One Point One Solutions Ltd,
Plot No.17, Sector 18, Industrial Estate,
Near Maruti Ltd.,Molahera,
Gurugram Haryana- 122 015

ANNEXURE A - CEO/CFO Certification (As per Regulation 17 Part B of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

To
The Board of Directors
One Point One Solutions Limited

2nd August 2022

We the undersigned, in our respective capacities as Chief Executive Officer (MD) and Chief Financial Officer of One Point One Solutions Limited, certify that in the preparation of the Financial Accounts for the year ended March 31, 2022:

(a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our 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) To the best of our knowledge and belief, the Company has not entered into any transaction during the year, which are fraudulent, illegal or in violation of the Company's code of conduct;

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the 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 or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies;

(d) We have indicated to the Auditors and the Audit Committee:

(i) That there are no significant changes in internal controls over financial reporting during the year;

(ii) That there are no significant changes in accounting policies during the year; and

(iii) There have been no instances of material 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.

Mr. Sunil Kumar Jha
Chief Financial Officer

Mr. Akshay Chhabra
Managing Director (DIN: 00958297)

Annexure B

Certificate of Compliance with the Code of Conduct for Board of Directors and Senior Management Personnel

The Members of
One Point One Solutions Ltd.

DECLARATION

As required under Regulation 17 read with Schedule V (D) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, I hereby declare that all the Board members and Senior Management Personnel of the Company have complied with the Code of Conduct of the Company for the year ended March 31, 2022.

For One Point One Solutions Ltd.

Mr. Akshay Chhabra
Managing Director
(DIN: 00958297)
Date: 2nd August 2022

Mr. Akashanand Karnik
Director
(DIN: 07060993)
Date: 2nd August 2022

SHWETA R. PARWANI

COMPANY SECRETARY

OFFICE ADDRESS: M S BLDG NO.10, ROOM NO.341, 1ST FLOOR,
CHEMBUR COLONY, MUMBAI – 400074. MOB: 9820106923

PRACTISING COMPANY SECRETARIES CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE:

To,

The Members of

ONE POINT ONE SOLUTIONS LIMITED

We have examined the compliance of conditions of Corporate Governance by One Point One Solutions Limited having CIN: L74900MH2008PLC182869 and having its Registered Office at International Infotech Park, T-762, Tower-7, 6th Floor, Vashi, Navi Mumbai - 400703 ("the Company"), for the financial year ended March 31, 2022, as stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examinations have been limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the Listing Regulations. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management of the Company, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of the Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **Shweta Parwani**
(Company Secretaries)

FCS: 6537
C.P. No.: 3585
Place : Mumbai
Date : 9th July 2022
UDIN : F006537C000706005

SHIVANG G GOYAL & ASSOCIATES

PRACTICING COMPANY SECRETARIES

Unit No. 104, Mhada Building, Near Fort Fire Station Maruti Cross Lane,
Bora Bazaar Street, Fort, Mumbai 400001

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34 (3) and Schedule V Para C Clause (10) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members

ONE POINT ONE SOLUTIONS LIMITED

We have examined the relevant disclosures provided by the Directors (as enlisted in Table A) to ONE POINT ONE SOLUTIONS LIMITED having CIN L74900MH2008PLC182869 and having a registered office at T-762, Tower - 7, 6th Floor, International Infotech Park, Vashi, Thane 400703 (hereinafter referred to as 'the Company') for the purpose of issuing this Certificate, in accordance with regulation 34 (3) read with Schedule V Para C clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and based on the disclosures of the Directors, we hereby certify that none of the Directors on the Board of the Company (as enlisted in Table A) have been debarred or disqualified from being appointed or continuing as Directors of the companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority for the period ended as on March 31, 2022.

Sr. No.	Name of the Directors	Director Identification Number	Date of appointment in Company
1	Bharat Dighe	00203056	01 September, 2019
2	Akshay Chhabra	00958197	16 August, 2017
3	Arjun Bhatia	07023708	23 April, 2019
4	Akashanand Karnik	07060993	10 February, 2015
5	Chandrasekher Yerramalli	07929673	01 September, 2019
6	Shalini Pritamdasani	00073508	31 March, 2022
7	Neyhaa Chhabra	02804687	04 September, 2017

For **Shivang G Goyal & Associates**

Sd/-
Shivang Goyal
Proprietor
FCS - 11801 / C.P. No: 24679
ICSI Unique Code: S2021MH811600
Peer Review: 2074/2022
Date: 18/05/2022

06

MANAGEMENT
DISCUSSION
& ANALYSIS

TO CREATE

MANAGEMENT
DISCUSSION
& ANALYSIS

06

MANAGEMENT DISCUSSION AND ANALYSIS

One Point One Solutions Limited (NSE: ONE POINT; ISIN: INE840Y01029), a domestic focused Process Management and Outsourcing services provider using Next-Gen analytical solutions to drive sustainable transformation. With a PAN India team across 5 locations with 8 centers, 5,500+ IT experts, we offer complete solutions across verticals in B-B, B-C, New age digital business and Market place.

The following discussion and analysis should be read in conjunction with the Company's financial statements included herein and the notes thereto. The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values.

1. INDUSTRY OVERVIEW

The global BPM market continues to evolve in response to a disruptive business landscape. While companies are still looking to benefit from process efficiency, cost advantage and labor arbitrage from their BPM solution providers, a continually evolving marketplace has resulted in a broader and more strategic narrative on outsourcing, with a strong focus on domain-led, technology-enabled, and innovative value creation. Customer experience, data-led insights and digital innovation are integral to business success, and enterprises now expect their BPM solution providers to play a bigger and more profound role in driving transformational outcomes. We are increasingly seeing BPM solution providers leverage the power of data, advanced analytics and AI to drive transformative and scalable solutions for enterprises. As companies outsource more of their complex and high-end business processes, the key consideration for them is the ability of the BPM provider to understand their unique industry and client-specific requirements, design and develop transformational plans, execute intricate, multi-layered process transitions, design a robust business continuity plan and successfully manage these processes on an ongoing basis. The increased focus on variable cost structures and the delivery of tangible business benefits have resulted in alternative service delivery and pricing models such as transaction-based, outcome-based and subscription models. While BPM companies continue to address business disruptions caused by digital and technological changes and evolving customer expectations, they have also placed strong focus on cyber security, data privacy, and raising business continuity planning to extreme crisis continuity planning levels. Clients now expect BPM service providers to co-architect new, resilient and flexible solutions and models that will enable business safety and continuity during a wide array of adverse situations. This ability to create and implement disaster recovery solutions is expected to become an important factor in evaluating BPM providers. BPM companies will be required to leverage a diversified geographical footprint and deliver continuity solutions that will enable clients to maximize operational agility, scalability and sustainability. These solutions will increasingly deploy technology and automation, and leverage the potential for increased adoption of "work-from-home" models. In the next few years, clients will strengthen their focus on reducing costs, accelerating business transformation and digital adoption, leveraging data and analytics, and adopting outcome-based pricing models. We expect that BPM providers will play a key role in helping clients across industries to create and digitize end-to-end processes. It is important for BPM companies to leverage their geographical footprint and implement robust practices that help businesses achieve maximum operational agility, scalability and sustainability. Innovative digital ways of working and extensive adoption of hybrid working models have come into sharp focus, and are emerging as the new norms for BPM solutions.

According to the NASSCOM Enterprise CXO Survey 2022, 60% CXOs indicate a 6% higher tech spend in 2022 over 2021, with focus areas around customer service, supply chain and sales & marketing. End-user enterprises are emerging as technology job creators – about 30% of respondents intend to increase their technology team by over 15%.

FY2023 growth estimates for the technology industry reflect the optimism of FY2022. 72% tech CEOs indicate 2022 Tech spend to be in line with 2021 (NASSCOM Tech CEO Survey 2022). R&D investments are expected to grow between 10% and 20% over last year. Most respondents also expect to maintain or grow their hiring in line with last year.

FY2023 growth opportunities: Infrastructure and managed services, consulting; Platform BPM, data management & RPA; ER&D will see deeper penetration of engineering cloud. The software product segment will see greater offtake of productivity software, cybersecurity solutions. Finally, eCommerce industry is set to get further disrupted by the fast-growing interest around metaverse, driven by the need for more personalised experiences.

2. BUSINESS PERFORMANCE

Financial Markets

Like others in the industry, One Point One Solutions Limited (OPOSL) experienced decelerating growth in this area, prompted by declining client spends. Another visible trend this year was the renewed focus on automation and efficiency, especially the use of new technologies like process automation. This technology allows configuring of computer software to capture and interpret existing applications for processing a transaction, manipulating data, triggering responses and communicating with other digital systems. The Company is working closely with clients to broaden its service capabilities across new functions, and embed some of these new technologies in our legacy services to remain the most efficient provider.

Digital

Today, businesses want BPM service providers to become their strategic / consulting partners and help streamline their business processes end-to-end. Our customers are increasingly using multiple digital channels and technologies to interact with each other, thereby exponentially increasing the digital touchpoints and complexities service providers need to take care of. In digital business, the Company continued to grow its relationships with emerging clients, while also piloting selected new engagements with larger strategic clients. Analytics services and creative production were two areas where the Company found the most traction with its clients. With the engaging new business partners have helped us expand service offering to encompass a larger part of the digital lifecycle for the clients.

Customer Operations

Our approach towards industry specific client requirements has led us to tie up and collaborate with various associations. Customers have found great value in Company's unique end-to-end value proposition. This includes use of predictive analysis, operational audits, and providing incisive feedback on how to make process more effective while improving the overall experience of clients.

Across each of these three main business areas, OPOSL sees significant opportunities for growth in the future. Of course, the Company will also need to evolve its service offerings substantially to capture this potential, and is working hard towards this.

Infrastructure

OPOSL operates out of five cities, Mumbai, Bangalore, Gurgaon, Indore and Chennai where Mumbai location held for head office and vital business operations. Currently, we are operating through 8 service centers with PAN India presence, having capacity of 5,500 seats.

Harnessing Talent

Recognizing people development as a key strategic differentiator, the Company continuously invests in enhancing the skills of our workforce. To encourage managers to think differently, industry experts are invited for guest talks. It is believed that exposing managers to industry best practices, trends, and perspectives will yield dividends in the long term.

Furthermore, internal job transfers are a critical aspect of people development and in the year under review, the policy for internal transfers was re-designed to encourage internal movement and meet the talent pipeline needs of the Company.

Analytics being a focus area, the Company continues deploying senior managers for post graduate analytics program. Also, all analytics teams are consistently up skilled on a proprietary framework for generating actionable business insights. Further, during the year, the central knowledge management team set up a fortnightly newsletter with insights curate from the horizontals and verticals, with the goal of enabling frontline managers to deliver actionable insights and not merely analysis.

3. BUSINESS OUTLOOK

After showcasing our resilience during the heart of the Covid-19 pandemic, we have begun the new fiscal year with a strong pipeline of work, reflecting our client's trust in our capabilities. Our ability to adapt to unprecedented circumstances allowed us to swiftly refocus on new opportunities presented through changes brought about by the pandemic. BPM demand continues to increase across our clients as they face challenges running their businesses under significant volume pressures and resource constraints. The pressure felt across many lines of our client's business creates opportunities for us to expand laterally. Our pipeline of new client opportunities has begun to bear fruit after weathering drawn-out sales processes and will have a meaningful impact in FY2023.

We have a PAN India presence, the scale, breadth and capabilities to compete more effectively in the marketplace. As digital becomes more pervasive and deeply embedded across the value chain for most industries we are modernizing our solutions and offerings to serve the contemporary needs of the enterprises better. As a rapidly growing player in the ITBPM arena, OPOSL is building competencies and making investments across several areas to sustain our growth journey.

As we move through 2022-23 fiscal year, we will continue to diversify our opportunities and attract new logos. We will expand on key relationships in our existing portfolio with additional upside potential. We will continue to tighten our value proposition and capitalize on late FY2022 wins in the Field Technical Operations unit to secure growth. In addition, we anticipate that leveraging our robust technology and automation offerings, customer operations performance, and consultative approach to customer experience optimization will help us break into other verticals such as retail, hospitality, financial services, and insurance. Early results from FY2023 indicate this strategy is paying off with wins in new clients.

With our capabilities and ability to navigate vertically and horizontally across ecosystems help our clients achieve differentiation and competitive advantage. Our focus is to maximize business outcomes by converging themes across industry domains, products, services, and partners as we develop and deliver tailored business solutions for our clients. Finally, OPOSL is continuously scanning the globe for partnerships and alliances with specialists, niche players and platforms to develop a more holistic service offering for clients.

As we embark on this journey we see immense opportunities for us in the future. As an organization, we will strive towards our aspirations without compromising on our core values. Our outlook for FY22-23 continues to remain strong. We are confident of a strong performance through the year.

4. OPPORTUNITIES, THREATS, RISK AND CONCERNS

Risk management is an integral part of the business. We have outlined the principal risks and uncertainties that could adversely impact the functioning of the Company through their effect on operating performance, financial performance, management performance and overall sustainability. These include, but are not limited to:

Risk Description	Risk Impact	Risk Mitigation
Disruption and Uncertainty in Business due to Covid-19 pandemic	The company's operations might be adversely impacted due to exposure to the pandemic, reduced productivity due to employee stress and impact on emotional wellbeing while under local lockdowns or quarantines, inability to provide work from home access to some employees due to logistical or security or contractual reasons. These could impact revenue growth and lead to potential customer claims on grounds of non-adherence to service delivery commitments. Demand for the company's services may be adversely affected not only in industry segments directly impacted by the pandemic – like travel and hospitality, but across other segments as well due to a sharp slowing down of the world's major economies. This is likely	- Guidance and mandate of appropriate social distancing measures and workplace and home functioning advisories - Rigorous review and execution of Business Continuity and Crisis Management capability - Drawing up of plans and identification of opportunities for proposing new and re-purposed offerings and solutions during and post the Covid-19 disruption.

Risk Description	Risk Impact	Risk Mitigation
	to affect the company's earnings in the short and medium term. However, the company's relative competitiveness is expected to increase because of its traditional value focus and its strong track record in helping customers improve the efficiency and resilience of their business and IT operations through core transformation initiatives .	
Macro – economic risk	The Company deprived substantial portion of its revenues during FY 2021-22 from its business operation which is directly exposed to market risk. Challenging business and economic conditions and travel restrictions in these markets and continued policy changes could enhance cost pressure on clients and thus may affect the Company adversely in a number of ways. The Company may witness a reduction in prices, or the loss of key projects and customers, in turn affecting the financial performance.	Broad-based and well diversified business mix across Geographies allow us to minimize the impact on our business.
Cost pressures	Many of the Company's contracts are long-term in nature and consequently, the pricing is negotiated, based on prevailing conditions at the time the contract was agreed upon. With the rising trend of salaries, the Company may find it difficult to serve the client at the negotiated price in the future. Increase in employee costs, without corresponding increases in pricing or productivity related improvements would adversely affect the profitability	There is a continuous focus on increasing productivity and employee utilization. The Company addresses this risk through various methods including managing the employee pyramid through voluntary and involuntary attritions, automating many processes and leveraging technology. Keeping abreast of market conditions to study the impact on client businesses and analysis of technology advancements that impact consumer behavior are some of the measures that help to improve and favorably position the services provided by the Company to mitigate pricing risks to an extent.
Competition risk	New competitors may enter the markets. Likewise, current competitors could decide to focus more on these markets, and thereby intensify the competition. They could also offer new technologies or offer a different service model or offer similar services at reduced prices. Such developments could harm the Company's business and results of operations. In this highly competitive environment, there may be severe impact on margins due to pricing pressures.	There is focus on providing higher value and differentiated services. We are also getting into new business models

Risk Description	Risk Impact	Risk Mitigation
Legal risks	The Company has long term contracts with its customers and services under these contracts are delivered from several offices across Indore, Bangalore, Haryana and Maharashtra geographies. In addition, to deliver on the various service level commitments, the Company also needs to ensure compliance with applicable laws and regulations in those geographies, including but not limited to employment, tax and environmental laws. Additionally, the Company needs to safeguard its own Intellectual Properties against infringement and ensure compliance with third party licenses which are used in its day-to-day business.	The Company has a legal team in place which apart from advising and ensuring documentary safeguards, closely works with business and support functions to enable compliance with contractual and/or regulatory requirements.
Key People risk	The BPM industry relies heavily on knowledge management and skilled talent supply. The number of opportunities available in the market, changing needs of a multi-generational workforce and limited supply of employable talent pose a great challenge to retain talented workforce and maintain consistency in performance. The Company strives to continuously strengthen its internal processes to retain critical people and create a war-chest of talent.	The company is Enhancing and developing skills of the middle management, Focusing on capability building by providing and developing effective training academies and supporting employee development programs, Carving structured and strong career paths and providing opportunities for growth by way of job enlargements, enrichment of responsibilities and internal job movements; and Carving structured and strong career paths and providing opportunities for growth by way of job enlargements, enrichment of responsibilities and internal job movements and providing effective reward and recognition programs that celebrate success and efforts.
Data privacy and cyber security	In a connected world, businesses are extremely vulnerable to cyber-attacks, leading to loss of data and damage to reputation. Business disruption following a major outage event or a failure of our IT systems could cause a disruption in the Company's services, thereby reducing client confidence.	The Company has a stringent Cyber Security policy which ensures timely resolution of incidents. The Company also has in place firewalls, data encryption, data backup mechanism, patches etc.
Compliance risks	Being a national company, we are exposed to laws and regulations of multiple states.	The Company has an in-house compliance team which monitors global compliances. The team receives updates on changes in regulations from specialist consultants and circulates the same internally.

Risk Description	Risk Impact	Risk Mitigation
Technological risk	The overall business environment continues to witness emerging disruptive technologies. However, clients are seeking to cut additional back-office costs due to continued budget pressures, while suppliers are trying to create additional services and the associated revenues. Technologies such as Cloud Computing, Robotics, Artificial Intelligence, Data Analytics software, Social Media platforms and Process Automation software are being used in the BPM industry to enable businesses to lower costs and be more effective.	The Company has developed a wide suite of Business Transformation offerings across areas of Robotics Process Automation, Digital and Analytics as part of its productization initiatives. A combination of domain and process expertise with best-inbreed technology is helping the Company in pursuing significant opportunities.

5. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Our Company believes that values are vital for the overall success of business. Thus our company's values are clearly defined, constantly reinforced and reviewed as they are essential for the long term growth of the company. The Company has in place an adequate system of Internal Controls which commensurate with the nature of business and size of its operations. The system is designed to adequately ensure that financial and other records are reliable for preparing financial statements and for maintaining accountability of assets. The Company has a strong and independent internal audit function which carries out regular internal audits to test the design, operations, adequacy and effectiveness of its internal control processes and also to suggest improvements and upgrades to the management.

M/s. K. Venkatachalam & Associates, Chartered Accountants, have carried out the internal audit for the financial year 2021-22 based on an internal audit plan, which is reviewed each year in consultation with the statutory auditors (Vinod Kumar Jain & Co.) and the Audit Committee. The internal audit process is designed to review the adequacy of internal control checks and covers all significant areas of the Company's operations.

The Company has an Audit Committee of the Board of Directors, the details of which have been provided in the corporate governance report. The Audit Committee reviews audit reports submitted by the internal auditors. Suggestions for improvement are considered and the audit committee follows up on the implementation of corrective actions. The committee also meets the Company's statutory auditors to ascertain, inter alia, their views on the adequacy of internal control systems in the Company and keeps the board of directors informed of its key observations from time to time.

Protune KS Aiyar Consultants Pvt. Ltd. Chartered Accountants, have also independently audited the internal financial controls over financial reporting as on March 31, 2022 and have opined that adequate internal controls over financial reporting exists and that such controls were operating effectively.

6. CONSOLIDATED FINANCIAL PERFORMANCE

The financial statements of your Company are prepared in compliance with the Companies Act, 2013 and Account Standards (AS). The Group's consolidated financial statements have been prepared in accordance with the principles and procedures for the preparation and presentation of consolidated accounts as set out in the AS 21 on 'Consolidated Financial Statements'. The following discussion and analysis should be read together with the consolidated financial statements of the Company for the financial year ended 31st March, 2022.

Analysis:

i. RESULTS OF OPERATIONS

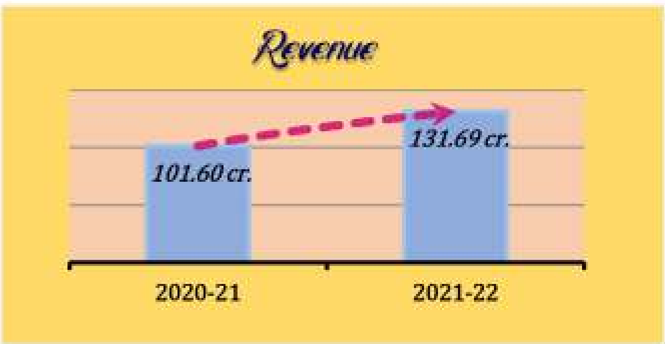
The following table gives an overview of consolidated financial results of the Company:

(Amount in Rs. Lakh)

Particulars	Year Ended 31st March 2022 (Amount)	Year Ended 31st March 2021 (Amount)	Variations in %
Revenue from Operations	13,168.74	10,160.07	30%
Other Income	701.08	725.80	-3%
Total	**13,869.82**	**10,885.86**	**27%**
Less: Operating Expenses	12,568.77	12,041.37	4%
Operating Profit	**1,301.05**	**-1,155.50**	
Less: Other Expenses	763.11	927.15	-18%
Profit Before Tax	**537.94**	**-2,082.65**	**-126%**
Less: Tax	196.55	-689.15	-129%
Net Profit After Tax	**341.38**	**-1,393.50**	**-124%**

Revenue

The Company's revenue from operations has increased by 30% to Rs. 13,168.74 lakh in FY2021-22 from Rs. 10,160.07 lakh in FY2020-21. The strong growth was driven by the new client additions along with expansion in business from existing customers. The demand for BPM services is increasing as the economy opened up and every sector is focusing on winning new customers and making their existing customers experience delightful. We would be the biggest beneficiaries of the fastest growing Indian economy as the demand for our services is directly proportionate to growth in the service sector.

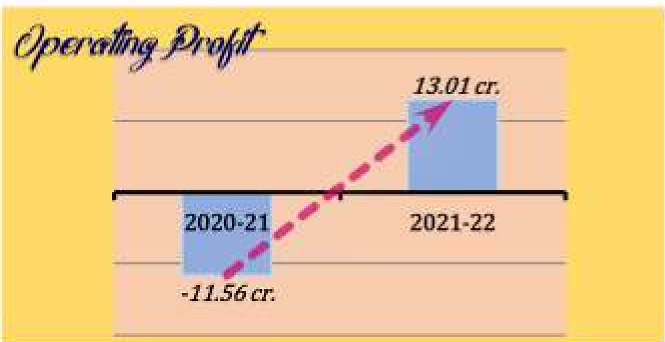


Other Income

Other income for FY 2021-22 was at Rs. 701.08 lakh as compared to Rs. 725.80 lakh in FY 2020-21.

Operating Profit

Operating Profit during year under review is Rs. 1,301.05 lakh which has increased as compared to Rs. -1,155.50 lakh in previous year. We have been able to improve margins by increasing efficiency and improved seat occupancy across locations.



Expenditure:

Detailed analysis of expenses is as follows.

(Amount in Rs. Lakh)

Particulars	Year Ended 31st March, 2022 (Amount)	Year Ended 31st March, 2021 (Amount)	Variations in %
Operating Expenses :-			
1) Employee Benefits Expense	8,132.21	7,223.28	13%
2) Administration Expenses	2,216.78	2,141.52	4%
3) Depreciation & Amortization	2,219.78	2,676.57	-17%
Total Operating Expenses (A)	**12,568.77**	**12,041.37**	**4%**
Other Expenses :-			
1) Finance Cost	763.11	927.15	-18%
2) Other Expenses	-	-	-
Total Other Expenses (B)	763.11	927.15	-18%
Total Expenses (A)+(B)	13,331.88	12,968.52	3%
Profit Before Tax	537.94	-2,082.65	-126%
Less: Tax	196.55	-689.15	-129%
Net Profit After Tax	**341.38**	**-1,393.50**	**-124%**

Operating expense

Operating expense comprises of Employee Cost, Administration Expenses and Depreciation & Amortization. The total operating expenses increased to Rs. 12,568.77 lakh in the year under review from Rs. 12,041.37 lakh in the previous year.

Employee benefits expense

Employee benefits expense includes salaries which have fixed and variable components, contribution to retirement and other funds and staff welfare expenses. Employee benefits expense in relation to operating revenue was 66.35% in FY 2020-21 at Rs. 7,223.28 lakh, which has now decreased to 58.63% in FY 2021-22 at Rs. 8,132.21 lakh.

Administration expenses

Administration expenses include Rent paid, Transport and Conveyance expenses, Repairs and Maintenance expense, Electricity charges, Printing and Stationery expense and such other office related expenses.

In year under review, Administration Expenses have gone up by 4% to Rs. 2,216.78 lakh compared to last year's figure of Rs. 2,141.52 lakh.

Depreciation and Amortization expense

Depreciation & Amortization Cost have decreased to Rs. 2,219.78 lakh from previous year's amount of Rs. 2,676.57 lakh.

Other Expenses

Other Expenses include Finance Cost as major component cost to the company at Rs. 763.11 lakh which has reduced as compared to last year's cost of Rs. 927.15 lakh.

The Consolidated Total Expenses increased by 3% from Rs. 12,968.52 lakh in the previous year to Rs. 13,331.88 lakh in the year under review.

Profit before Tax

In current year company has marked a profit before tax of Rs. 537.94 lakh in FY2021-22 as compared to profit before tax of Rs. -2,082.65 lakh in FY2020-21.

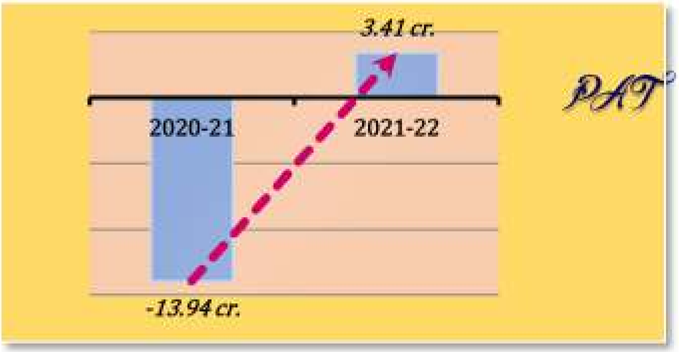
Income Tax Expense

Income tax expense comprises of current tax, net change in the deferred tax assets and liabilities in the applicable FY period and minimum alternate tax credit. The Company's consolidated tax expense (including deferred taxes) increased to Rs. 196.55 lakh in the year under review from Rs. -689.15 lakh in the previous year which is largely due to reduction in deferred tax asset in current year.

There was a deferred tax expense of Rs. 194.98 lakh in FY2021-22 compared to a deferred tax credit of Rs. 689.23 lakh in FY2020-21.

Profit after Tax

As a result of the foregoing, the company has marked Profit after tax of Rs. 341.38 lakh in FY 2021-22 as compared to Rs. -1,393.50 lakh in FY 2020-21.



ii. FINANCIAL CONDITION

a. Share Capital

The company has only one class of shares – equity shares of par value of Rs. 2 each. The Authorized share capital of the Company was 25,00,00,000 equity shares of Rs. 2 each as on March 31, 2022. The issued, subscribed and paid up capital was Rs. 18,80,59,509 equity shares of Rs. 2 each in the year under review. During the year, the movement in share capital was primarily on account of split and bonus issue, thus Reconciliation of the amount outstanding at the beginning and at the end of the reporting period are depicted below in tabular form.

Category of Shareholder	As at 31st March, 2022		As at 31st March, 2021	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Promoter and Promoter Group Individual :				
Akshay Chhabra	7,49,02,710	39.83%	99,87,028	39.83%
Neyhaa Akshay Chhabra	7,28,625	0.39%	97,150	0.39%
Any Other (Specify): Body Corporate				
Tech World wide Support (P) Ltd.	5,62,50,000	29.91%	75,00,000	29.91%
Total Shareholding of **Promoter and Promoter Group (A)**	**13,18,81,335**	**29.87%**	**1,75,84,178**	**70.13%**
Public (B)	**5,61,78,174**	**29.87%**	**74,90,572**	**29.87%**
Total (A+B)	**18,80,59,509**	**100.00%**	**2,50,74,750**	**100.00%**

Details of shares held by each shareholder holding more than 5% shares:

Category of Shareholder	As at 31st March, 2022		As at 31st March, 2021	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares:-				
Tech World wide Support (P) Ltd.	5,62,50,000	29.91%	75,00,000	29.91%
Mr. Akshay Chhabra	7,49,02,710	39.83%	99,87,028	39.83%

Note: 2.4. For the period of 5 years immediately preceding the date as at which the Balance Sheet is prepared:

i) There are no shares issued pursuant to contract(s) without payment being received in cash.

ii) The company has issued total 8,00,44,009 bonus shares which includes bonus issue of 6,26,85,759 shares against 12,53,73,750 shares on 21.01.2022 in ratio of 1:2; 83,58,250 shares against 1,67,16,500 shares on 26.04.2019 in ratio of 1:2; and 90,00,000 shares against 10,00,000 shares held as on 21.8.2017 in the ratio of 9:1.

iii) There are no shares bought back.

Reserves and Surplus

The reserves and surplus of the Company decreased to Rs. 902.60 lakh in the year under review from Rs. 1,832.78 lakh in the previous year. Decrease in other equity during the year is due to utilization of Rs. 1,253.72 lakh from Securities Premium Reserve for issue of fully paid bonus shares.

b. Other non-current liabilities and current liabilities:

(Amount in Rs. lakh)

Particulars	Year ended 31st March 2022	Year ended 31st March 2021
Non-current liabilities		
(a) Financial Liabilities		
- Borrowings	177.49	316.41
- Other financial liabilities	65.85	59.95
- Lease Liability	3,847.50	8,007.14
(b) Provisions	66.74	47.44
(c) Deferred tax liabilities	-	0.00
(d) Other non-current liabilities	14.33	20.47
	4,171.90	**8,451.41**
Current liabilities		
(a) Financial Liabilities		
- Borrowings	1,297.12	1,647.95
- Trade Payable	368.46	643.05
- Other Current Finanicial Liabilities	725.73	771.62
(b) Other Current Liabilities	688.52	902.50
(c) Provision	29.81	22.30
	3,109.62	**3,987.42**

Above table summarizes the consolidated liability side of Balance Sheet, which can be further elaborated as follows:-

Borrowings

The Non-Current borrowings decreased from Rs. 316.41 lakh as at 31st March, 2021 to Rs. 177.49 lakh as at 31st March, 2022. The Current borrowings decreased from Rs. 1,647.95 lakh as at 31st March, 2021 to Rs. 1,297.12 lakh as at 31st March, 2022. These funds have been utilized for acquisitions made during the year and other working capital requirements.

Trade payables

Trade payables consist of payables towards purchase of goods and services and stood at Rs. 368.46 lakh as at 31st March, 2022 which has reduced from Rs. 643.05 lakh as at 31st March, 2021.

Lease Liability

Lease liability has decreased to Rs. 3,847.50 lakh as at 31st March, 2022 from Rs. 8,007.14 lakh as at 31st March, 2021 in compliance with Ind AS 116 Leases effective from 01.04.2019.

Provisions

Non-Current Provision has increased by Rs. 19.30 lakh which belongs completely to provision made for gratuity liability. Current provision has increased by Rs. 7.51 lakh which belongs to provision made for gratuity liability payable within 1 year.

c. Non-current assets:

(Amount in Rs. lakh)

Particulars	Year Ended 31st March 2022	Year Ended 31st March 2021
Non-current assets		
(a) Property, Plant and Equipment	2,098.39	2,505.09
(b) A Right To Use	3,521.63	7,497.57
(c) Capital Work in progress	-	-
(d) Goodwill on consolidation	14.33	14.33
(e) Intangible Assets	593.71	773.54
(f) Financial Assets		
- Investments	0.25	0.25
- Other Financial Assets	557.08	458.38
(g) Deferred Tax Assets	1,082.20	1,270.29
Total	**7,867.59**	**12,519.45**

Above table pertains to Non-Current Assets which can be further elaborated as follows:-

Property, Plant and Equipment

The net block of tangible assets amounting to Rs. 2,098.39 lakh as of 31st March, 2022 as compared to Rs. 2,505.09 lakh of 31st March, 2021, resulted in a net decrease of the assets to the extent of Rs. 406.70 lakh. This is due to addition of Rs. 301.71 lakh offset by depreciation charge for the year amounting to Rs. 703.20 lakh and net amount of disposal of Rs. 5.21 lakh.

A Right To Use

The company has adopted and implemented Ind AS 116 Lease, which has resulted in recognizing Right to use which includes present value of Leased asset and security deposits as reduced by the amount of depreciation/ amortization.

Intangible Assets

The net block of Intangible assets amounting to Rs. 593.71 lakh as of 31st March, 2022 as compared to

Rs. 773.54 lakh of 31st March, 2021, resulted in net decrease of Rs. 179.83 lakh. This decrease is due to addition of Rs. 91.97 lakh offset by amortization charges for the year amounting to Rs. 271.80 lakh.

Deferred Tax Asset

In the year under review company has recognized deferred tax asset of Rs. 1,082.20 lakh which comprises of deferred tax asset of Rs. 1,066.91 lakh recognized by One Point One Solutions Ltd. and deferred tax asset of Rs.15.28 lakh recognized by Subsidiary Silicon Softech India Ltd.

Goodwill

Goodwill represents the excess of purchase consideration over net assets of acquired subsidiaries. Goodwill on consolidation continues at Rs. 14.33 lakh.

d. Current Assets: (Amount in Rs. lakh)

Particulars	Year Ended 31st March 2022	Year Ended 31st March 2021
Current assets		
(a) Inventories	-	-
(b) Financial Assets		
- Trade receivables	2,534.44	2,678.00
- Cash and Cash equivalents	45.04	52.40
- Bank balances other than (iii) above	144.54	131.00
- Other finanical asset	57.76	7.16
(c) Other Current assets	1,295.94	1,391.08
Total	**4,077.73**	**4,259.64**

Trade Receivables

The trade receivables have decreased from Rs. 2,678 lakh as at 31st March, 2021 to Rs. 2,534.44 lakh as at 31st March, 2022. These debtors are considered good and realizable. The need for provisions is assessed based on various factors including collectability of specific dues, risk perceptions of the industry in which the customer operates and general economic factors which could affect the Company's ability to settle claims. Provisions are generally made for all debtors outstanding for more than 180 days as also for others, depending on the management's perception of the risk. The Company constantly focuses on reducing its receivables period by improving its collection efforts.

Other Current Assets

Other Current assets have decreased from Rs. 1,391.08 lakh as at 31st March, 2021 to Rs. 1,295.94 lakh as at 31st March, 2022, majorly includes prepaid expenses, advance paid to suppliers, balance with revenue authorities, etc.

Cash and Bank Balance

Cash balance represents balance in cash with the Company to meet its petty cash expenditures. The bank balances include balance maintained in current accounts with various banks. The cash and bank balance as of 31st March, 2022 was Rs. 189.58 lakh as compared to Rs. 183.40 lakh as of 31st March, 2021.

e. Liquidity and Capital Resources

The Company needs cash to fund the technology and infrastructure requirements in its operation centers, to fund its working capital needs, to pay interest and taxes, to fund acquisitions and for other general corporate purposes. The Company funds these capital requirements through variety of sources, including cash from operations, short and long-term lines of credit and issuance of share capital. As of 31st March, 2022, the Company had cash and cash equivalents of Rs. 189.58 lakh.

The Company's summarized statement of consolidated cash flow is set forth below:

(Amount in Rs. Lakh)

Particulars	Year Ended 31st March 2022	Year Ended 31st March 2021
Net Cash flow from Operating activities	2741.76	-244.73
Net Cash flow from/ (used in)Investing activities	-382.10	-358.74
Net Cash flow (used in)/ from Financing activities	-2353.48	458.46
Cash and cash equivalents at the beginning of the year	183.40	328.41
Cash and cash equivalents at the end of the year	189.58	183.40

Operating Activities

Net cash generated from the Company's operating activities in FY2021-22 amounted to Rs. 2,741.76 lakh. This consisted of net profit before tax of Rs. 537.94 lakh and a net upward adjustment of Rs. 2,519.09 lakh relating to various non-cash items and non-operating items including depreciation of Rs. 2,219.78 lakh; net decrease in working capital of Rs. 313.69 lakh; and income taxes paid of Rs. 1.57 lakh. The working capital change was due to net decrease in operating assets by Rs. 188.09 lakh and decrease in operating liabilities by Rs. 501.78 lakh.

Investing Activities

In FY2021-22, the Company expended Rs. 382.10 lakh for its investing activities. These investing activities included capital expenditure of Rs. 371.63 lakh, including fixed assets purchased and replaced in connection with the Company's operation centers in India and also right to use recognized in current year.

Financing Activities

In FY2021-22, net cash used in financing activities amounted to Rs. 2,353.48 lakh. This comprised of repayment of long term borrowings of Rs. 138.91 lakh, payment of interest amounting to Rs. 170.95 lakh, repayment of short term borrowings of Rs. 350.84 lakh and repayment of lease liability of Rs. 1,692.78 lakh.

Cash Position

The Company funds its short-term working capital requirements through cash flow from operations, working capital overdraft facilities with commercial banks, medium-term borrowings from banks and other commercial financial institutions. As of 31st March, 2022, the Company had cash and bank balances of Rs. 189.58 lakh as compared to Rs. 183.40 lakh as of 31st March, 2021.

f. Financial Ratios

Following are ratios for the current financial year and their comparison with preceding financial year:

Sr. No.	Ratio Description	31st March, 2022	31st March, 2021
1.	Debtors Turnover (times)	5.05	3.77
2.	Interest Coverage Ratio	1.71	-1.29
3.	Current ratio	1.31	1.07
4.	Debt Equity ratio	1.14	2.30
5.	Operating margin (%)	9.88%	-11.37%
6.	Net profit margin (%)	2.46%	-13.75%
7.	Return on Equity (%)	7.32%	-32.11%

Analysis:

- Debtors Turnover ratio indicates the company's efficiency to collect its trade receivables. The debtor's turnover ratio has been increased from 3.77 at 31st March, 2021 to 5.05 as on 31st March, 2022.
- Interest Coverage ratio is a financial ratio which determines how well company can pay interest on outstanding debts. The interest coverage ratio is 1.71 as on 31st March, 2022, this indicates interest payments on outstanding debts are completely covered by EBITDA and company is financial secured.
- Current ratio is a useful test of short term debt paying ability of business. The current ratio as on 31st March, 2022 is 1.31, which indicates that company has sufficient short term funds for repaying short term liabilities.
- Debt equity ratio is a financial ratio that compares company's total debts to total equity. A lower debt to equity ratio usually implies more financially stable business. Thus, a debt equity ratio of 1.14 as on 31st March, 2022 indicates that the company is financial stable.
- Operating Margin ratio is a profitability ratio for measuring revenue left after all operational expense. It indicates the efficiency of the company in utilizing its resources.

  During the year the company has made profits and marked an operating margin of 9.88%
- Net Profit margin indicates the net income made by the company with total sales achieved. During the year the company has made profits and marked an operating margin of 2.46%
- Return on equity represents the total return on equity capital and shows the firm's ability to turn equity investments into profit. An ROE of 7.32% suggests that the company is efficient.

7. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS, INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company believes that employees are the core key to our success. A fundamental tenet of our management philosophy is to invest in our employees, and enable them to develop new skills and capabilities which benefit them as well as the Company.

The organization grew to more than 5,500 employees during FY 2021-22. To promote employee welfare, we organized camps for blood donation, COVID Vaccination, eye check-up and health check-up. These initiatives received an overwhelming response from employees across locations.

We believe that we are heading in the right direction on our journey to become a work place where employees trust who they work for, take pride in what they do and enjoy the company of the people they work with. In FY 2022-23, we will continue to look for ways to best harness the potential of our resources through various people management interventions including skilling people on digital, robotics and machine learning.

8. MANAGEMENT PROJECTION, ESTIMATION AND POINT OF VIEWS:

Cautionary Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be 'forward-looking statements'; within the meaning of applicable securities laws and regulations. Actual results could defer materially from those expressed or implied. Important factors that could influence the Company's operations include economic developments within the country demand and supply conditions in the industry, changes in Government regulations, tax laws and other factors such as litigation and labor relations. Readers are advised to exercise their own judgment in assessing risks associated with the Company, inter-alia, in view of discussion on risk factors herein and disclosures in regulatory filings, as applicable.

07 STANDALONE FINANCIAL STATEMENTS

STANDALONE
FINANCIAL
STATEMENTS
07

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ONE POINT ONE SOLUTIONS LIMITED

Report on the audit of the standalone financial statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of One Point One Solutions Limited("the Company") which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss(including the statement of other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity and for the year then ended, and notes to the Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS standalone financial statements'').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 as amended (''the Act'') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its Profits including other comprehensive income, its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs) as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the standalone Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31,2022. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context. We have determined the matters described below to be the key audit matters to be communicated in our audit. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of the procedure designed to respond to our assessment of the risk of the material misstatement of the standalone Ind AS financial statements. The results of our audit procedure, including the procedures perform to address below, provide the basis of our audit opinion on the accompanying standalone Ind AS financial statements.

INDEPENDENT AUDITOR'S REPORT

Key Audit Matters

The Company, in its contracts with customers, promises to transfer distinct services ('performance obligations') to its customers which require management to make significant estimates relating to the efforts and costs associated with completing the contract.

These customers contracts which may be rendered in the form of outsourced contact management, inbound and outbound calling services, customer relationship management and debt collection services. Given the nature of such contracts, Revenue is recognized upon transfer of control of promised services to customers, which involves judgement/estimates and changes in these could have a significant impact on the estimation of revenue and liability for onerous obligations, if any.

This estimate has an inherent uncertainty and presumed risk as it requires ascertaining progress of contracts, efforts and costs incurred till date and for remaining performance obligations.

How our audit addressed the KAM

Our audit procedures in relation to management's estimation of accrued revenue included:

- Assessing the Company's revenue recognition accounting policies and identifying whether the same is in accordance with Ind AS 115, Revenue from Contracts with Customers, further obtaining an understanding of the systems processes and controls implemented by the company for recording and computing such Revenue.
- Involving our specialists to assess the design, Tested operating effectiveness of key IT controls over IT environment in which the business systems operate. This includes access controls, program change controls, program development controls and IT operation controls;
- Obtained an understanding of management's internal controls over the revenue process and evaluated whether these were designed in line with the Company's accounting policies.
- Tested samples of new revenue contracts entered by the Company, to assess whether revenue has been recognized as per contractual terms and as per Company's accounting policies.

For selected samples of contracts, we inspected the terms of the contract and assessed the revenue recognized in accordance with Ind AS by

- Evaluating the identification of performance obligations.
- Agreeing the transaction price to the underlying contracts.
- Inspecting the approval of the estimates of cost to complete.
- Evaluating the impact on the total revenue and the cost to complete the contract.

We have determined that there are no other key audit mattes to communicate in our report.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report 2021-22, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with the governance for the Ind AS standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards (Ind AS) specified under section 133 of the Act, read with the Companies (Indian Accounting standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

A further description of the auditor's responsibilities for the audit of the financial statements is included in Annexure "A". This description forms part of our auditor's report.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure "B" a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
    b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purposes of our audit.
    c. The Balance Sheet, the Statement of Profit and Loss including the statement of Other Comprehensive Income, the cash flow statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
    d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules,2015 as amended.
    e. On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
    f. With respect to the adequacy of the Internal Financial Control with reference to these standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C". Our report expresses an unmodified opinion on the adequacy and operative effectiveness of the Company's internal financial control over financial reporting.
    g. With respect to the other matters to be included in Auditors report in accordance with the requirement of section 197 (16) of the Act as amended in our opinion and to the best of our information and according to explanation given to us the remuneration paid by the company to its directors of the company during the year is in accordance with the provisions of section 197 of the Act.
    h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
        i The Company has disclosed the impact of pending litigation on its financial position in its standalone Ind AS Financial Statements - Refer note no 24 to the Financial Statements.

ii. The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.

iii. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

iv. (a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts to the standalone Ind AS financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts of the standalone Ind AS Financial statements, no funds have been received by the company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The Company has neither declared nor paid any dividend during the year.

For VINOD KUMAR JAIN & CO.
Chartered Accountants,
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373
UDIN: 22036373AJUDCI8079

Place: Mumbai
Date: 28th May, 2022

Annexure "A": Forming part of report of independent auditors to the members of ONE POINT ONE SOLUTIONS LIMITED for the year ended 31st March 2022

Responsibilities for audit of financial statement

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013. We are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements for the financial year ended March 31, 2022 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For Vinod Kumar Jain & Co.
Chartered Accountants,
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373
Place: Mumbai
Date: 28th May, 2022

ANNEXURE "B" OF AUDITOR'S REPORT

Annexure "B" referred to in our report to the members' of **ONE POINT ONE SOLUTIONS LIMITED** on the accounts for the year ended 31st March, 2022. We report that:

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

(i) In respect of its Property, Plant and Equipment

a. (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment;

(B) The Company has maintained proper records showing full particulars of intangible assets.

b. Property, Plant and Equipment have been physically verified by the management during the year and in our opinion the frequency of verification is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company does not own any immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee). Therefore, the provisions of clause (i) (c) of paragraph 3 of the order is not applicable to the company.

d. The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Therefore, the provisions of Clause (i)(d) of paragraph 3 of the order are not applicable to the Company.

e. No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Therefore, the provisions of Clause (i)(e) of paragraph 3 of the order are not applicable to the Company;

(ii) (a) The company is engaged in providing services and does not maintain inventory. Therefore, the provisions of Clause (ii)(a) of paragraph 3 of the order are not applicable to the Company;

(b) The company has not been sanctioned working capital limits in excess of five crore rupees during any part of the year. Therefore, the provisions of Clause (ii)(b) of paragraph 3 of the order are not applicable to the Company;

(iii) During the year the company has not made any investments and has not provided any guarantee or security; has not granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Therefore, the provisions of Clause (a) to (f) of paragraph 3 (iii) of the order are not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.

(v) In our opinion and according to the information and explanations given to us, the company has not accepted deposit or amounts which are deemed to be deposits within the meaning of the provisions of sections 73 to 76 or any other relevant provisions of the Co. Act, 2013 and the Companies (Acceptance of Deposits) Rules, framed there under. According to the information and explanations given to us no order has been passed by the Company Law Board, or National Company Law Tribunal or Reserve bank of India or any court or any other tribunal.

(vi) As informed to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act, 2013. Therefore, the provisions of clause (vi) of paragraph 3 of the order are not applicable to Company.

(vii) According to information and explanations given to us and records produced in respect of statutory dues:

(a) The Company has generally been regular in depositing with the appropriate authorities undisputed statutory dues including Goods and service tax, Provident Fund, Employees state insurance, Income-tax, sales tax, service tax, duty of customs, duty of appropriate authorities, there were no arrears of outstanding statutory dues as at March 31st 2022 for a period of more than six months from the date they became payable.

(b) There are no dues in respect of Goods and service tax, Provident Fund, Employees state insurance, Income-tax, sales tax, service tax, duty of customs, duty of appropriate authorities that have not been deposited on account of any dispute.

(viii) In our opinion and according to the information and explanations given to us, there is no any transaction not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of any loan or other borrowings or any interest due thereon to any lender.

(b) In our opinion and according to the information and explanations given to us, the company has not been a declared willful defaulter by any bank or financial institution or other lender.

(c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.

(d) In our opinion and according to the information and explanations given to us, there are no funds raised on short term basis which have been utilised for long term purposes.

(e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments). Therefore, the provisions of Clause (x)(a) of paragraph 3 of the order are not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the company has not made preferential allotment or private placement of shares during the year. Therefore, the provisions of Clause (x)(b) of paragraph 3 of the order are not applicable to the Company.

(xi) (a) We have not noticed any case of fraud by the company or any fraud on the Company by its officers or employees during the year. The management has also not reported any case of fraud during the year.

(b) During the year no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As auditor, we did not receive any whistle- blower complaint during the year.

(xii) (a) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable and clause (b) and clause (c) of Caro paragraph (xii) are not applicable.

(xiii) Accordingly to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. Identification of related parties were made and provided by the management of the Company.

(xiv) (a) Based on the data provided and, subject to sub clause (b) of clause 3 (xiv) of the Order the Company has an adequate internal audit system commensurate with the size and the nature of its business

(b) The company is in the process of getting the final internal audit report. Hence, we have been provided with draft Internal audit report, for the year under audit and till date, in determining the nature, timing and extent of our audit procedures.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause (b) and (c) of paragraph 3(xvii) of the order is not applicable.

(b) The Company has not conducted any Non- Banking Financial or housing Finance activities during the year. Accordingly, paragraph 3(xvi)(b) of the Order are not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3(xvi)(c) and (d) of the Order are not applicable.

(xvii) The Company has not incurred cash losses during the current financial year as well as in the immediately preceding financial year.

(xviii) There has been no resignation of the previous statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(xx) There is no liability of the company under the provisions of section 135 of the Companies Act, relating to Corporate Social Responsibility. Therefore, the provisions of Clause (xx) of paragraph 3 of the order are not applicable to the Company.

(xxi) There are no qualifications or adverse remarks by us in the Companies (Auditors Report) Order (CARO) Reports of the companies included in the consolidated financial statements. Accordingly, the requirement to report on the provisions of Clause (xxi) of paragraph 3 of the order is not applicable to the holding company.

For VINOD KUMAR JAIN & CO.
Chartered Accountants,
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373
PLACE: MUMBAI
DATED: 28th May, 2022

ANNEXURE 'C'

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF ONE POINT ONE SOLUTIONS LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **One Point One Solutions Limited** ("the Company') as of 31st March, 2022 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls.

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedure selected depends on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

ForVINOD KUMAR JAIN & CO.
Chartered Accountants,
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373

Place : Mumbai
Date : 28th May 2022

Standalone Balance Sheet as at March 31, 2022

(All Amount in Indian rupees lakhs, except as otherwise started)

Particulars	Notes	March 31,2022	March 31,2021
ASSETS			
Non-current assets			
(i) Property, plant and equipment	3	2,006.33	2,409.99
(ii) Right to use	4	3,521.63	7,497.57
(iii) Intangible Assets	5	589.72	746.08
(iv) Capital Work in Progress		-	-
(v) Investment Property		-	-
(vi) Financial Assets			
- Investments	6	50.00	50.00
- Other Financial Assets	7	556.97	458.27
(vii) Other Non-Current Assets	11	-	-
(viii) Deferred Tax Assets	8	1,066.91	1,257.06
Current assets			
(i) Inventories		-	-
(ii) Financial Assets			
-Trade receivables	9	2,534.44	2,678.00
-Cash and cash equivalents	10	43.19	50.81
-Bank balances other than above	10	144.54	131.00
-Other financial assets	7	57.76	7.16
(iii) Other current assets	11	1275.14	1,369.82
TOTAL ASSETS		**11,846.66**	**16,655.75**
EQUITY AND LIABILITIES			
EQUITY			
(i) Equity share capital	SOCE-I	3,761.19	2,507.48
(ii) Other equity	SOCE-II	626.95	1,532.69
LIABILITIES			
Non-current liabilities			
(i) Financial Liabilities			
-Borrowings	12	177.49	316.41
-Lease liability		3,847.50	8,007.14
-Other financial liabilities	13	65.85	59.95
(ii) Provisions	14	66.74	47.44
(iii) Other non-current liabilities	15	14.33	20.47
Current liabilities			
(i) Financial liabilities			
-Borrowings	12	1,297.12	1,647.95
-Trade payables	16		
(a) total outstanding dues of micro enterprises and small enterprises		84.95	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		283.59	643.05
-Other current financial liabilities	13	903.14	949.03
(b) Other current liabilities	17	688.02	901.85
(c) Provisions	14	29.91	22.30
TOTAL EQUITY AND LIABILITIES		**11,846.66**	**16,655.75**

Summary of significant accounting policies 2

The accompanying notes are an integral part of the Standalone Ind AS financial statements.

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

Vinod Kumar Jain
Proprietor M. No.: 36373

Place : Mumbai
Date : 28 May 2022

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

Standalone Statement of Profit and Loss for the year ended March 31, 2022

(All Amount in Indian rupees lakhs, except as otherwise started)

Particulars	Note No.	31st March, 2022	31st March, 2021
Income			
Revenue from operations	18	13,168.74	10,160.07
Other income	19	696.34	725.26
Total Income		**13,865.07**	**10,885.33**
Expenses			
Employee benefits expense	20	8,132.21	7,198.24
Finance Costs	21	762.97	926.76
Depreciation and amortization & impairment expenses	3,4,5	2,193.27	2646.92
Other expenses	22	2,212.19	2,132.45
Total Expenses		**13,300.64**	**12,904.37**
Profit (Loss) before exceptional items		**564.43**	**(2,019.04)**
Less: Exceptional item		-	-
Profit before tax		**564.43**	**(2,019.04)**
Tax expense			
Current tax		1.57	-
Deferred tax	8	197.03	(673.22)
Total tax expense			
Profit for the year		**365.83**	**(1,345.82)**
Other comprehensive income			
(A) Items that will not to be reclassified to profit or loss in subsequent periods:			
(a) (i) Re-measurement gains/ (losses) on defined benefit plans (Refer Note 26)		(24.73)	(4.70)
(ii) Income tax relating to above		6.88	1.31
(b) (i) Net fair value gain/(loss) on investments in equity through OCI		-	-
(B) Items that will be reclassified to profit or loss in subsequent periods:		-	-
(a) (i) exchange differences on translation of foreign operations		-	-
Other comprehensive income ('OCI')		**(17.85)**	**(3.39)**
Total comprehensive income for the year (comprising profit and OCI for the year)		**347.98**	**(1,349.21)**
Earnings per equity share			
Basic (')		0.19	(0.72)
Diluted (')		0.19	(0.72)
Summary of significant accounting policies	2		

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Vinod Kumar Jain
Proprietor M. No.: 36373

Place : Mumbai
Date : 28th May 2022

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

Cash Flow Statement for the year ended 31st March, 2022

(All Amount in Indian rupees lakhs, except as otherwise started)

Particulars	31st March, 2022		31st March, 2021	
A. Cash flow from operating activities				
Net Profit after tax		564.43		(2,019.04)
Adjustments for:				
Depreciation	2,193.27		2,646.92	
Loss (Profit) on sale of Assets / Investments	(4.32)		-	
Tax Expenses	-		-	
Interest Expenses on Financial Instrument (Net of income)	715.59		161.13	
Employee benefit expenses	(24.73		(4.70)	
Income on Modification of Lease	(387.24)		-	
		2,492.57		2,803.35
Operating profit / (loss) before working capital changes		3,057.01		748.32
Changes in working capital:				
Adjustments for Decrease / (increase) in operating assets:				
Trade Receivable	143.56		31.95	
Other Financial Assets	(50.61)		-	-
Other Current Assets	94.68		(653.06)	
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables & Provisions	(247.72)		7.88	
other financial liabilities	5.90		(919.58)	
other current liabilities	(259.73)		508.75	
other non current liabilities	-		3.38	
Increase (Decrease) in Short Term Provisions		(313.92)		(1,020.68)
		2,743.08		(236.36)
Cash flow from extraordinary items		-		-
Cash generated from operations		2,743.08		(236.36)
Net income tax (paid) / refunds		(1.57)		-
Net cash flow from / (used in) operating activities (A)		**2,741.51**		**(236.36)**
B. Cash flow from investing activities				
Purchase of Fixed Assets (Tangible & Intangible)	(371.63)		(314.42)	
CWIP and Capital Advances	-		-	
Proceeds from sale of fixed assets	9.53		-	
Purchase of Non current investments	-		-	
Proceeds of Non Current investments (Net)	(67.53)		(44.07)	
Interest Received	47.53		-	
Loss (Profit) on sale of Assets / Investments	-		-	
Dividend	-	(382.10)	-	(358.49)
Net cash flow from / (used in) investing activities (B)		**(382.10)**		**(358.49)**

Cash Flow Statement for the year ended 31st March, 2022

(All Amount in Indian rupees lakhs, except as otherwise started)

Particulars	31st March, 2022		31st March, 2021	
C. Cash flow from financing activities				
Proceeds from issue of equity shares	-		-	
Premium on Equity shares	-		-	
Proceeds from long-term borrowings	-		298.00	
Repayment of long-term borrowings	(138.91)		(13.08)	
Proceeds from short-term borrowings			334.69	
Repayment from long-term Provisions			-	
Repayment of short-term borrowings	(350.84)		-	
Issue of Bonus Shares	-		-	
Repayment of Lease Liability	(1,692.78)		-	
Interest paid	(170.95)		(161.13)	
		(2,353.48)		458.48
Cash flow from extraordinary items				-
Net cash flow from / (used in) financing activities (C)		**(2,353.48)**		**458.48**
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		5.93		(136.37)
Cash and cash equivalents at the beginning of the year				
(a) Cash in hand	2.31		7.07	
(b) Bank Balance	179.50	181.81	311.11	318.18
Cash and cash equivalents at the end of the year		**187.73**		**181.81**
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equivalents at the end of the year *		**187.73**		**181.81**
* Comprises:				
(a) Cash on hand		8.83		2.31
(b) Balances with banks		-		
(i) Schedule banks current accounts		178.90		179.50
		187.73		**181.81**
Significant Accounting Policies and Notes on financial Statements		**2**		

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

Vinod Kumar Jain
Proprietor M. No.: 36373
Place : Mumbai
Date : 28th May 2022

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

1. **Corporate information/General Information**

One Point One Solutions Limited (the company), is a limited company, domiciled in India and incorporated under the provisions of the Companies Act, 1956. The company is mainly engaged in the business of BPO which started its operations in the year 2013, specialises in the business of Customer Life cycle management, Business Process Management and Technology Servicing catering to about 40 marque customers. The company has PAN India team spread across 8 delivery centres with 5500+ IT experts, offering complete solutions across verticals in B-B, B-C, New age digital space and market space and have hired the latest state of the art technology for delivery and thus satisfying the clients need. The mission of the company is to become pioneers in the niche area of its business and thereby giving constant value addition to its client business thus ensuring complete client satisfaction. The company's shares are listed on NSE main stock exchange.

The financial statements of the Company for the year ended 31st March 2022 were authorized for issue by Company's Board of Directors on 28th May, 2022.

The standalone financial statements are presented in Indian Rupee (In Rs. Lakhs) except shares and per share data, unless otherwise stated and all values are rounded to the nearest rupees lakhs except when otherwise indicated.

2. **Summary of significant accounting policies**

Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis, except for: (i) certain financial instruments that are measured at fair values at the end of each reporting period; (ii) defined benefit plans – plan assets that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The Company has consistently applied the following accounting policies to all periods presented in these financial statements.

a) **Current versus non-current classification**

Assets and Liabilities are classified as current or non – current, inter-alia considering the normal operating cycle of the company's operations and the expected realization/settlement thereof within 12 months after the Balance Sheet date.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

b) **Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

c) Revenue recognition

The Company earns revenue primarily from providing BPO services.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognized on output basis measured by units delivered, efforts expended, number of transactions processed, etc.
- Revenue related to fixed price maintenance and support services contracts where the Company is standing ready to provide services is recognized based on time elapsed mode and revenue is straight lined over the period of performance.
- In respect of other fixed-price contracts, revenue is recognized using percentage-of-completion method ('POC method') of accounting with contract costs incurred determining the degree of completion of the performance obligation.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Expenses reimbursed by customers during the project execution are recorded as reduction to associated costs. Revenue also excludes taxes collected from customers.

Contract assets are recognized when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled revenue (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned revenue ("contract liability") is recognized when there are billings in excess of revenues.

The billing schedules agreed with customers include periodic performance-based payments and/or milestone-based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Company recognizes an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for. The Company disaggregates revenue from contracts with customers by geography and business verticals.

Use of significant judgments in revenue recognition

- The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products/services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgment to determine the deliverables and the ability of the customer to benefit independently from such deliverables.
- Judgment is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.
- The Company uses judgment to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract. Where standalone selling price is not observable, the Company uses the expected cost-plus margin approach to allocate the transaction price to each distinct performance obligation.
- The Company exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.
- Revenue for fixed-price contracts is recognized using percentage-of-completion method. The Company uses judgment to estimate the future cost-to-completion of the contracts which is used to determine the degree of the completion of the performance obligation.

Royalties: Royalty revenue is recognised on an accrual basis in accordance with the substance of the relevant agreement (provided that it is probable that economic benefits will flow to the Company and the amount of revenue can be measured reliably). Royalty arrangements that are based on production, sales and other measures are recognised by reference to the underlying arrangement.

Interest: Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest applicable. Interest income is included under the head "Other income" in the statement of profit & loss account.

Dividends: Dividend income is recognised when the Company's right to receive dividend is established by the balance sheet date.

d) Income Tax.

Income tax expense consists of current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised in OCI or directly in equity, in which case it is recognised in OCI or directly in equity respectively

i. Current income tax

Current tax is the expected tax payable on the taxable profit for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

The Govt. of India had issued the Taxation Laws (Amendment) Act 2019 which provides Domestic Companies an option to pay corporate tax at reduced rates from April 1, 2019 subject to certain conditions. The company intends to opt for lower tax regime. No tax provision has been made for the year in view of brought forward losses. The company has recognised consequential impact by reversing deferred tax assets.

ii. Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries and interests in joint ventures when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences and the carry forward of any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in subsidiaries and interests in joint ventures deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

e) Property, plant and equipment

Plant and equipment is stated at cost of acquisition or constructions including attributable borrowing cost till such assets are ready for their intended use, less of accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition for the aforesaid purpose comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use, net of trade discounts, rebates and credits received if any.

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Property Plant and equipment are eliminated from financial statements, either on disposal or when retired from active use. Losses arising in case of retirement of Property, Plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in statement of profit and loss in the year of occurrence.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year and adjusted prospectively, if appropriate,

Depreciation is provided as per useful life prescribed by Schedule II of the Companies Act, 2013 on Straight Line Method on Plant and Machinery and on Written Down Value Method on other Tangible PPE.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets. Useful lives used by the Company are same as prescribed rates prescribed under Schedule II of the Companies Act 2013. The range of useful lives of the property, plant and equipment are as follows:

Particulars	Useful Lives
Buildings	30 years
Plants and Equipment	15 years
Office Equipment	05 years
Computer System	03 years
Motor Cars	08 years
Furniture & Fixture	10 years

f) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Intangible assets are amortised as follows:

- **Software – 5 years**

Software for internal use, which is primarily acquired from third-party vendors and which is an integral part of a tangible asset, including consultancy charges for implementing the software, is capitalised as part of the related tangible asset. Subsequent costs associated with maintaining such software are recognised as expense as incurred. The capitalised costs are amortised over the lower of the estimated useful life of the software and the remaining useful life of the tangible fixed asset.

g) Investments in the nature of equity in subsidiaries.

The Company has elected to recognise its investments in equity instruments in subsidiaries and associates at cost in the separate financial statements in accordance with the option available in Ind AS 27, 'Separate Financial Statements'.

h) Investment properties

Investment properties comprise portions of office buildings and residential premises that are held for long-term rental yields and/or for capital appreciation. Investment properties are initially recognised at cost. Subsequently investment property comprising of building is carried at cost less accumulated depreciation and accumulated impairment losses.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit and loss as incurred.

Depreciation on building is provided over the estimated useful lives as specified in Schedule II to the Companies Act, 2013. The residual values, useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each financial year end. The effects of any revision are included in the statement of profit and loss when the changes arise.

Though the group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal.

The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit and loss in the period of de-recognition.

i) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

j) Non- current Asset held for sale.

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets are not depreciated or amortised.

k) Borrowing costs:

a. Borrowing costs that are attributable to the acquisition, construction, or production of a qualifying asset are capitalised as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.

b. All other borrowing costs are recognised as expense in the period in which they are incurred.

l) Leases

The Company as a lessee:

The Company enters into an arrangement for lease of land, buildings, plant and machinery including computer equipment and vehicles. Such arrangements are generally for a fixed period but may have extension or termination options. The Company assesses, whether the contract is, or contains, a lease, at its inception. A contract is, or contains, a lease if the contract conveys the right to

a) control the use of an identified asset,

b) obtain substantially all the economic benefits from use of the identified asset, and

c) direct the use of the identified asset.

The Company determines the lease term as the non-cancellable period of a lease, together with periods covered by an option to extend the lease, where the Company is reasonably certain to exercise that option.

The Company at the commencement of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and low-value assets. For these short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

The cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets are measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment.

The Company applies Ind AS 36 to determine whether an RoU asset is impaired and accounts for any identified impairment loss as described in the impairment of non-financial assets below.

For lease liabilities at the commencement of the lease, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate that the Company would have to pay to borrow funds, including the consideration of factors such as the nature of the asset and location, collateral, market terms and conditions, as applicable in a similar economic environment.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The Company recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss. Lease liability payments are classified as cash used in financing activities in the statement of cash flows.

The Company as a lessor

Leases under which the Company is a lessor is classified as finance or operating leases. Lease contracts where all the risks and rewards are substantially transferred to the lessee, the lease contracts are classified as finance leases. All other leases are classified as operating leases. For leases under which the Company is an intermediate lessor, the Company accounts for the head-lease and the sub-lease as two separate contracts. The sub-lease is further classified either as a finance lease or an operating lease by reference to the RoU asset arising from the head-lease.

m) Corporate Social Responsibility (CSR) Expenditure

CSR spend are charged to the statement of profit and loss as an expense in the period they are incurred. During the year there was no CSR obligation in view of losses in earlier years.

n) Provisions, Contingent liabilities, Contingent assets and Commitments:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed in the case of:

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- A present obligation arising from past events, when no reliable estimate is possible;
- A present obligation arising from past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

o) Employee Benefits

Retirement benefit in the form of provident fund, pension fund and superannuation fund are defined contribution schemes. The Company has no obligation, other than the contribution payable to such schemes. The Company recognises contribution payable to such schemes as an expense, when an employee renders the related service. If the contribution payable to the schemes for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the schemes is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Liability for gratuity as at the year-end is provided on the basis of actuarial valuation.

Remeasurements, comprising of actuarial gains and losses and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs; and
- Net interest expense or income

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

p) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i. Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost.
- Financial assets at fair value.

When assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit and loss under fair value option.

- **Business model test:** The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realize its fair value changes).
- **Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit and loss under fair value option.

- **Business model test:** The financial asset is held within a business model whose objective is achieved by both collected contractual cash flows and selling financial instruments.
- **Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Derecognition

When the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement~ it evaluates if and to what extent it has retained the risks and rewards of ownership.

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- Based on above evaluation, either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Trade receivables that result from transactions those are within the scope of Ind AS 18

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected in the statement of profit and loss in other expenses. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortized cost, trade receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

ii. **Financial Liabilities**

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or at amortised cost, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs.

The Company's financial liabilities include trade payables, lease obligations, and other payables.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

The Company has not designated any financial liability as at fair value through profit and loss.

Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

iii. **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

q) **Segment Accounting**

More than 90% of Company operations are only in one segment i.e. Business Process Outsourcing services. This in the context of Indian Accounting Standard 108 on 'Operating Segments' is considered to constitute one single primary segment. Further, there is no reportable secondary segment i.e. geographical segment.

r) **Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

s) Dividend distribution to equity holders

The Company recognises a liability to make cash distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. A distribution in case of final dividend is authorised when it is approved by the shareholders. A corresponding amount is accordingly recognised directly in equity. In case of interim dividend it is authorised when it is approved by the Board of Directors.

t) Foreign currencies:

The Company's financial statements are presented in INR, which is also the Company's functional currency. For each entity the Company determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rates at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate.

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expense in the period in which they arise. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value denominated in a foreign currency, are translated using the exchange rate at the date when such fair value was determined. The gain or loss arising on translation of non-monetary items is recognised in line with the gain or loss of the item that gave rise to translation difference (i.e. translation difference on items whose gain or loss is recognised in other comprehensive income or the statement of profit and loss is also recognised in other comprehensive income or the statement of profit and loss respectively)

u) Earnings per share

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless the effect of the potential dilutive equity shares is anti-dilutive.

v) Significant accounting judgments, estimates and assumptions.

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent assets and contingent liabilities. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgments

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

i. Operating lease commitments – Company as lessee

The Company has entered into lease agreements for renting of various equipments, where it has determined that the significant risks and rewards related to the equipments are retained with the lessors. As such, the lease agreements are accounted for as operating leases.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared.

Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

i Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the Company's domicile.

ii. Defined benefit plans (gratuity benefits)

The Company's obligation on account of gratuity and compensated absences is determined based on actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries. Further details about gratuity obligations are given in Refer Note 26.

iii. Intangible assets

Refer Point (f) for estimated useful lives of intangible assets. The carrying value of intangible assets has been disclosed at note 4.

iv. Property, plant and equipment

Refer Point (e) for estimated useful lives of property, plant and equipment. The carrying value of property, plant and equipment has been disclosed at note 3.

w) Exceptional items:

Certain occasions, the size, type or incidence of an item of income or expense, pertaining or the ordinary activities of the Company is such that its disclosure improves the understanding of the performance of the Company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial instruments.

x) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer Note 29 for further disclosures.

Statement of Changes in equity as at March 31, 2022

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

STATMENT OF CHANGES IN EQUITY

Equity Share Capital	As at 31.03.2022	As at 31.03.2021
a. Authorised		
Equity shares - 25,00,00,000 of Rs 2/- each;	3,000.00	3,000.00
(3,00,00,000 equity shares of Rs. 10/- each as at 31.03.2021)		
Increased during the year	2,000.00	
	5,000.00	**3,000.00**
b. Issued		
Equity Shares - 188,059,505 of Rs.2/- each;		
(25,074,750 equity shares of Rs. 10/- each)	3,761.19	2,507.48
	3,761.19	**2,507.48**
c. Subscribed		
Equity Shares - 188,059,505 of Rs.2/- each;		
(25,074,750 equity shares of Rs.10/- each)		
Balance at the beginning of the year	2,507.48	2,507.48
Changes in Equity Share capital during the year	1,253.72	0.00
Balance at the end of the reporting period	**3,761.19**	**2,507.48**
d. Reconciliation of the Number of Shares Outstanding		
Shares outstanding as at the beginning of the year	25,074,750	25,074,750
Changes during the year	162,984,755	0
Shares outstanding as at the end of the year	**188,059,505**	**25,074,750**

e. Details of each shareholder holding more than 5% of shares:

Class of shares / Name of shareholder	As at 31st March, 2022		As at 31st March, 2021	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares:-				
Tech World wide Support (P) Ltd.	56,250,000	29.91%	7,500,000.00	29.91%
Mr. Akshay Chhabra	74,902,710	39.83%	9,987,028.00	39.83%

Rights and preferences attached to Equity Shares:

The Company has one class of equity shares having a par value of Rs.2/- each. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the reporting date

80,044,009 equity shares of Rs. 2 each were issued as bonus shares

Shareholding of Promoters:

Promoters Name	As at 31st March, 2022		As at 31st March, 2021		
	Number of shares	% of total shares	Number of shares	% of total shares	% change during the year
Mr. Akshay Chhabra	74,902,710	39.83%	9,987,028.00	39.83%	0.00%
Neyhaa Akshay Chhabra	728,625	0.39%	97,150	0.39%	0.00%
Tech World wide Support (P) Ltd.	56,250,000	29.91%	7,500,000.00	29.91%	0.00%

II - OTHER EQUITY

Particulars	Reserves and Surplus		Total
	Securities Premium Reserve	Retained Earnings	
Balance at the end of reporting period 31.03.2020	**3,045.33**	**(163.43)**	**2,881.90**
Profit for the year		(1,345.82)	(1,345.82)
Other Appropriations			
Items of OCI , net of Tax			
Remeasurement of Defined Benefit		(3.39)	(3.39)
Dividends		-	-
Dividend Distribution tax			
Balance as at 31.03.2021	**3,045.33**	**(1,512.64)**	**(1,532.69)**
Profit for the year		365.83	365.83
Other Appropriations	(1,253.72)	-	(1,253.72)
Items of OCI , net of Tax			
Remeasurement of Defined Benefit	-	(17.85)	(17.85)
Dividends	-	-	-
Dividend Distribution Tax	-	-	-
Balance as at 31.03.2022	**1,791.61**	**(1,164.66)**	**626.95**

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

Vinod Kumar Jain
Proprietor M. No.: 36373
Place : Mumbai
Date : 28th May 2022

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

Notes to Standalone Ind AS Financial Statements for the year ended March 31, 2022

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Note 3 & 4: PROPERTY, PLANT AND EQUIPMENT

	Office Equipment	Air Conditioners	Computer Systems	Furniture and	Motor Vehicle	Total	Computer Software
Cost*							
At March 31, 2020	**503.30**	**119.33**	**3,785.10**	**1,879.94**	**97.68**	**6,385.34**	**1,950.75**
Additions	141.63	-	171.25	0.79	-	313.67	0.75
Disposals	-	-	2,108.62	-	-	2,108.62	-
At March 31, 2021	**644.93**	**119.33**	**1,847.72**	**1,880.73**	**97.68**	**4,590.39**	**1,951.50**
Additions	43.52	3.51	208.11	6.19	40.38	301.71	91.97
Disposals	-	-	429.42	-	17.09	446.51	-
At March 31, 2022	**688.45**	**122.83**	**1,626.41**	**1,886.92**	**120.98**	**4,445.59**	**2,043.47**
Depreciation							
At March 31, 2020	**240.62**	**18.91**	**2,574.96**	**332.01**	**24.33**	**3,190.84**	**817.08**
Charge for the year	93.91	7.55	806.42	178.63	11.67	1,098.18	388.34
Disposals	-	-	2,108.62	-	-	2,108.62	-
At March 31, 2021	**334.53**	**26.46**	**1,272.76**	**510.65**	**36.00**	**2,180.40**	**1,205.42**
Charge for the year	98.12	7.59	402.38	178.88	13.19	700.16	248.33
Disposals	-	-	429.42	-	11.88	441.30	-
At March 31, 2022	**432.65**	**34.05**	**1,245.72**	**689.52**	**37.32**	**2,439.26**	**1,453.75**
Net book value							
As at March 31, 2020	**262.68**	**100.42**	**1210.14**	**1547.92**	**73.35**	**3194.50**	**1133.67**
As at March 31, 2021	**310.40**	**92.86**	**574.97**	**1370.08**	**61.68**	**2409.99**	**746.08**
As at March 31, 2022	**255.80**	**88.78**	**380.69**	**1197.40**	**83.66**	**2006.33**	**589.72**

* For property, plant and equipment existing as on the date of transition to Ind AS, i.e., April 01, 2018, the Company has used IGAAP carrying value as deemed costs.

Note: 5 RIGHT TO USE ASSET

	SECURITY DEPOSIT (ASSET-PP RENT)	LEASED ASSET	Total
Cost*			
At March 31, 2020	**281.87**	**7,529.07**	**7,810.94**
Additions	13.22	909.35	922.57
Disposals	-	-	-
At March 31, 2021	**295.09**	**8,438.43**	**8,733.52**
Additions	60.52	2,827.62	2,888.14
Disposals	91.69	5,505.55	5,597.24
At March 31, 2022	**263.91**	**5,760.49**	**6,024.41**
Depreciation			
At March 31, 2020	**75.55**	**-**	**75.55**
Charge for the year	34.13	1,126.26	1,160.39
Disposals	-	-	-
At March 31, 2021	**109.68**	**1,126.26**	**1,235.95**
Change for the year	35.65	1,231.18	1,266.82
Disposals	-	-	-
Transferred to Intangible	-	22.04	-
As March 31, 2022	**145.33**	**2,357.44**	**2,502.77**
Net book value			
As at March 31, 2020	**206.32**	**7,529.07**	**7,735.39**
As at March 31, 2021	**185.40**	**7,312.16**	**7,497.57**
As at March 31, 2022	**118.58**	**3,403.05**	**3,521.63**

Note 6: INVESTMENTS

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
Equity Shares, Unquoted, At cos Equity Shares Silicon Softech India Limited (Nos. 99,697 Previous Year 99,697)	50.00	50.00	-	-
Total	**50.00**	**50.00**	**-**	**-**

Note 7: OTHER FINANCIAL ASSETS

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
Accrued Interest on Deposits	-	-	1.44	7.16
Subsidy Receivable	-	-	56.32	-
Security Deposits	556.97	458.27	-	-
Total	**556.97**	**458.27**	**57.76**	**7.16**

Note 8: DEFERRED TAX ASSETS

Particulars	As at 31.03.2022	As at 31.03.2021
Major components of deferred tax arising on account of timing differences are:		
On account of Fixed Assets	35.14	(2.91)
On account of other differences	1,031.77	1,259.97
Deferred Tax Asset	**1,066.91**	**1,257.06**

Note:- 9 TRADE RECEIVABLES

Particulars	As at 31.03.2022	As at 31.03.2021
Unsecured & considered good Outstanding for a period exceeding six months	147.77	133.33
Others	2,386.67	2,544.67
Total	**2,534.44**	**2,678.00**

TRADE RECEIVABLES AEGING

Particulars	As at 31st March, 2022					
	Outstanding for following periods from due date of payments					
	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Undisputed - trade receivables						
considered good	2,386.67	24.00	6.69	0.73	8.35	2,426
considered doubtful	-	-	-	-	-	-
Disputed trade receivables	**-**	**-**	**-**	**-**	**-**	**-**
considered good	-	-	-	-	108.00	108
considered doubtful	-	-	-	-	-	-

Particulars	As at 31st March, 2022					
	Outstanding for following periods from due date of payments					
	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Undisputed - trade receivables						
considered good	2,544.67	16.96	0.75	7.62	108.00	2,678.00
considered doubtful	-	-	-	-	-	-
Disputed trade receivables	**-**	**-**	**-**	**-**	**-**	**-**
considered good	-	-	-	-	-	-
considered doubtful	-	-	-	-	-	-

Note: 10 CASH AND CASH EQUIVALENTS

Particulars	As at 31.03.2022	As at 31.03.2021
(i) Cash and Cash Equivalents		
(a) Cash in hand	8.83	2.31
(b) Balances with banks in Current Account	34.36	48.50
(ii) Other Bank Balances (with maturity more than 3 months but less than 1 year)	-	-
*Fixed deposits with Bank	144.54	131.00
Total	**187.73**	**181.81**

* Out of Deposits of Rs.144.54 lakhs, Deposits of Rs.130 lakhs (31.03.2021: Rs. 130 lakhs) are under lien with banks

Note: 11 Other Current Assets

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
(a) **Advances recoverable in Cash or in Kind**				
(Unsecured, considered good)				
Advances to Suppliers	-	-	41.31	42.71
(b) **Other Loans & Advances Unsecured, Considered Good**				
Prepaid Expenses	-	-	21.79	17.79
Bal. with Revenue Authorities	-	-	483.03	497.77
Advance Tax Net of Provision	-	-	729.01	811.56
Total	**-**	**-**	**1275.14**	**1369.82**

Note 12: BORROWINGS

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
a. Secured				
Term Loan From HDFC Bank	157.28	298.00	-	-
Term Loan From Yes Bank	3.30	16.97	-	-
Term Loan from Kotak Bank	16.92	-		
Term Loan From Yes Bank	-	1.44	-	-
(Against Hypothecation of Car)				
Secured				
Cash Credit From Banks				
From HDFC Bank Working Capital Demand Loan	-	-	300.00	300.00
From HDFC Bank	-	-	880.22	1,187.24
Current Maturities	-	-	116.90	14.21
Unsecured				
Loan from Director	-	-	-	146.50
	177.49	**316.41**	**1,297.12**	**1,647.95**

Term Loan From HDFC Bank is covered by 100% guarantee from NCGTC (National Credit Guarantee Trustee Company Ltd.) (Ministry of Finance, Government of India).

Cash Credit & Bank Gaurantee from Bank is secured by the following :

Primary Security : Current Assets - Exclusive charge on the receivables of the company both present & future.

Secondary Collateral :

(i) **Commercial Property** - Commercial Property owned by Silicon Softech India Limited located at T-762, 6th floor, Sector 31, Vashi, Thane District.

(ii) **Corporate Guarantee** - Corporate Guarantee of M/s. Silicon Softech India Limited.

(iii) **Personal Guarantee of Directors -**

1. Akshay Chhabra
2. Akashanand Karnik
3. Arjun Bhatia

(iv) **Fixed Deposit -** To the extent of bringing the overall collateral level to 20%
Cash credit is repayable on demand and carries applicable interest 10% (1 year MCLR + spread)

Note 13 : OTHER FINANCIAL LIABILITIES

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
Security Deposit	65.85	59.59	-	-
For Capital Goods	-	-	-	-
Creditors for Expenses	-	-	725.73	771.62
Advance received from customers	-	-	177.41	177.41
Total	**65.85**	**59.95**	**903.14**	**949.03**

Note 14 : PROVISIONS

Particulars	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
	Long Term		Short Term	
Provision - Other				
Gratuity	66.74	47.44	29.81	22.30
	66.74	**47.44**	**29.81**	**22.30**

Note 15 : OTHER NON CURRENT LIABILITIES

Particulars	As at 31.03.2022	As at 31.03.2021
Security Deposit (Liability)	14.33	20.47
Total	**14.33**	**20.47**

Note 16 : TRADE PAYABLES

Particulars	As at 31.03.2022	As at 31.03.2021
Micro, Small & Medium Enterprises	84.95	-
Others : Creditors for Expenses	277.67	524.84
Others : Creditors for Capital Goods	4.33	116.59
To Related Parties	1.59	1.62
Total	**368.54**	**643.05**

a) the principal amount remaining unpaid to any supplier at the end of each accounting year; 84.95	84.95	-
b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
d) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
The above Disclosure in respect of amount payable to such Enterpries as at 31st March,2020, has been made in the Financial statement based on information received and avaliable with the Company. Further in view of the management the impact of Interest, if any , that may be payable in accordance with the provision of Act is not expected to be material. The Company has not received any claim for Interest from any MSME Supplier registered under the said MSME Act.	-	-

Particulars	**As at 31st March, 2022**				
	Outstanding for following periods from due date of payments				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed					
MSME	84.95	-	-	-	84.95
Others	277.03	2.27	3.06	1.24	283.59
Disputed					
MSME	-	-	-	-	-
Others	-	-	-	-	-

Particulars	**As at 31st March, 2021**				
	Outstanding for following periods from due date of payments				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed					
MSME	-	-	-	-	-
Others	499.13	65.37	64.10	14.44	643.05
Disputed					
MSME	-	-	-	-	-
Others	-	-	-	-	-

Note 17 : OTHER CURRENT LIABILITIES

Particulars	As at 31-03-2022	As at 31-03-2021
Statutory Dues	266.912	460.74
Dividend Payable	0.103	0.10
Other Current Liabilities	421.000	441.00
Total	**688.02**	**901.85**

Note 18 : REVENUE FROM OPERATIONS

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Revenue from operations	13,168.74	10,160.07
TOTAL	**13,168.74**	**10,160.07**

Note 19 : OTHER INCOME

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Other Non-operating Income		
Credit Balance written off	119.08	111.34
Penalty Charges received	7.70	
Profit on sale of Motor Car	4.32	
Interest Income		
- on financial assets	38.65	35.66
- Income tax refund	37.47	
Modification of Lease liability	387.24	
Waiver of Lease Liability	101.87	578.26
TOTAL	**696.34**	**725.26**

Note 20 : EMPLOYEES COSTS/BENEFITS EXPENSE

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Salaries and Wages	7,965.10	6,736.98
Gratuity	13.69	12.09
Outsourcing Expenses	-	309.42
Staff Welfare Expenses	45.55	33.29
Directors Remuneration	107.86	106.46
TOTAL	**8,132.21**	**7,198.24**

Note 20 : FINANCE COST

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Bank Charges	2.83	15.52
Interest (Net)	170.95	161.13
Lease Rent Interest Expense	583.29	744.75
Interest Expense on Deposit (Liability)	5.90	5.36
TOTAL	**762.97**	**926.76**

Note 22 : OTHER EXPENSES

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Communication Expenses	483.46	558.78
Traveliing & Conveyance	61.42	21.32
Transportation Cost	67.13	39.03
Repairs & Maintenance	134.60	135.09
Office Upkeep & Maintenance Expenses	315.12	266.98
Service Charges	34.14	29.37
Rent	2.21	-
Electricity & Water Expenses	534.56	504.55
Printing & Stationery	21.91	18.34
Postage & Courier	6.63	5.46
Business Development Expenses	10.67	13.83
Legal & Professional Charges	368.77	341.70
Auditors' Remuneration (Note 23)	8.95	8.02
Recruitment & Training Cost	85.48	77.79
Corporate Social Responsibility	-	-
Directors' Sitting Fees	4.20	2.40
Miscellanous Expenses	72.93	28.50
Bad Debts	-	81.29
TOTAL	**2,212.19**	**2,132.45**

Note 23: AUDITORS REMUNERATION

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
(i) Payments to the auditors comprises of:		
As auditors : For Statutory Audit	6.00	6.00
For Tax Audit	2.00	2.00
For Other Services	0.95	0.02
Total	**8.95**	**8.02**

Note 24 : CONTINGENT LIABILITIES AND COMMITMENTS

Name of Statue	March 31. 2022	March 31. 2021
Commitments	-	-
Disputed Income Tax Matters	-	107.61
Disputed Indirect Tax Matters (paid under protest)	480.54	480.54
Total	**480.54**	**588.15**

Capital commitment towards new projects: NIL

Note 25 : EARNINGS PER SHARE

Particulars	March 31 2022	March 31 2021
Profit for the year attributable to equity shareholders	365.83	(1345.82)
Weighted average number of equity shares for basic EPS (No. in lakhs)	1,880.60	1,880.60
Earnings per Share - Basic/ Diluted	**0.19**	**(0.72)**

* As the number of Shares are increased by share split and bonus issue, hence the same is considered for the earliest period presented

Note 26: DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE

Assets and Liability (Balance Sheet Position)

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Present Value of Benefit Obligation at the end of the period	69.60	56.46
Fair Value of Plan Assets at the end of the Period		
Surplus / (Deficit)	26.94	13.15
Effects of Asset Ceiling, if any	-	-
Net Asset / (Liability) Recognised in the Balance Sheet	**96.54**	**69.60**

Particulars	For the period 31-03-2022	For the period 31-03-2021
In Income Statement	13.69	12.09
In Other Comprehensive Income	24.72	4.70
Total Expenses Recognized during the period	**38.41**	**16.79**

Graphical Representation of Liability and Expenses

Particulars	For the period ending 31-03-2022	For the period ending 31-03-2021
Present Value of Obligation as at the beginning	69.60	56.46
Current Service Cost	11.00	9.34
Interest Expense or Cost	2.69	2.75
Re-measurement (or Actuarial) (gain) / loss arising from:		
- change in demographic assumptions	(0.01)	-
- change in financial assumptions	(1.20)	1.24
- experience variance (i.e. Actual experience vs assumptions)	25.94	3.46
- others		
Past Service Cost		
Effect of change in foreign exchange rates		
Benefits Paid	(11.48)	(3.64)
Acquisition Adjustment		
Effect of business combinations or disposals		
Present Value of Obligation as at the end	**96.54**	**69.60**

Expenses Recognised in the Income Statement

Particulars	For the period ending 31-03-2022	For the period ending 31-03-2021
Current Service Cost	11.00	9.34
Past Service Cost	2.69	2.75
Loss / (Gain) on settlement	-	-
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	-	-
Expenses Recognised in the Income Statement	**13.69**	**12.09**

Particulars	For the period ending 31-03-2022	For the period ending 31-03-2021
Actuarial (gains) / losses	-	4.70
- change in demographic assumptions	(0.01)	-
- change in financial assumptions	(1.20)	-
- experience variance (i.e. Actual experience vs assumptions)	25.93	-
- others		
Return on plan assets, excluding amount recognised in net interest expense	-	-
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
other comprehensive income	**24.72**	**4.70**

Actuarial Assumptions

We have used actuarial assumptions selected by the Company. The Company has been advised that the assumptions selected should be unbiased and mutually compatible and should reflect the Company's best estimate of the variables of the future. The Company has also been advised to consider the requirement of Para 44 of IndAS 19 in this regard.

(i) Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below:

Particulars	As at 31-03-2022	As at 31-03-2021
Discount rate (per annum)	3.86%	4.87%
Salary growth rate (per annum)	2%	2%

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields/ reates available on applicable bonds as on the current valuation date.

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, senority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

(ii) Demographic Assumptions

The principal demographic assumptions used in the valuation are shown in the table below:

Particulars	As at 31-03-2022	As at 31-03-2021
Mortality rate (% of IALM 06-08)	100%	100%
Normal retirement age	60 years	60 years
Attrition / Withdrawal rates, based on age: (perannum)		
For Service 1 years and below	80%	80%
For Service 2 years to 2 years	60%	60%
For Service 3 years to 4 years	50%	50%
For Service 5 years and above	40%	40%

(iii) Sensitivity Analysis

Significant actuarial assumptions for the detemination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

Particulars	As at 31-03-2022		As at 31-03-2021	
Defined Benefit Obligation (Base)	96.54		69.60	
Particulars	**Decrease**	**Increase**	**Decrease**	**Increase**
Discount Rate (- / + 1%)(% change compared to base due to sensitivity)	1.73	1.65	1.29	1.22
Salary Growth Rate (- / + 1%) (% change compared to base due to sensitivity)	1.71	1.76	1.26	1.30
Attrition Rate (- / + 1% of attrition rates)(% change compared to base due to sensitivity)	0.79	0.77	0.63	0.61

Note 27: INCOME TAX RECONCILIATION

(a) Tax Expense recognised in Statement of profit and Loss comprises

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Current income tax:		
Current income tax charge	-	-
Change / credit in respect of earlier years	1.57	-
Deferred tax:		
Relating to origination and reversal of temporary differences	197.03	(673.22)
Income tax expense reported in the statement of profit or loss	**198.60**	**(673.22)**

(b) Deferred tax related to items recognised in OCI during in the year

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Net loss/(gain) on remeasurements of defined benefit plans	6.88	1.31
Income tax charged to OCI	**6.88**	**1.31**

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2022 and March 31, 2021:

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Accounting profit before income tax	564.43	(2,019.04)
Tax on accounting profit at statutory income tax rate 27.82 % (March 31, 2021: 27.82%]	157.03	-
Disallowance u/s 80G	-	-
Change / Credit in respect of earlier years	27.46	-
Others	14.12	
Tax expense reported in the statement of profit or loss	**198.60**	**-**
Effective Tax Rate	35.19%	0.00%

(d) Components of Deferred tax assets/ (Liabilities) recognised in Balance sheet and Statement of profit and loss

Particulars	Balance Sheet		Statement of Profit and Loss	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Difference between Book depreciation and tax depreciation	35.15	(2.91)	(38.06)	(125.99)
Deferred Tax Liability on ROU IndAS 116	(979.72)	(2,085.82)	(1,106.10)	2,085.82
Deferred Tax Liab (SD)	34.64	57.04	22.40	57.04
Deferred Tax Asset (Lease Liability as per IndAS 116)	1070.37	2227.59	1157.21	(2,087.97)
Deferred tax on Loss	906	1061.17	154.70	(507.27)
Others	-	-	6.88	(1.31)
Deferred Tax (Income)/Expenses			197.03	(673.22)
Net Deferred Tax Asset / (Liabilities)	**1,066.91**	**1,257.06**		

(e) Reconciliation of deferred tax liabilities (net):

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Opening balance as at 1st April	(1,257.07)	(582.54)
Tax (Income)/ Expense during the period recognised in		
(i) Statement of Profit and loss in profit and loss	197.03	(673.22)
(ii) Statement of Other Comprehensive Income	(6.88)	(1.31)
Closing balance as at 31st March	**(1,066.91)**	**(1,257.07)**

Note 28: RELATED PARTY TRANSACTIONS

(i) Details of Related Party

Particulars	Name of the Party
Subsidiary Companies	Silicon Softech India Ltd.
Enterprise over which Key Managerial Personnel has significant influence	Assurvest Capital Advisor LLP Cap Access Advisor Pvt Ltd Tech Worldwide Support Pvt Ltd
Key Managerial Personnel	Akshay Chhabra Akashanand Karnik
Relative of Key Managerial Personnel	Rashmi Karnik Neyhaa Chhabra

(ii) Table providing total amount of transactions that have been entered into with related parties

Particulars	Year ended	Transactions during the year							
		Rent Paid	Remuneration paid	Loan taken	Loan Repaid	Advance Received	Advance Received paid back	Reimbursement	Balance outstanding
Related parties where control exists									
Akshay Chhabra	31.03.2022	14.40	60.00	910.15	1056.65	-	-	-	1.59
	31.03.2021	9.60	58.00	1,197	1,050.50	-	-	-	148.12
Akashanand Karnik	31-03-2022	-	47.86	-	-	-	-	-	-
	31.03.2021	-	48.42	-	-	-	-	-	-
Silicon Softech	30.03.2022	-	-	-	-	-	0.00	3.74	177.49
	31.03.2021	-	-	-	-	210.97	33.56	0.63	177.41

Note 29 : CATEGORY WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

Particulars	Non – Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Financial Assets measured at Fair value through other comprehensive income				
Investment in quoted instruments	-	-	-	-
Total	**-**	**-**	**-**	**-**

Financial Assets measured at Amortized Cost

Particulars	Non – Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Security Deposits	556.97	458.27		
Trade Receivables	-	-	2534.44	2678.00
Cash and Cash Equivalents	-	-	187.73	181.81
TOTAL	**556.97**	**458.27**	**2,722.18**	**2,859.80**

Financial assets measured at fair value through profit and loss

Particulars	Non – Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Investment in equity based Mutual funds	-	-	-	-
Investments in Debt based Mutual Funds	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**

Financial Liabilities measured at Amortized Cost

Particulars	Non – Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Borrowings	177.49	316.41	1297.12	1647.95
Trade payables (including retained creditors)			-	526.46
TOTAL	**177.49**	**316.41**	**1297.12**	**2,174.41**

Note 29 (B): FAIR VALUE HIERARCHY

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities

As at 31.03.3021	Fair value hierarchy			
Financial Assets / Financial Liabilities	Fair Value as at 31.03.2021	Quoted Prices in active markets (Level 1)	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)
Financial Assets measured at Fair value through other comprehensive income	-	-	-	-
Investments in quoted equity shares	-	-	-	-
Financial Assets measured at Fair value through Profit and Loss				
Investments in Debt based Mutual Funds	-	-	-	-
Investment in equity based Mutual funds	-	-	-	-
Financial liability measured awt Fair value through Profit and Loss	-	-	-	-

As at 31.03.2022	Fair value hierarchy			
Financial Assets / Financial Liabilities	Fair Value as at 31.03.2022	Quoted Prices in active markets (Level 1)	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)
Financial Assets measured at Fair value through other comprehensive income	-	-	-	-
Investments in quoted equity shares	-	-	-	-
Financial Assets measured at Fair value through Profit and Loss				
Investments in Debt based Mutual Funds	-	-	-	-
Investment in equity based Mutual funds	-	-	-	-
Financial liability measured awt Fair value through Profit and Loss	-	-	-	-

The fair value of financial asset and liabilities measured at amortised cost approximate there fair values

Note 30 : FINANCIAL RISK MANAGEMENT

Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Managing Board.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments.

Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

(i) Foreign Currency Risk

The Company operates internationally and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales and services in overseas , and purchases from overseas suppliers in various foreign currencies.

Foreign currency exposure as at 31st March 2022

Particulars	USD	Total
Trade receivables	-	-
Bank Balances	-	-
Trade payables	**-**	**-**

Foreign currency exposure as at 31st March 2021

Particulars	USD	Total
Trade receivables	-	-
Bank Balances	-	-
Trade payables	**-**	**-**

Foreign currency sensitivity

Particulars	2021-22		2020-21	
	1% Increase	1% decrease	1% Increase	1% decrease
USD	-	-	-	-
Increase \ (Decrease) in profit or loss	**-**	**-**	**-**	**-**

(ii) Equity Price Risk

The company's investment portfolio consists of investments in quoted instruments like mutual funds carried at fair value in the balance sheet.

(iii) Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

The average credit period on sales of products is 30 days. Credit risk arising from trade receivables is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management.

(iv) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

Particulars	Less than 1 Year	Between 1 to 5 years	Total
As at 31st March 2022			
Borrowings	1,297.12	177.49	1,474.61
Trade payables	407.45	119.01	526.46
Other financial liabilities	903.14	80.18	983.31
	2,607.70	**376.68**	**2,984.38**

Particulars	Less than 1 Year	Between 1 to 5 years	Total
As at 31st March 2021			
Borrowings	1647.95	316.41	1964.36
Trade payables	407.4484146	119.01095	526.46
Other financial liabilities	1065.62	80.18	1145.80
	3,121.02	**515.59**	**3,636.62**

(v) Capital management

For the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves.

The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The company does not have gearing as its cash and reserves are substantial to cover up borrowings.

Note 31:

The Board of Directors of the Company at its meeting held on 1st November,2021 had approved a merger scheme of its wholly owned subsidiary Silicon Softech India Limited with its parent company One Point One Solutions Limited . The merger scheme application seeking approval has been subsequently filed and accepted with National Company Law Tribunal (NCLT) on 31st March 2022. The application is pending for approval.

Note 32 : ADDITIONAL REGULATORY INFORMATION RATIOS

Sr. No.	Particulars	Formulae	Current Year	Precious Year	% Change	Explanation
a.	Debt equity Ratio (In Times)	Total borrowings (Long Term Debts) / Total equity (Shareholders Fund)	1.21	2.47	(50.86)	The debt equity ratio has fallen due to higher repayments of loan coupled with modification in lease aggreements during the year.
b.	Debt service coverage ratio (DSCR) (In Times)	Profit before interest tax and exceptional items from continuinq operations / Interest expense + Principal repayments made during the period for long term borrowings	0.69	(0.43)	(260.95)	The debt service ratio has increased due to increase in Net profit in Current year
c.	Interest Service Coverage Ratio (ISCR) (In Times)	Profit before interest tax and exceptional items from continuing operations / Interest expense	1.74	(1.22)	(243.34)	This ratio has increased due to higher profits generated by the company thus leading to better coverage of profits over interest expenses
d.	Current Ratio (In Times)	Current assets / Current liabilities	1.23	1.02	21.27	
e.	Long term debt to working capital ratio (In Times)	Long term borrowings [Including current maturities of long term borrowings] / Current assets (-) Current liabilities [excluding current maturities of long term borrowings]	4.68	96.04	(95.13)	The ratio has changed majorly due to higher repayment of loan and modification in lease contract
f.	Trade Receivables Turnover Ratio (In Times)	Revenue from operations for trailing 12 months / Average gross trade receivables	5.05	3.77	33.98	During the year revenue has increased by 30% and trade receivables have reduced leading to higher trade receivable turnover ratio which shows that the collections have been made rapidly
g.	Trade Payables Turnover Ratio (In Times)	Net Credit purchases / Average trade payable	4.97	4.07	22.14	NA
h.	Net profit margin (In Percentage)	Net profit after tax from continuing operations and discontinued operations / Revenue from operations	2.64%	-13.28%	(119.90)	This ratio has increased due to higher profits generated by the company thus indicating better returns from business
I	Net Capital Turnover Ratio(In Times)	Revenue from operations / Capital	3.00	2.51	19.33	NA
j.	Retrun on Capital Employed (In Percentage)	Profit before Interest and Tax / Capital Employed	30.2%	-27.42%	(210.09)	The ratio has improved due to higher profit earned in current year thus indicating better returns on capital employed
k.	Return on Equity (In Percentage)	Profit for the Year / Shareholder's Equity	8.3%	-33.31%	(125.03)	The ratio has improved due to higher profit earned in current year thus indicating better profitability and potential growth

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

Vinod Kumar Jain
Proprietor M. No.: 36373

Place : Mumbai
Date : 28th May 2022

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

08

CONSOLIDATED
FINANCIAL
STATEMENTS

AS ONE PERFECT MIX

CONSOLIDATED
FINANCIAL
STATEMENTS

08

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF ONE POINT ONE SOLUTIONS LIMITED

Report on the audit of the consolidated financial statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of One Point One Solutions Limited(hereinafter referred to as the "Holding Company") and its subsidiary (holding company and its subsidiary together referred to as "the group) jointly controlled entities, which comprise the Consolidated Balance Sheet as at March 31, 2022, the Consolidated Statement of Profit and Loss(including consolidated statement of other comprehensive income), the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity and for the year then ended, and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS consolidated financial statements'').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 as amended (''the Act'') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the group as at March 31, 2022, and its consolidated Profits including consolidated other comprehensive income, its consolidated cash flows and consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs) as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the consolidated Ind AS Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2022. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context. We have determined the matters described below to be the key audit matters to be communicated in our audit. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of the procedure designed to respond to our assessment of the risk of the material misstatement of the consolidated Ind AS financial statements. The results of our audit procedure, including the procedures perform to address below, provide the basis of our audit opinion on the accompanying consolidated Ind AS financial statements.

INDEPENDENT AUDITOR'S REPORT

Key Audit Matter

The Group/ Company, in its contracts with customers, promises to transfer distinct services ('performance obligations') to its customers which require management to make significant estimates relating to the efforts and costs associated with completing the contract.

These customers contracts which may be rendered in the form of outsourced contact management, inbound and outbound calling services, customer relationship management and debt collection services. Given the nature of such contracts, Revenue is recognized upon transfer of control of promised services to customers, which involves judgement/estimates and changes in these could have a significant impact on the estimation of revenue and liability for onerous obligations, if any.

This estimate has an inherent uncertainty and presumed risk as it requires ascertaining progress of contracts, efforts and costs incurred till date and for remaining performance obligations.

How our audit addressed the KAM

Our audit procedures in relation to management's estimation of accrued revenue included:

- Assessing the Company's revenue recognition accounting policies and identifying whether the same is in accordance with Ind AS 115, Revenue from Contracts with Customers, further obtaining an understanding of the systems processes and controls implemented by the company for recording and computing such Revenue.
- Involving our specialists to assess the design, Tested operating effectiveness of key IT controls over IT environment in which the business systems operate. This includes access controls, program change controls, program development controls and IT operation controls;
- Obtained an understanding of management's internal controls over the revenue process and evaluated whether these were designed in line with the Company's accounting policies.
- Tested samples of new revenue contracts entered by the Company, to assess whether revenue has been recognized as per contractual terms and as per Company's accounting policies.

For selected samples of contracts, we inspected the terms of the contract and assessed the revenue recognized in accordance with Ind AS by

- Evaluating the identification of performance obligations.
- Agreeing the transaction price to the underlying contracts.
- Inspecting the approval of the estimates of cost to complete.
- Evaluating the impact on the total revenue and the cost to complete the contract.

We have determined that there are no other key audit mattes to communicate in our report.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report 2021-22, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with the governance for the Ind AS consolidated financial statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated Ind AS financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, cash flows and changes in equity of the Group including its subsidiary in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards (Ind AS) specified under section 133 of the Act, read with the Companies (Indian Accounting standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated Ind AS financial statements, the respective board of directors of the company included in the group are responsible for assessing the group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of the group.

Auditor's Responsibility for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements.

A further description of the auditor's responsibilities for the audit of the financial statements is included in Annexure "A". This description forms part of our auditor's report.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiaries, joint ventures and associates, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure B" a statement on the matters specified in paragraph 3(xxi) of the Order

2. As required by Section 143(3) of the Act, we report that:

    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Group so far as it appears from our examination of those books and proper returns adequate for the purposes of our audit.

    c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the consolidated statement of Other Comprehensive Income, the consolidated cash flow statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.

    d. In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended.

    e. On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2022 taken on record by the Board of Directors of the Holding Company and its subsidiary company, none of the directors of the group companies is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.

    f. With respect to the adequacy of the Internal Financial Control with reference to these consolidated Financial Statements of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure C". Our report expresses an unmodified opinion on the adequacy and operative effectiveness of the Group's internal financial control over financial reporting.

g. With respect to the other matters to be included in Auditors report in accordance with the requirement of section 197 (16) of the Act as amended in our opinion and to the best of our information and according to explanation given to us the remuneration paid by the company to its directors of the company during the year is in accordance with the provisions of section 197 of Act.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statement disclose the impact of pending litigation on the consolidated financial position of the group - Refer note no 24 to the Consolidated Financial Statements.

ii. The Group holding and subsidiary company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.

iii. There has not been an occasion in case of holding Company and its subsidiary company incorporated in India, during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

iv. (a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts to the consolidated Ind AS financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts of the consolidated Ind AS Financial statements, no funds have been received by the company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The Group holding and subsidiary company has neither declared nor paid any dividend during the year.

For VINOD KUMAR JAIN & CO.
Chartered Accountants,
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373
UDIN: 22036373AJUCLT2464
Place: Mumbai,
Date: 28th May, 2022

Annexure "A": Forming part of report of independent auditors to the members of ONE POINT ONE SOLUTIONS LIMITED for the year ended 31st March 2022

Responsibilities for Audit of Consolidated Financial Statement

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013. We are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

We have assessed its subsidiary company Silicon Softech India Limited, ability to continue as a going concern with the belief that the adverse effects will be mitigated for the foreseeable future based on the following factors:

The need, ability and willingness of promoters' to provide support to the company.

A business plan to reactivate is in the process with enough available funds base with the company.

- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements for the financial year ended March 31, 2022 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For Vinod Kumar Jain & Co.
Chartered Accountants,
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373
Place: Mumbai
Date: 28th May, 2022

ANNEXURE “B” OF AUDITOR’S REPORT

Referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our Independent Auditor’s report of even date, to the members of One Point One solutions Limited (“the Holding Company”) on the Consolidated Financial Statements for the year ended March 31, 2022

In terms of the information and explanations sought by us and given by the Holding Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, and based on the consideration of reports of auditors in respect of subsidiaries, joint ventures and associates, we state that there are no adverse remarks by the respective auditors in their reports on Companies (Auditor’s Report) Order, 2020 of the companies included in the Consolidated Financial Statements.

For VINOD KUMAR JAIN & CO.
Chartered Accountants,
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373
UDIN: 22036373AJUCLT2464
Place: Mumbai,
Date: 28th May, 2022

ANNEXURE 'C'

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF ONE POINT ONE SOLUTIONS LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the Consolidated Financial Statements of One Point One Solutions Limited as of and for the year ended March 31, 2022. We have audited the internal financial controls over financial reporting of One Point One Solutions Limited (hereinafter referred to as the "Holding Company"), and its subsidiary, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls.

The respective Board of directors of the Holding Company and its subsidiary company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Holding Company and its subsidiary company which is companies incorporated in India, internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedure selected depends on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company and its subsidiary internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting.

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanation given to us the Holding Company and its subsidiary, which are companies incorporated in India, have maintained in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2022, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For VINOD KUMAR JAIN & CO.
Chartered Accountants,
FRN 111513W

Vinod Kumar Jain
Proprietor M. No. 36373

PLACE : MUMBAI
DATED : 28th May, 2022

Consolidated Balance Sheet as at March 31, 2022

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	Notes	March 31,2022	March 31,2021
ASSETS			
Non-current assets			
(i) Property, plant and equipment	3	2,098.39	2,505.09
(ii) Right to use	5	3,521.63	7,497.57
(iii) Goodwill on Consolidation		14.33	14.33
(iv) Intangible Assets	4	593.71	773.54
(v) Investment Property		-	-
(vi) Financial Assets			
- Investments	6	0.25	0.25
- Other Financial Assets	7	557.08	458.38
(vii) Other Non-current Assets	11	-	-
(viii) Deferred Tax Assets	8	1,082.20	1,270.29
Current assets			
(i) Inventories			
(ii) Financial Assets			
-Trade receivables	9	2,534.44	2,678.00
-Cash and cash equivalents	10	45.04	52.40
-Bank balances other than above	10	144.54	131.00
-Other financial assets	7	57.76	7.16
(iii) Other current assets	11	1295.94	1,391.08
TOTAL ASSETS		**11,945.32**	**16,779.09**
EQUITY AND LIABILITIES			
EQUITY			
(i) Equity share capital	SOCE-I	3,761.19	2,507.48
(ii) Other equity	SOCE-I	902.60	1,832.78
LIABILITIES			
Non-current liabilities			
(i) Financial Liabilities			
-Borrowings	12	177.49	316.41
-Lease liability		65.85	59.95
-Other financial liabilities	13	3,847.50	8,007.14
(ii) Provisions	14	66.74	47.44
(iii) Other non-current liabilities	15	14.33	20.47
Current liabilities			
(i) Financial liabilities			
-Borrowings	12	1,297.12	1,647.95
-Trade payables	16		
(a) total outstanding dues of micro enterprises and small enterprises		84.95	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		283.51	643.05
-Other current financial liabilities	13	725.73	771.62
(ii) Other current liabilities	17	688.52	902.50
(iii) Provisions	14	29.81	22.30
TOTAL EQUITY AND LIABILITIES		**11,945.32**	**16,779.09**
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the Standalone Ind AS financial statements.

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

Vinod Kumar Jain
Proprietor M. No.: 36373
Place : Mumbai
Date : 28th May 2022

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

Consolidated Statement of Profit and Loss for the year ended March 31, 2022

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	Note No.	31st March, 2022	31st March, 2021
Income			
Revenue from operations	18	13,168.74	10,160.07
Other income	19	701.08	725.50
Total Income		**13,869.82**	**10,885.86**
Expenses			
Cost of raw materials, components and stores consumed			
(Increase)/decrease in inventories			
Employee benefits expense	20	8,132.21	7,223.28
Other expenses	22	2,216.78	2,141.52
Total Expenses		**10,348.99**	**9,364.80**
Earning before Interest, Tax, Depreciation and Amortization		**3,520.83**	**1,521.06**
Depreciation and amortization & impairment expense	3,4,5	2,219.78	2,676.57
Finance costs	21	763.11	927.15
Profit (Loss) before exceptional items III (I-II)		**537.94**	**(2,082.65)**
Less: Exceptional item	-	-	
Profit before tax		**537.94**	**(2,082.65)**
Tax expense			
Current tax		1.57	0.08
Deferred tax	8	194.98	(689.23)
Total tax expense		**196.55**	**(689.15)**
Profit for the year		**341.38**	**(1,393.50)**
Other comprehensive income			
(A) Items that will not to be reclassified to profit or loss in subsequent periods:			
(a) (i) Re-measurement gains/ (losses) on defined benefit plans (Refer Note 26)		(24.73)	(4.70)
(ii) Income tax relating to above		6.88	1.31
(b) (i) Net fair value gain/(loss) on investments in equity through OCI		-	-
(B) Items that will be reclassified to profit or loss in subsequent periods:		-	-
(a) (i) exchange differences on translation of foreign operations		-	-
Other comprehensive income ('OCI')		**(17.85)**	**(3.39)**
Total comprehensive income for the year (comprising profit and OCI for the year)		**323.54**	**(1,396.89)**
Earnings per equity share			
Basic (')		0.18	(0.74)
Diluted (')		0.18	(0.74)
Summary of significant accounting policies	2		

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Vinod Kumar Jain
Proprietor M. No.: 36373
Place : Mumbai
Date : 28 May 2022

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

Consolidated Cash Flow Statement for the year ended 31st March, 2022

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	31st March, 2022		31st March, 2021	
A. Cash flow from operating activities				
Net Profit before tax		537.94		(2,082.65)
Adjustments for:				
Depreciation	2,219.78		2,676.57	
Loss (Profit) on sale of Assets / Investments	(4.32)			
Tax Expenses	-			
Interest (Income net of expense)	715.59		161.13	
Employee benefit expenses	(24.73)		(4.70)	
Interest income on Lease Laibility	(387.24)		-	
		2,519.09		2,833.01
Operating profit / (loss) before working capital changes		3,057.02		750.36
Changes in working capital:				
Adjustments for Decrease / (increase) in operating assets:				
Trade Receivable	143.56		31.95	
Other financial Assets	(50.61)		-	
Other Current Assets	95.14		(657.09)	
	-		-	
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables & Provisions	(267.08)		4.27	
other financial liabilities	5.90		(919.58)	
other current liabilities	(259.88)		538.44	
other non current liabilities	19.29		3.38	
Increase (Decrease) in Short Term Borrowingss				
Increase (Decrease) in Short Term Provisions		(313.69)	3.62	(995.01)
		2,743.34		(244.65)
Cash flow from extraordinary items		-		-
Cash generated from operations		2,743.34		(244.65)
Net income tax (paid) / refunds		(1.57)		(0.08)
Net cash flow from / (used in) operating activities (A)		**2,741.76**		**(244.73)**
B. Cash flow from investing activities				
Purchase of Fixed Assets (Tangible & Intangible)	(371.63)		(314.42)	
CWIP and Capital Advances	-		-	
Proceeds from sale of fixed assets	9.53		-	
Purchase of Non current investments	-		(0.25)	
Proceeds of Long Term Loans and Advances	(67.53)		(44.07)	
Interest Received	47.53		-	
Loss (Profit) on sale of Assets / Investments	-		-	
Dividend	-	(382.10)	-	(358.74)
Net cash flow from / (used in) investing activities (B)		**(382.10)**		**(358.74)**

Consolidated Cash Flow Statement for the year ended 31st March, 2022

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Particulars	31st March, 2022		31st March, 2021	
C. Cash flow from financing activities				
Proceeds from issue of equity shares	-		-	
Premium on Equity shares	-		-	
Proceeds from long-term borrowings	-		298.00	
Repayment of long-term borrowings	(138.91)		(13.08)	
Proceeds from short-term borrowings			334.69	
Repayment from long-term Provisions			-	
Repayment of short-term borrowings	(350.84)		-	
Issue of Bonus Shares	-		-	
Repayment of Lease Liability	(1,692.78)		-	
Interest paid	(170.95)		(161.13)	
		(2,353.48)		458.48
Cash flow from extraordinary items				-
Net cash flow from / (used in) financing activities (C)		**(2,353.48)**		**458.48**
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		6.18		(145.01)
Cash and cash equivalents at the beginning of the year				
(a) Cash in hand	2.50		8.02	
(b) Bank Balance	180.90	183.40	320.38	328.41
Cash and cash equivalents at the end of the year		**189.58**		**183.40**
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equivalents at the end of the year *		**189.58**		**183.40**
* Comprises:				
(a) Cash on hand		9.02		2.50
(b) Balances with banks		-		
(i) Schedule banks current accounts		180.56		180.90
		189.58		**183.40**
Significant Accounting Policies and Notes on financial Statements		**2**		

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Vinod Kumar Jain
Proprietor M. No.: 36373
Place : Mumbai
Date : 28 May 2022

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

1. **Corporate information/General Information**

One Point One Solutions Limited (the group), is a limited group, domiciled in India and incorporated under the provisions of the Companies Act, 1956. The group is mainly engaged in the business of BPO which started its operations in the year 2013, specialises in the business of Customer Life cycle management, Business Process Management and Technology Servicing catering to the needs of more than 40 marque customers. The group has PAN India team spread across 8 delivery centres with 5500+ IT experts, offering complete solutions across verticals in B-B, B-C, New age digital space and market space and have hired the latest state of the art technology for delivery and thus satisfying the clients need. The mission of the group is to become pioneers in the niche area of its business and thereby giving constant value addition to its client business thus ensuring complete client satisfaction. The group's shares are listed on NSE main stock exchange with effect from 9th May, 2019.

The financial statements of the Group for the year ended 31st March 2022 were authorized for issue by Group's Board of Directors on 28th May, 2022.

The consolidated financial statements are presented in Indian Rupee (In Rs. Lakhs) except shares and per share data, unless otherwise stated and all values are rounded to the nearest rupees lakhs except when otherwise indicated.

2. **Summary of significant accounting policies**

Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis, except for: (i) certain financial instruments that are measured at fair values at the end of each reporting period; (ii) defined benefit plans – plan assets that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The Group has consistently applied the following accounting policies to all periods presented in these financial statements.

a) **Current versus non-current classification**

Assets and Liabilities are classified as current or non – current, inter-alia considering the normal operating cycle of the group's operations and the expected realization/settlement thereof within 12 months after the Balance Sheet date.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

b) **Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

c) Revenue recognition

The Group earns revenue primarily from providing BPO services.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Group expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognized on output basis measured by units delivered, efforts expended, number of transactions processed, etc.
- Revenue related to fixed price maintenance and support services contracts where the Group is standing ready to provide services is recognized based on time elapsed mode and revenue is straight lined over the period of performance.
- In respect of other fixed-price contracts, revenue is recognized using percentage-of-completion method ('POC method') of accounting with contract costs incurred determining the degree of completion of the performance obligation.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Expenses reimbursed by customers during the project execution are recorded as reduction to associated costs. Revenue also excludes taxes collected from customers.

Contract assets are recognized when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled revenue (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned revenue ("contract liability") is recognized when there are billings in excess of revenues.

The billing schedules agreed with customers include periodic performance based payments and/or milestone based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Group recognizes an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Group reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for. The Group disaggregates revenue from contracts with customers by geography and business verticals.

Use of significant judgment's in revenue recognition

- The Group's contracts with customers could include promises to transfer multiple products and services to a customer. The Group assesses the products/services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgment to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

- Judgment is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of each reporting period. The Group allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.
- The Group uses judgment to determine an appropriate standalone selling price for a performance obligation. The Group allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract. Where standalone selling price is not observable, the Group uses the expected cost plus margin approach to allocate the transaction price to each distinct performance obligation.
- The Group exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Group considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.
- Revenue for fixed-price contracts is recognized using percentage-of-completion method. The Group uses judgment to estimate the future cost-to-completion of the contracts which is used to determine the degree of the completion of the performance obligation.

Royalties: Royalty revenue is recognised on an accrual basis in accordance with the substance of the relevant agreement (provided that it is probable that economic benefits will flow to the Group and the amount of revenue can be measured reliably). Royalty arrangements that are based on production, sales and other measures are recognised by reference to the underlying arrangement.

Interest : Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest applicable. Interest income is included under the head "Other income" in the statement of profit & loss account.

Dividends: Dividend income is recognised when the Group's right to receive dividend is established by the balance sheet date.

d) Income Tax.

Income tax expense consists of current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised in OCI or directly in equity, in which case it is recognised in OCI or directly in equity respectively

i. Current income tax

Current tax is the expected tax payable on the taxable profit for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years. Current tax assets and tax liabilities are offset where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

The Govt. of India had issued the Taxation Laws (Amendment) Act 2019 which provides Domestic Companies an option to pay corporate tax at reduced rates from April 1, 2019 subject to certain conditions. The group intends to opt for lower tax regime. No tax provision has been made for the year in view of brought forward losses. The group has recognised consequential impact by reversing deferred tax assets.

ii. Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries and interests in joint ventures when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences and the carry forward of any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of deductible temporary differences associated with investments in subsidiaries and interests in joint ventures deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

e) Property, plant and equipment

Plant and equipment is stated at cost of acquisition or constructions including attributable borrowing cost till such assets are ready for their intended use, less of accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition for the aforesaid purpose comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use, net of trade discounts, rebates and credits received if any.

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Property Plant and equipment are eliminated from financial statements, either on disposal or when retired from active use. Losses arising in case of retirement of Property, Plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in statement of profit and loss in the year of occurrence.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year and adjusted prospectively, if appropriate,

Depreciation is provided as per useful life prescribed by Schedule II of the Companies Act, 2013 on Straight Line Method on Plant and Machinery and on Written Down Value Method on other Tangible PPE.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets. Useful lives used by the Group are same as prescribed rates prescribed under Schedule II of the Companies Act 2013. The range of useful lives of the property, plant and equipment are as follows:

Particulars	Useful Lives
Buildings	30 years
Plants and Equipment	15 years
Office Equipment	05 years
Computer System	03 years
Motor Cars	08 years
Furniture & Fixture	10 years

f) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Intangible assets are amortised as follows:

- Software – 5 years

Software for internal use, which is primarily acquired from third-party vendors and which is an integral part of a tangible asset, including consultancy charges for implementing the software, is capitalised as part of the related tangible asset. Subsequent costs associated with maintaining such software are recognised as expense as incurred. The capitalised costs are amortised over the lower of the estimated useful life of the software and the remaining useful life of the tangible fixed asset.

g) Investments in the nature of equity in subsidiaries.

The Group has elected to recognise its investments in equity instruments in subsidiaries and associates at cost in the separate financial statements in accordance with the option available in Ind AS 27, 'Separate Financial Statements'.

h) Investment properties

Investment properties comprise portions of office buildings and residential premises that are held for long-term rental yields and/or for capital appreciation. Investment properties are initially recognised at cost. Subsequently investment property comprising of building is carried at cost less accumulated depreciation and accumulated impairment losses.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit and loss as incurred.

Depreciation on building is provided over the estimated useful lives as specified in Schedule II to the Companies Act, 2013. The residual values, useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each financial year end. The effects of any revision are included in the statement of profit and loss when the changes arise.

Though the group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal.

The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit and loss in the period of de-recognition.

i) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Group's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

j) Non- current Asset held for sale.

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets are not depreciated or amortised.

k) Borrowing costs:

a. Borrowing costs that are attributable to the acquisition, construction, or production of a qualifying asset are capitalised as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.

b. All other borrowing costs are recognised as expense in the period in which they are incurred.

l) Leases

The Group as a lessee:

The Group enters into an arrangement for lease of land, buildings, plant and machinery including computer equipment and vehicles. Such arrangements are generally for a fixed period but may have extension or termination options. The Group assesses, whether the contract is, or contains, a lease, at its inception. A contract is, or contains, a lease if the contract conveys the right to

a) control the use of an identified asset,

b) obtain substantially all the economic benefits from use of the identified asset, and

c) direct the use of the identified asset.

The Group determines the lease term as the non-cancellable period of a lease, together with periods covered by an option to extend the lease, where the Group is reasonably certain to exercise that option.

The Group at the commencement of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and low-value assets. For these short term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

The cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets are measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment.

The Group applies Ind AS 36 to determine whether an RoU asset is impaired and accounts for any identified impairment loss as described in the impairment of non-financial assets below.

For lease liabilities at the commencement of the lease, the Group measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate that the Group would have to pay to borrow funds, including the consideration of factors such as the nature of the asset and location, collateral, market terms and conditions, as applicable in a similar economic environment.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The Group recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognizes any remaining amount of the re-measurement in statement of profit and loss. Lease liability payments are classified as cash used in financing activities in the statement of cash flows.

The Group as a lessor

Leases under which the Group is a lessor are classified as finance or operating leases. Lease contracts where all the risks and rewards are substantially transferred to the lessee, the lease contracts are classified as finance leases. All other leases are classified as operating leases. For leases under which the Group is an intermediate lessor, the Group accounts for the head-lease and the sub-lease as two separate contracts. The sub-lease is further classified either as a finance lease or an operating lease by reference to the RoU asset arising from the head-lease.

m) Corporate Social Responsibility (CSR) Expenditure

CSR spend are charged to the statement of profit and loss as an expense in the period they are incurred. During the year there was no CSR Obligation in view of losses in earlier years.

n) Provisions , Contingent liabilities, Contingent assets and Commitments:

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed in the case of:

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- A present obligation arising from past events, when no reliable estimate is possible;
- A present obligation arising from past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

o) Employee Benefits

Retirement benefit in the form of provident fund, pension fund and superannuation fund are defined contribution schemes. The Group has no obligation, other than the contribution payable to such schemes. The Group recognises contribution payable to such schemes as an expense, when an employee renders the related service. If the contribution payable to the schemes for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the schemes is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Group operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Liability for gratuity as at the year-end is provided on the basis of actuarial valuation.

Remeasurements, comprising of actuarial gains and losses and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs; and
- Net interest expense or income

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

p) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i. Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost.
- Financial assets at fair value.

When assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit and loss under fair value option.

- Business model test: The objective of the Group's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realize its fair value changes).
- Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit and loss under fair value option.

- Business model test: The financial asset is held within a business model whose objective is achieved by both collected contractual cash flows and selling financial instruments.
- Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Derecognition

When the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement~ it evaluates if and to what extent it has retained the risks and rewards of ownership.

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- Based on above evaluation, either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Trade receivables that result from transactions those are within the scope of Ind AS 18

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected in the statement of profit and loss in other expenses. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortized cost, trade receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

ii. **Financial Liabilities**

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or at amortised cost, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs.

The Group's financial liabilities include trade payables, lease obligations, and other payables.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

The Group has not designated any financial liability as at fair value through profit and loss.

Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

iii. **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

q) **Segment Accounting**

More than 90% of Company operations are only in one segment i.e. Business Process Outsourcing services. This in the context of Indian Accounting Standard 108 on 'Operating Segments' is considered to constitute one single primary segment. Further, there is no reportable secondary segment i.e. geographical segment.

r) **Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

s) **Dividend distribution to equity holders**

The Group recognises a liability to make cash distributions to equity holders of the Group when the distribution is authorised and the distribution is no longer at the discretion of the Group. A distribution in case of final dividend is authorised when it is approved by the shareholders. A corresponding amount is accordingly recognised directly in equity. In case of interim dividend it is authorised when it is approved by the Board of Directors.

t) **Foreign currencies:**

The Group's financial statements are presented in INR, which is also the Group's functional currency. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rates at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate.

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Group's monetary items at the closing rate are recognised as income or expense in the period in which they arise. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value denominated in a foreign currency, are translated using the exchange rate at the date when such fair value was determined. The gain or loss arising on translation of non-monetary items is recognised in line with the gain or loss of the item that gave rise to translation difference (i.e. translation difference on items whose gain or loss is recognised in other comprehensive income or the statement of profit and loss is also recognised in other comprehensive income or the statement of profit and loss respectively)

u) **Earnings per share**

The Group presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the period. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless the effect of the potential dilutive equity shares is anti-dilutive.

v) **Significant accounting judgments, estimates and assumptions.**

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent assets and contingent liabilities. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgments

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

i. **Operating lease commitments – Group as lessee**

The Group has entered into lease agreements for renting of various equipments, where it has determined that the significant risks and rewards related to the equipments are retained with the lessors. As such, the lease agreements are accounted for as operating leases.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Uncertainty relating to the global health pandemic on COVID-19:

i Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the Group's domicile.

ii. Defined benefit plans (gratuity benefits)

The Group's obligation on account of gratuity and compensated absences is determined based on actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries. Further details about gratuity obligations are given in Refer Note 26.

iii. Intangible assets

Refer Point (f) for estimated useful lives of intangible assets. The carrying value of intangible assets has been disclosed at note 4.

iv. Property, plant and equipment

Refer Point (e) for estimated useful lives of property, plant and equipment. The carrying value of property, plant and equipment has been disclosed at note 3.

w) Exceptional items:

Certain occasions, the size, type or incidence of an item of income or expense, pertaining or the ordinary activities of the Group is such that its disclosure improves the understanding of the performance of the Group, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes a grouping to the financial instruments.

x) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer Note 29 for further disclosures.

Consolidated Statement of Changes in equity as at March 31, 2022

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

STATEMENT OF CHANGES IN EQUITY

Equity Share Capital	As at 31.03.2022	As at 31.03.2021
a. Authorised		
Equity shares - 25,00,00,000 of Rs 2/- each;	3,000	3,000
(3,00,00,000 equity shares of Rs. 10/- each as at 31.03.2021)		
Increased during the year	2,000	
	5,000	**3,000**
b. Issued		
Equity Shares - 188,059,509 of Rs.2/- each;		
(25,074,750 equity shares of Rs. 10/- each)	3,761	2,507
	3,761	**2,507**
c. Subscribed		
Equity Shares - 188,059,509 of Rs.2/- each;		
(25,074,750 equity shares of Rs.10/- each)		
Balance at the beginning of the year	2,507	2,507
Changes in Equity Share capital during the year	1,254	0
Balance at the end of the reporting period	**3,761**	**2,507**
d. Reconciliation of the Number of Shares Outstanding		
Shares outstanding as at the beginning of the year	25,074,750	25,074,750
Changes during the year	162,984,759	0
Shares outstanding as at the end of the year	**188,059,509**	**25,074,750**

e. Details of each shareholder holding more than 5% of shares:

Class of shares / Name of shareholder	As at 31st March, 2022		As at 31st March, 2021	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares:-				
Tech World wide Support (P) Ltd.	56,250,000	29.91%	7,500,000.00	29.91%
Mr. Akshay Chhabra	74,902,710	39.83%	9,987,028.00	39.83%

Rights and preferences attached to Equity Shares:

The Company has one class of equity shares having a par value of Rs.2/- each. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the reporting date 80,044,009 equity shares of Rs. 2 each were issued as bonus shares

Shareholding of Promoters:

Pramoters Name	As at 31st March, 2022		As at 31st March, 2021		
	Number of shares	% of total shares	Number of shares	% of total shares	% change during the year
Mr. Akshay Chhabra	74,902,710	39.83%	9,987,028	39.83%	0.00%
Neyhaa Akshay Chhabra	728,625	0.39%	97,150	0.39%	0.00%
Tech World wide Support (P) Ltd.	56,250,000	29.91%	7,500,000	29.91%	0.00%

II - OTHER EQUITY

Particulars	Reserves and Surplus		Total
	Securities Premium Reserve	Retained Earnings	
Balance at the end of reporting period 31.03.2020	**3,045.33**	**184.34**	**3229.67**
Profit for the year		(1,393.50)	(1,393.50)
Other Appropriations			
Items of OCI , net of Tax			
Remeasurement of Defined Benefit		(3.39)	(3.39)
Dividends		-	-
Transfer to General Reserve			
Balance at the end of reporting period 31.03.2021	**3,045.33**	**(1,212.55)**	**(1,832.78)**
Profit for the year		341.38	341.68
Other Appropriations	(1,253.72)	-	(1,253.72)
Items of OCI , net of Tax			
Remeasurement of Defined Benefit	-	(17.85)	(17.85)
Dividends	-	-	-
Dividend Distribution Tax	-	-	-
Balance at the end of reporting period 31.03.2022	**1,791.61**	**(889.01)**	**902.60**

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

Vinod Kumar Jain
Proprietor M. No.: 36373
Place : Mumbai
Date : 28th May 2022

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

Notes to Consolidated Ind AS Financial Statements for the year ended March 31, 2022

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

Note 3 & 4: PROPERTY, PLANT AND EQUIPMENT

	TANGIBLE ASSETS							INTANGIBLE
	Office Building	Office Equipment	Air Conditioners	Computer Systems	Furniture and Fixure	Motor Vehicle	Total	Computer Software
Cost*								
As At March 31, 2020	**78.37**	**503.30**	**119.33**	**4,562.37**	**1,903.01**	**108.26**	**7,274.62**	**2,030.52**
Additions		141.63	-	171.25	0.79	-	313.67	0.75
Disposals			-	2,108.62	-	-	2,108.62	-
As At March 31, 2021	**78.37**	**644.93**	**119.33**	**2,624.99**	**1,903.80**	**108.26**	**5,479.67**	**2,031.27**
Additions		43.52	3.51	208.11	6.19	40.38	301.71	91.97
Disposals		-	-	429.42	-	17.09	446.51	-
As At March 31, 2022	**78.37**	**688.45**	**122.83**	**2,403.68**	**1,909.99**	**131.55**	**5,334.87**	**2,123.24**
Depreciation								
As At March 31, 2020	**31.82**	**240.62**	**18.91**	**3,312.02**	**349.63**	**27.62**	**3,980.62**	**844.13**
Charge for the year	1.24	93.91	7.55	807.76	179.19	12.92	1,102.57	413.60
Disposals		-	-	2,108.62	-	-	2,108.62	-
As At March 31, 2021	**33.06**	**334.53**	**26.46**	**2,011.16**	**528.82**	**40.54**	**2,974.57**	**1,257.73**
Charge for the year	1.24	98.12	7.59	402.38	179.43	14.45	703.20	271.80
Disposals		-	-	429.42	-	11.88	441.30	-
As At March 31, 2022	**34.29**	**432.65**	**34.05**	**1,984.12**	**708.25**	**43.11**	**3,236.48**	**1,529.53**
Net book value								
As at March 31, 2020	**46.55**	**262.68**	**100.42**	**1,250.34**	**1,553.37**	**80.64**	**3,294.00**	**1,186.39**
As at March 31, 2021	**45.31**	**310.40**	**92.86**	**613.83**	**1,374.98**	**67.72**	**2,505.09**	**773.54**
As at March 31, 2022	**44.08**	**255.80**	**88.78**	**419.56**	**1,201.74**	**88.44**	**2,098.39**	**593.71**

* For property, plant and equipment existing as on the date of transition to Ind AS, i.e., April 01, 2018, the Company has used IGAAP carrying value as deemed costs.

Note: 5 RIGHT TO USE ASSET

	SECURITY DEPOSIT (ASSET-PP RENT)	LEASED ASSET	Total
Cost*			
At March 31, 2020	**281.87**	**7,529.07**	**7,810.94**
Additions	13.22	909.35	922.57
Disposals	-	-	-
At March 31, 2021	**295.09**	**8,438.43**	**8,733.52**
Additions	60.52	2,827.62	2,888.14
Disposals	91.69	5,505.55	5,597.24
At March 31, 2022	**263.91**	**5,760.49**	**6,024.41**
Depreciation			
At March 31, 2020	**75.55**	**-**	**75.55**
Charge for the year	34.13	1,126.26	1,160.39
Disposals	-	-	-
At March 31, 2021	**109.68**	**1,126.26**	**1,235.95**
Change for the year	35.65	1,231.18	1,266.82
Disposals	-	-	-
Transferred to Intangible	-	22.04	-
As March 31, 2022	**145.33**	**2,357.44**	**2,502.77**
Net book value			
As at March 31, 2020	**206.32**	**7,529.07**	**7,735.39**
As at March 31, 2021	**185.40**	**7,312.16**	**7,497.57**
As at March 31, 2022	**118.58**	**3,403.05**	**3,521.63**

Note 6: INVESTMENTS

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
Investment	0.25	0.25	-	-
Total	**25.00**	**25.00**	**-**	**-**

Note 7: OTHER FINANCIAL ASSETS

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
Accrued Interest on Deposits	-	-	1.44	7.16
Subsidy Receivable	-	-	56.32	-
Security Deposits	557.08	458.38	-	-
Total	**557.08**	**458.38**	**57.76**	**7.16**

Note 8: DEFERRED TAX ASSETS

Particulars	As at 31.03.2022	As at 31.03.2021
Major components of deferred tax arising on account of timing differences are:		
On account of Fixed Assets	26.00	(11.32)
On account of other differences	1,056.20	1,281.62
Deferred Tax Asset	**1,082.20**	**1,270.29**

Note:- 9 TRADE RECEIVABLES

Particulars	As at 31.03.2022	As at 31.03.2021
Unsecured & considered good Outstanding for a period exceeding six months	147.77	133.33
Others	2,386.67	2,544.67
Total	**2,534.44**	**2,678.00**

TRADE RECEIVABLES AGEING

Particulars	As at 31st March, 2022					
	Outstanding for following periods from due date of payments					
	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Undisputed - trade receivables						
considered good	2,386.67	24.00	6.69	0.73	8.35	2,426
considered doubtful	-	-	-	-	-	-
Disputed trade receivables	**-**	**-**	**-**	**-**	**-**	**-**
considered good	-	-	-	-	108.00	108
considered doubtful	-	-	-	-	-	-

Particulars	As at 31st March, 2021					
	Outstanding for following periods from due date of payments					
	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Undisputed - trade receivables						
considered good	2,544.67	16.96	0.75	7.62	108.00	2,678.00
considered doubtful	-	-	-	-	-	-
Disputed trade receivables	**-**	**-**	**-**	**-**	**-**	**-**
considered good	-	-	-	-	-	-
considered doubtful	-	-	-	-	-	-

Note: 10 CASH AND BANK BALANCES

Particulars	As at 31.03.2022	As at 31.03.2021
(i) Cash and Cash Equivalents		
(a) Cash in hand	9.02	2.50
(b) Balances with banks in Current Account	36.02	49.90
(ii) Other Bank Balances (with maturity more than 3 months but less than 1 year)	-	-
*Fixed deposits with Bank	144.54	131.00
Total	**189.58**	**183.40**

* Out of Deposits of Rs.144.54 lakhs, Deposits of Rs.130 lakhs (31.03.2021: Rs. 130 lakhs) are under lien with banks

Note: 11 Other Current Assets

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
(a) Advances recoverable in Cash or in Kind (Unsecured, considered good)				
Advances to Suppliers	-	-	46.31	47.98
(b) Other Loans & Advances Unsecured, Considered Good				
Prepaid Expenses	-	-	21.79	17.79
Bal. with Revenue Authorities	-	-	498.82	513.76
Advance Tax Net of Provision	-	-	729.01	811.56
Total	**-**	**-**	**1,295.94**	**1,391.08**

Note 12: BORROWINGS

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
a. Secured				
Term Loan From HDFC Bank	157.28	298.00	-	-
Term Loan From Yes Bank	3.30	16.97	-	-
Term Loan From Kotak Bank 31.3.22	16.92	-	-	-
Term Loan From Yes Bank (Against Hypothecation of Car)	-	1.44	-	-
Secured				
Cash Credit From Banks				
From HDFC Bank Working Capital Demand Loan	-	-	300.00	300.00
From HDFC Bank	-	-	880.22	1,187.24
Current Maturities	-	-	116.90	14.21
Unsecured				
Loan from Director	-	-	-	146.50
	177.49	**316.41**	**1,297.12**	**1,647.95**

Term Loan From HDFC Bank is covered by 100% guarantee from NCGTC (National Credit Guarantee Trustee Company Ltd.) (Ministry of Finance, Government of India).

Cash Credit & Bank Gaurantee from Bank is secured by the following :

Primary Security : Current Assets - Exclusive charge on the receivables of the company both present & future.

Secondary Collateral :

(i) Commercial Property - Commercial Property owned by Silicon Softech India Limited located at T-762, 6th floor, Sector 31, Vashi, Thane District.

(ii) Corporate Guarantee - Corporate Guarantee of M/s. Silicon Softech India Limited.

(iii) Personal Guarantee -

1. Akshay Chhabra
2. Akashanand Karnik
3. Arjun Bhatia

(iv) Fixed Deposit - To the extent of bringing the overall collateral level to 20%

Cash credit is repayable on demand and carries applicable interest 10% (1 year MCLR + spread)

Note 13 : OTHER FINANCIAL LIABILITIES

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Non Current		Current	
Security Deposit (Liability)	65.85	59.59	-	-
Creditors for Expenses	-	-	725.73	771.62
Advance from customers	-	-	-	-
Total	**65.85**	**59.95**	**725.73**	**771.62**

Note 14 : PROVISIONS

Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
	Long Term		Short Term	
Provision - Other				
Gratuity	66.74	47.44	29.81	22.30
	66.74	**47.44**	**29.81**	**22.30**

Note 15 : OTHER NON CURRENT LIABILITIES

Particulars	As at 31.03.2022	As at 31.03.2021
Security Deposit (Liability)	14.33	20.47
Total	**14.33**	**20.47**

Note 16 : TRADE PAYABLES

Particulars	As at 31.03.2022	As at 31.03.2021
Micro, Small & Medium Enterprises	84.95	-
Others : Creditors for Capital Goods	4.33	116.59
Others : Creditors for Expenses	277.59	524.84
To Related Parties	1.59	1.62
Total	**368.46**	**643.05**

a) the principal amount remaining unpaid to any supplier at the end of each accounting year; 84.95	84.95	-
b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
d) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
The above Disclosure in respect of amount payable to such Enterpries as at 31st March,2020, has been made in the Financial statement based on information received and avaliable with the Company. Further in view of the management the impact of Interest, if any , that may be payable in accordance with the provision of Act is not expected to be material. The Company has not received any claim for Interest from any MSME Supplier registered under the said MSME Act.	-	-

Particulars	**As at 31st March, 2022**				
	Outstanding for following periods from due date of payments				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed					
MSME	84.95	-	-	-	84.95
Others	277.03	2.27	3.06	1.24	283.59
Disputed					
MSME	-	-	-	-	-
Others	-	-	-	-	-

Particulars	**As at 31st March, 2021**				
	Outstanding for following periods from due date of payments				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed					
MSME	-	-	-	-	-
Others	499.13	65.37	64.10	14.44	643.05
Disputed					
MSME	-	-	-	-	-
Others	-	-	-	-	-

Note 17 : OTHER CURRENT LIABILITIES

Particulars	As at 31-03-2022	As at 31-03-2021
Statutory Dues	266.96	460.74
Dividend Payable	0.10	0.10
Other Current Liabilities	421.00	441.00
Creditors for expenses	0.45	0.65
Total	**688.52**	**902.50**

Note 18 : REVENUE FROM OPERATIONS

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Revenue from operations	13,168.74	10,160.07
TOTAL	**13,168.74**	**10,160.07**

Note 19 : OTHER INCOME

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Reimbursement of expenses	3.75	0.53
Other Non-operating income	1.00	-
Credit Balance written off	119.08	111.34
Penalty Charges received	7.70	-
Profit on sale of Motor Car	4.32	-
Interest Income		
- on financial assets	38.65	29.52
- Income tax refund	37.47	-
Modification of Lease liability	387.24	6.14
Waiver	101.87	578.26
TOTAL	**701.08**	**725.80**

Note 20 : EMPLOYEES COSTS/BENEFITS EXPENSE

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Salaries and Wages	7,965.10	6,737.55
Gratuity	13.69	12.09
Outsourcing Expenses	-	309.42
Staff Welfare Expenses	45.55	33.64
Directors Remuneration	107.86	130.58
TOTAL	**8,132.21**	**7,223.28**

Note 21 : FINANCE COST

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Bank Charges	2.98	15.91
Interest (Net)	170.95	161.13
Lease Rent Interest Expense	583.29	744.75
Interest Expense on Deposit (Liability)	5.90	5.36
TOTAL	**763.11**	**927.15**

Note 22 : OTHER EXPENSES

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Communication Expenses	483.46	558.78
Traveliing & Conveyance	61.42	21.33
Transportation Cost	67.13	39.03
Repairs & Maintenance	134.64	135.16
Office Upkeep & Maintenance Expenses	315.12	268.53
Service Charges	34.14	29.37
Rent	2.21	-
Electricity & Water Expenses	537.17	506.68
Rate & Taxes	0.23	0.23
Printing & Stationery	21.91	18.34
Postage & Courier	6.63	5.46
Business Development Expenses	10.67	13.83
Legal & Professional Charges	368.81	345.51
Auditors' Remuneration (Note 23)	9.25	8.32
Recruitment & Training Cost	85.48	77.79
Directors' Sitting Fees	4.20	2.40
Miscellanous Expenses	74.30	29.48
Bad Debts	-	81.29
TOTAL	**2,216.78**	**2,141.52**

Note 23: AUDITORS REMUNERATION

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
(i) Payments to the auditors comprises of:		
As auditors : For Statutory Audit	6.30	6.30
For Tax Audit	2.00	2.00
For Other Services	0.95	0.02
Total	**9.25**	**8.32**

Note 24 : CONTINGENT LIABILITIES AND COMMITMENTS

Particulars	March 31, 2022	March 31, 2021
Commitments	-	-
Disputed Income Tax Matters	-	107.61
Disputed Indirect Tax Matters (Paid under protest)	480.54	480.54
Total	**480.54**	**588.15**

Note 25 : EARNINGS PER SHARE

Particulars	March 31, 2022	March 31, 2021
Profit after tax attributable to equity shareholders	341.38	(1,393.50)
Weighted average number of equity shares for basic EPS (No. in lakhs)	1,880.60	1,880.60
Earnings per Share		
- Basic/ Diluted	**0.18**	**(0.74)**

* As the number of Shares are increased by share split and bonus issue, hence the same is considered for the earliest period presented

Note 26: DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE

Assets and Liability (Balance Sheet Position)

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Present Value of Benefit Obligation at the end of the period	69.60	56.46
Fair Value of Plan Assets at the end of the Period		
Surplus / (Deficit)	26.94	13.15
Effects of Asset Ceiling, if any	-	-
Net Asset / (Liability) Recognised in the Balance Sheet	**96.54**	**69.60**

Particulars	For the period 31-03-2022	For the period 31-03-2021
In Income Statement	13.69	12.09
In Other Comprehensive Income	24.72	4.70
Total Expenses Recognized during the period	**38.41**	**16.79**

Graphical Representation of Liability and Expenses

Particulars	For the period ending 31-03-2022	For the period ending 31-03-2021
Present Value of Obligation as at the beginning	69.60	56.46
Current Service Cost	11.00	9.34
Interest Expense or Cost	2.69	2.75
Re-measurement (or Actuarial) (gain) / loss arising from:		
- change in demographic assumptions	(0.01)	-
- change in financial assumptions	(1.20)	1.24
- experience variance (i.e. Actual experience vs assumptions)	25.94	3.46
- others		
Past Service Cost		
Effect of change in foreign exchange rates		
Benefits Paid	(11.48)	(3.64)
Acquisition Adjustment		
Effect of business combinations or disposals		
Present Value of Obligation as at the end	**96.54**	**69.60**

Expenses Recognised in the Income Statement

Particulars	For the period ending 31-03-2022	For the period ending 31-03-2021
Current Service Cost	11.00	9.34
Past Service Cost	2.69	2.75
Loss / (Gain) on settlement	-	-
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	-	-
Expenses Recognised in the Income Statement	**13.69**	**12.09**

Particulars	For the period ending 31-03-2022	For the period ending 31-03-2021
Actuarial (gains) / losses	-	4.70
- change in demographic assumptions	(0.01)	-
- change in financial assumptions	(1.20)	-
- experience variance (i.e. Actual experience vs assumptions)	25.93	-
- others		
Return on plan assets, excluding amount recognised in net interest expense	-	-
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
Components of defined benefit costs recognised in other comprehensive income	**24.72**	**4.70**

Actuarial Assumptions

We have used actuarial assumptions selected by the Company. The Company has been advised that the assumptions selected should be unbiased and mutually compatible and should reflect the Company's best estimate of the variables of the future. The Company has also been advised to consider the requirement of Para 44 of IndAS 19 in this regard.

(i) Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below:

Particulars	As at 31-03-2022	As at 31-03-2021
Discount rate (per annum)	3.86%	4.87%
Salary growth rate (per annum)	2%	2%

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields/ reates available on applicable bonds as on the current valuation date.

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, senority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

(ii) Demographic Assumptions

The principal demographic assumptions used in the valuation are shown in the table below:

Particulars	As at 31-03-2022	As at 31-03-2021
Mortality rate (% of IALM 06-08)	100%	100%
Normal retirement age	60 years	60 years
Attrition / Withdrawal rates, based on age: (perannum)		
For Service 1 years and below	80%	80%
For Service 2 years to 2 years	60%	60%
For Service 3 years to 4 years	50%	50%
For Service 5 years and above	40%	40%

(iii) Sensitivity Analysis

Significant actuarial assumptions for the detemination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

Particulars	As at 31-03-2022		As at 31-03-2021	
Defined Benefit Obligation (Base)	96.54		69.60	
Particulars	**Decrease**	**Increase**	**Decrease**	**Increase**
Discount Rate (- / + 1%)(% change compared to base due to sensitivity)	1.73	1.65	1.29	1.22
Salary Growth Rate (- / + 1%) (% change compared to base due to sensitivity)	1.71	1.76	1.26	1.30
Attrition Rate (- / + 1% of attrition rates)(% change compared to base due to sensitivity)	0.79	0.77	0.63	0.61

Note 27: INCOME TAX RECONCILIATION

(a) Tax Expense recognised in Statement of profit and Loss comprises

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Current income tax:		
Current income tax charge	-	0.8
Change/Credit in respect of earlier years	1.57	-
Deferred tax:		
Relating to origination and reversal of temporary differences	194.98	(689.23)
Income tax expense reported in the statement of profit or loss	**196.55**	**(689.15)**

(b) Deferred tax related to items recognised in OCI during in the year:

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Net loss/(gain) on remeasurements of defined benefit plans	6.88	1.31
Income tax charged to OCI	**6.88**	**1.31**

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2022 and March 31, 2021:

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Accounting profit before income tax	537.94	(2,019.04)
Tax on accounting profit at statutory income tax (March 31, 2021: 27.82%]	149.65	
Disallowance u/s 80G	-	-
Change / Credit in respect of earlier years	27.46	-
Deferred Tax on Gratuity Provision OCI	19.44	
Tax expense reported in the statement of profit or loss	**196.55**	**-**
Effective Tax Rate	36.54%	0.00%

(d) Components of Deferred tax assets/ (Liabilities) recognised in Balance sheet and Statement of profit and loss

Particulars	Balance Sheet		Statement of Profit and Loss	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Difference between Book depreciation and tax depreciation	26.00	(11.32)	(37.32)	(120.36)
Deferred Tax Liability on ROU IndAS 116	(979.72)	(2,085.82)	(1,106.10)	2,085.82
Deferred Tax Liab (SD)	34.64	57.04	22.40	(37.12)
Deferred Tax Asset (Lease Liability as per IndAS 116)	1,070.37	2,227.59	1,157.21	(2,089.97)
Deferred tax on Loss	930.91	1,082.81	151.90	(526.30)
Others	-	-	6.88	(1.31)
Deferred Tax (Income)/Expenses			194.98	(689.24)
Net Deferred Tax Asset / (Liabilities)	**1,082.20**	**1,270.29**		

(e) Reconciliation of deferred tax liabilities (net):

Particulars	For the Year 31-03-2022	For the Year 31-03-2021
Opening balance as at 1st April	(1,270.29)	(579.76)
Tax (Income)/ Expense during the period recognised in		
(i) Statement of Profit and loss in profit and loss	194.98	(689.23)
(ii) Statement of Other Comprehensive Income	(6.88)	(1.31)
Closing balance as at 31st March	**(1,082.20)**	**(1,270.29)**

Note 28: RELATED PARTY TRANSACTIONS

(i) Details of Related Party

Particulars	Name of the Party
Enterprise over which Key Managerial Personnel has significant influence	Assurvest Capital Advisor LLP Cap Access Advisor Pvt Ltd Tech Worldwide Support Pvt Ltd
Key Managerial Personnel	Akshay Chhabra Akashanand Karnik Arjun Bhatia
Relative of Key Managerial Personnel	Rashmi Karnik Neyhaa Chhabra Shalini Pritamdasani

(ii) Table providing total amount of transactions that have been entered into with related parties

Particulars	Year ended	Transactions during the year							
		Rent Paid	Remune ration paid	Loan taken	Loan Repaid	Adv-ance Rece-ived	Advance Received paid back	Reim burse ment	Balance outsta nding
Related parties where control exists									
Akshay Chhabra	31.03.2022	14.40	60.00	910.15	1,056.65	-	-	-	1.59
	31.03.2021	9.60	58.00	1,197	1,050.50	-	-	-	148.12
Akashanand Karnik	31.03-2022	-	47.86	-	-	-	-	-	-
	31.03.2021	-	48.42	-	-	-	-	-	-
Shalini Pritamdasani	31.03.2022								
	31.03.2021	11.20							
Neyhaa Chhabra	31.03.2022								
	31.03.2021	12.92							

Note 29 : CATEGORY WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

Particulars	Non – Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Financial Assets measured at Fair value through other comprehensive income				
Investment in quoted instruments	-	-	-	-
Total	**-**	**-**	**-**	**-**

Financial Assets measured at Amortized Cost

Particulars	Non – Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Security Deposits	557.08	458.38		
Trade Receivables	-	-	2,534.44	2,678.00
Cash and Cash Equivalents	-	-	189.58	183.40
TOTAL	**557.08**	**458.38**	**2,724.03**	**2,861.40**

Financial assets measured at fair value through profit and loss

Particulars	Non – Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Investment in equity based Mutual funds	-	-	-	-
Investments in Debt based Mutual Funds	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**

Financial Liabilities measured at Amortized Cost

Particulars	Non – Current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Borrowings	177.49	316.41	1297.12	1647.95
Trade payables (including retained creditors)			-	526.46
TOTAL	**177.49**	**316.41**	**1297.12**	**2,174.41**

Note 29 (B): FAIR VALUE HIERARCHY

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities

As at 31.03.3021	Fair value hierarchy			
Financial Assets / Financial Liabilities	Fair Value as at 31.03.2021	Quoted Prices in active markets (Level 1)	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)
Financial Assets measured at Fair value through other comprehensive income	-	-	-	-
Investments in quoted equity shares	-	-	-	-
Financial Assets measured at Fair value through Profit and Loss				
Investments in Debt based Mutual Funds	-	-	-	-
Investment in equity based Mutual funds	-	-	-	-
Financial liability measured awt Fair value through Profit and Loss	-	-	-	-

As at 31.03.2022	Fair value hierarchy			
Financial Assets / Financial Liabilities	Fair Value as at 31.03.2022	Quoted Prices in active markets (Level 1)	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)
Financial Assets measured at Fair value through other comprehensive income	-	-	-	-
Investments in quoted equity shares	-	-	-	-
Financial Assets measured at Fair value through Profit and Loss				
Investments in Debt based Mutual Funds	-	-	-	-
Investment in equity based Mutual funds	-	-	-	-
Financial liability measured awt Fair value through Profit and Loss	-	-	-	-

The fair value of financial asset and liabilities measured at amortised cost approximate there fair values

Note 30 : FINANCIAL RISK MANAGEMENT

Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Managing Board.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments.

Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

(i) Foreign Currency Risk

The Company operates internationally and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales and services in overseas , and purchases from overseas suppliers in various foreign currencies.

Foreign currency exposure as at 31st March 2022

Particulars	USD	Total
Trade receivables	-	-
Bank Balances	-	-
Trade payables	**-**	**-**

Foreign currency exposure as at 31st March 2021

Particulars	USD	Total
Trade receivables	-	-
Bank Balances	-	-
Trade payables	**-**	**-**

Foreign currency sensitivity

Particulars	2021-22		2020-21	
	1% Increase	1% decrease	1% Increase	1% decrease
USD	-	-	-	-
Increase \ (Decrease) in profit or loss	**-**	**-**	**-**	**-**

(ii) Equity Price Risk

The company's investment portfolio consists of investments in quoted instruments like mutual funds carried at fair value in the balance sheet.

(iii) Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

The average credit period on sales of products is 30 days. Credit risk arising from trade receivables is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management.

(iv) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

Particulars	Less than 1 Year	Between 1 to 5 years	Total
As at 31st March 2022			
Borrowings	1,297.12	177.49	1,474.61
Trade payables	407.45	119.01	526.46
Other financial liabilities	725.73	80.18	805.90
	2,430.29	**376.68**	**2,806.97**

Particulars	Less than 1 Year	Between 1 to 5 years	Total
As at 31st March 2021			
Borrowings	1,647.95	316.41	1,964.36
Trade payables	381.34	140.85	522.19
Other financial liabilities	771.62	80.42	852.05
	2,800.91	**537.68**	**3,338.59**

(v) Capital management

For the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves.

The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The company does not have gearing as its cash and reserves are substantial to cover up borrowings.

Note 31:

The Board of Directors of the Company at its meeting held on 1st November,2021 had approved a merger scheme of its wholly owned subsidiary Silicon Softech India Limited with its parent company One Point One Solutions Limited . The merger scheme application seeking approval has been subsequently filed and accepted with National Company Law Tribunal (NCLT) on 31st March 2022. The application is pending for approval.

Note 32 : ADDITIONAL REGULATORY INFORMATION RATIOS

Sr. No.	Particulars	Formulae	Current Year	Precious Year	Change	% Change	Explanation
a.	Debt equity Ratio (In Times)	Total borrowings (Long Term Debts) /Total equity (Shareholders Fund)	1.14	2.30	(1.16)	(50.33)	The debt equity ratio has fallen due to higher repayments of loan coupled with modification in lease aggreements during the year.
b.	Debt service coverage ratio (DSCR) (In Times)	Profit before interest tax and exceptional items from continuinq operations /Interest expense + Principal repayments made during the period for long term borrowings	0.67	(0.45)	1.12	(249.16)	The debt service ratio has increased due to increase in Net profit in Current year
c.	Interest Service Coverage Ratio (ISCR) (In Times)	Profit before interest tax and exceptional items from continuing operations / Interest expense	1.71	(1.29)	3.00	(233.15)	This ratio has increased due to higher profits generated by the company thus leading to better coverage of profits over interest expenses
d.	Current Ratio (In Times)	Current assets / Current liabilities	1.31	1.07	0.24	22.75	NA
e.	Long term debt to working capital ratio (In Times)	Long term borrowings [Including current maturities of long term borrowings] / Current assets (-) Current liabilities [excluding current maturities of long term borrowings]	3.82	29.11	(25.29)	(86.89)	The ratio has changed majorly due to higher repayment of loan and modification in lease contract
f.	Trade Receivables Turnover Ratio (In Times)	Revenue from operations for trailing 12 months / Average gross trade receivables	5.05	3.77	1.28	33.98	During the year revenue has increased by 30% and trade receivables have reduced leading to higher trade receivable turnover ratio which shows that the collections have been made rapidly
g.	Trade Payables Turnover Ratio (In Times)	Net Credit purchases / Average trade payable	4.98	4.08	0.89	21.88	NA
h.	Net profit margin (In Percentage)	Net profit after tax from continuing operations and discontinued operations / Revenue from operations	2.46%	-13.75%	16.21	(117.87)	This ratio has increased due to higher profits generated by the company thus indicating better returns from business
I	Net Capital Turnover Ratio(In Times)	Revenue from operations / Capital	2.82	2.34	0.48	20.62	NA
j.	Retrun on Capital Employed (In Percentage)	Profit before Interest and Tax / Capital Employed	27.83%	-26.99%	54.82	(203.13)	The ratio has improved due to higher profit earned in current year thus indicating better returns on capital employed
k.	Return on Equity (In Percentage)	Profit for the Year / Shareholder's Equity	7.32%	-32.11%	39.43	(122.80)	The ratio has improved due to higher profit earned in current year thus indicating better profitability and potential growth

As per our report of even date attached.

For VINOD KUMAR JAIN & CO.,
CHARTERED ACCOUNTANTS
FRN : 111513W

Vinod Kumar Jain
Proprietor M. No.: 36373

Place : Mumbai
Date : 28th May 2022

For ONE POINT ONE SOLUTIONS LIMITED

Akshay Chhabra
Chairman & Managing Director
DIN: 00958197

Akashanand Karnik
Whole Time Director
DIN: 07060993

Sunil Kumar Jha
Chief Financial Officer

Pritesh Sonawane
Company Secretary

1POINT1

One Point One Solutions Limited

(Formerly One Point One Solutions Private Limited)
CIN: L74900MH2008PLC182869
Registered Office: International Infotech Park, T-762, Tower-7, 6th Floor,
Vashi, Navi Mumbai -400703, Maharashtra, India
E-mail: investors@1point1.in; Website: www.1point1.in
Tel. No.: 022-6687 3800; Fax No.: 022-6687 3899;

NOTICE OF THE FOURTEENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 14th Annual General Meeting ("AGM") of the members of One Point One Solutions Limited will be held on Friday, 16th September, 2022, at 11:00 a.m.(IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM") ("hereinafter referred to as "electronic mode") to transact the following business:

ORDINARY BUSINESS:

ITEM NO. 1 : TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2022 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:

To consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended 31st March 2022 and the reports of the Board of Directors and Auditors thereon placed before this meeting, be and are hereby considered and adopted."

ITEM NO. 2 : TO CONSIDER AND RE-APPOINT MRS. SHALINI PRITAMDASANI (DIN: 00073508), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HERSELF FOR RE-APPOINTMENT:

To consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Shalini Pritamdasani (DIN: 00073508), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

There are no special business to be transacted at this Annual General Meeting.

By order of Board of Director
For One Point One Solutions Limited

Pritesh Sonawane
Company Secretary and Compliance Officer
Place: Navi Mumbai
Date: 2nd August 2022
Reg. Office: International Infotech Park, T-762,
Tower-7, 6th Floor, Vashi, Navi Mumbai -400703,
Maharashtra, India

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts concerning the special business matters, is annexed hereto.

2. Puruant to the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular no. 02/2021 dated January 13, 2021 and General Circular No. 2/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (collectively "MCA Circulars") and circular no. SEBI/HO/CFD/ CMD1/ CIR/P/2020/79 dated May 12, 2020, circular no. SEBI/HO/ CFD/CMD2/CIR/ P/2021/11 dated January 15, 2021 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 issued by SEBI (collectively "SEBI Circulars"), the 14th Annual General Meeting of the Members of the Company is being held through VC/OAVM.

3. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company, however, since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution / Authorisation etc., authorising its representative to attend the Annual General Meeting through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution /Authorization shall be sent to the Scrutinizer by email through their registered email address to scrutinisers@mmjc.in with copies marked to the Company at pritesh.sonawane@1point1.in and to its RTA at instameet@linkintime.co.in.

5. Registration of email ID and Bank Account details:

   In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, the log in details for e-voting are being sent on the registered email address.

   In case the shareholder has not registered his/her/their email address with the Company/its RTA/ Depositories and have not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

   a. Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. OR

   b. In the case of Shares held in Demat mode:

      The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

6. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2021-22 is being sent only by electronic mode to those Members whose email addresses are registered with the Company / Depositories in accordance with the aforesaid MCA and SEBI circulars. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2021-22 will also be available on the Company's website www.1point1.in websites of the National Stock Exchange of India Limited at www.nseindia.com and website of RTA www.linkintime.co.in. Members can attend and participate in the Annual General Meeting through VC / OAVM facility only.

7. Members attending the meeting through VC / OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.

8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar and Share Transfer Agent.

9. Members who wish to inspect the Statutory Registers maintained under the Companies Act, 2013 and relevant documents referred to in this Notice of AGM and explanatory statement on the date of AGM in electronic mode can send an email to pritesh.sonawane@1point1.in.

10. Members of the Company holding shares either in physical form or in Dematerialised forms as on cut-off date i.e. Friday 9th September 2022 will be entitled to vote on the resolutions proposed in the Notice.

11. Members are requested to quote their Folio No. or DP ID/ Client ID, in case shares are in physical/ dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.

12. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 10th September 2022 to Friday, 16th September 2022 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.

13. Information relating to e-voting and other instructions are as under:

    a. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of Link Intime India Private Limited as the Agency to provide e-voting facility for voting through remote e- Voting, for participation in the 14th AGM through VC/OAVM Facility and e-Voting during the 14th AGM.

    b. The Board of Directors of the Company has appointed Mrs. Kumudini Bhalerao, Practicing Company Secretary (FCS: 6667; CP: 6690) as Scrutinizer to scrutinize the voting and remote e-voting and remote e-voting process in a fair and transparent manner and he/she has communicated his/her willingness to be appointed and will be available for same purpose.

    c. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. Friday 9th September 2022.

    d. Remote e-voting will commence at 10.00 a.m. on Tuesday, 13th September 2022 and will end at 5.00 p.m. on Thursday, 15th September 2022, when remote e-voting will be blocked by Insta vote.

14. Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

    As per SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

    Login method for Individual shareholders holding securities in demat mode is given below:

    1. Individual Shareholders holding securities in demat mode with NSDL:

        1. Existing IDeAS user can visit the e-Services website of NSDL viz... https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login"" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.

        2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

        3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID

(i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL:

    1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.

    2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

    3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.

    4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants:

    You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

    Login method for Individual shareholders holding securities in physical form is given below:

    Individual Shareholders of the company, holding shares in physical form as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

    1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in

    2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

        A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company.

        B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

        C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

        D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

        *Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

        * Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

        * Click "confirm" (Your password is now generated).

3. Click on 'Login' under 'SHARE HOLDER' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login Type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22- 23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participant's website.

- ➢ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ➢ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ➢ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

General Instructions for Members for e-voting:

1) Shareholders who have voted through e-voting would not be entitled to vote at the meeting.
2) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
3) The consolidated results of remote e-voting and voting at the meeting along with the Scrutinizers Report shall be placed on the Company's website http://1point1.in and on the website of CDSL within 2 (two) days of passing of the resolutions at the AGM of the Company and communicated to the stock exchange(s) where the shares of the Company are listed.
4) Note for Non-Individual Shareholders and Custodians:
    - Non-Individual shareholders/ Institutional members and custodians (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.com and register themselves as Corporates;
    - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com;
    - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on;
    - The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote; and
    - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same

15. Other Instructions for Members:

1) Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 14th AGM and the Annual Report for the financial year 2021-22 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-
    a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving Licence, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address investor@1point1.in
    b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

2) All Documents referred to in this Notice and Statement setting out material facts are open for inspection at the Registered Office of the Company on all working days between 10.00 am to 12.00 noon up to the date of 14th Annual General Meeting.

3) The 14th Annual Report of the Company circulated to the Members, will be made available on the Company's website http://1point1.in and also on the website of respective stock exchanges at www.bseindia.com and www.nseindia.com

4) The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 10th Sep 2022 to Friday, 16th Sep 2022 (both days inclusive).

5) Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. Friday 9th September 2022, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com or rnt.helpdesk@linkintime.co.in.

6) Corporate members intending to send their authorised representatives to attend and vote at the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.

7) Members who hold shares in physical form:

- Are requested to inform R&T Agents of the Company, their email address, Permanent Account Number (PAN), if any, allotted to them by the Income Tax Authorities.
- Can avail the facility of nomination in the prescribed form. The nominee shall be the person in whom all rights of transfer shall vest in the event of the death of the shareholder(s). A minor can be a nominee provided the name of the guardian is mentioned in the nomination form. The facility of nomination is not available to non-individual shareholders such as Societies, Trusts, Bodies Corporates, Partnership Firms, Kartas of Hindu Undivided Families and holders of Powers of Attorney. For further details members may please contact the Company's Secretarial Department at the Registered Office or the R&T Agents of the Company.
- Are requested to notify to the R&T Agents of the Company, any change in their addresses, quoting their folio numbers.
- Are requested to note that, in order to avoid any loss/interception in postal transit and also to get prompt credit of dividend through Electronic Clearing Services (ECS), they should submit their ECS details. Alternatively, members may provide details of their bank account quoting their folio numbers to the R&T Agents to enable them to print such details on the dividend warrants.
- Under multiple folios are requested to submit their application to R&T Agents for consolidation of folios into a single folio.

8) Members holding shares in dematerialised form:

- may contact their Depository Participant(s) for recording nomination in respect of their shares;
- are requested to intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their DP only. Changes intimated to the DP will then be automatically reflected in the Company's records.
- Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares held in electronic form. Members may therefore give instructions regarding bank accounts in which they wish to receive dividend, to their Depository Participants;
- Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts

9) All correspondence relating to transfer of shares, change of address, dividend mandates etc. quoting their folio numbers should be sent to the Registrar & Transfer Agents (R&T Agents) only at their address: LINK INTIME INDIA PRIVATE LIMITED, C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai, 400083, Maharashtra, Tel: +91 22 49186200; Fax: +91 22 22 49186195

Email: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in

10) Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government.

11) Pursuant to the provisions of IEPF Rules, all shares in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority ("IEPF Account") within a period of thirty days of such shares becoming due to be transferred to the IEPF Account.

12) Further, Members who have not claimed / encashed their dividends in the last seven consecutive years from 2014 are advised to claim the same. In case valid claim is not received, the Company will proceed to transfer the respective shares to the IEPF Account in accordance with the procedure prescribed under the IEPF Rules.

13) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

14) In terms of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.

15) Members who have not casted their vote on the resolutions through remote e-voting shall be eligible to vote through e-voting system during the AGM by clicking the link

16) Shareholders/ Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/ folio number, PAN, email id, mobile number at pritesh.sonawane@1point1.in from Thursday, 8th September 2022 (9.00 am) to Saturday, 10th September 2022 (5.00 pm). Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.

INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS TO ATTEND THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

Instructions for Shareholders/Members to attend the Annual General Meeting through InstaMeet (VC/ OAVM) are as under:

1. Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

   Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors, Scrutinizer etc. may be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time.

   Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:

   1. Open the internet browser and launch the URL for InstaMeet <<https://instameet.linkintime.co.in>>

      Select the "Company" and 'Event Date' and register with your following details:

a. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
- Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company

b. PAN: Enter your 10 digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/

c. Company shall use the sequence number provided to you, if applicable.

d. Mobile No.: enter your mobile number

e. Email ID.: Enter your E-mail ID as recorded with your DP/Company.

2. Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO SPEAK DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

   Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS TO VOTE DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/

participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

By order of Board of Director
For One Point One Solutions Limited

Pritesh Sonawane
Company Secretary and Compliance Officer
Place: Navi Mumbai
Date: 2nd August 2022
Reg. Office: International Infotech Park, T-762,
Tower-7, 6th Floor, Vashi, Navi Mumbai -400703,
Maharashtra, India

ANNEXURE TO NOTICE

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

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying notice

ADDITIONAL INFORMATION ON DIRECTOR RECOMMENDED FOR APPOINTMENT / REAPPOINTMENT AS REQUIRED UNDER REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Name of Director	**Shalini Pritamdasani**
DIN:	00073508
Date of Birth	10/03/1972
Date of Appointment	31/03/2022
Qualifications	Graduate
Name of other companies in which she holds Directorship*	NIL
Name of other companies in which he holds Chairmanship/ Membership of Committees of Board$	NIL
No. of shares held in the Company	NIL
Relationship between directors inter-se	Sister of Akshay Chhabra
Number of Meetings of the Board attended during the year	-
Expertise in specific functional areas	Business Development

Note:

* excludes directorships held in private limited companies which are not subsidiaries or holding companies of public limited companies, unlimited companies, foreign companies and Companies under Section 8 of Companies Act, 2013.

$ includes Chairmanship/ membership of the Audit Committee and the Stakeholders Relationship Committee of only public limited companies, whether listed or not.

By order of Board of Director
For One Point One Solutions Limited

Pritesh Sonawane
Company Secretary and Compliance Officer
Place: Navi Mumbai
Date: 2nd August 2022
Reg. Office: International Infotech Park, T-762,
Tower-7, 6th Floor, Vashi, Navi Mumbai -400703,
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NOTES

ONE POINT ONE SOLUTIONS LTD.
CIN: L74900MH2008PLC182869
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Vashi, Navi Mumbai - 400073, Maharashtra, India