

22nd September, 2018

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

SECURITY CODE: ONE POINT

Sub.: Report of Scrutinizer and Voting Results of the 10th Annual General Meeting (AGM) of the Company under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

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

Please find enclosed herewith Report of Scrutinizer and Voting Results in respect of votes cast through e-voting and poll on resolutions mentioned in notice of the 10th Annual General Meeting (AGM) of the Company under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

For **One Point One Solutions Limited**



Pritesh Sonawane
Company Secretary & Compliance Officer



Encl: As above

ONE POINT ONE SOLUTIONS LTD

(Formerly One Point One Solutions Pvt. Ltd.)

Registered Office : 904, Real Tech Park, Plot No.39/2, Sector 30A, Opp. Vashi Railway Station, Vashi, Navi Mumbai 400 703, INDIA
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Mumbai . Gurgaon . Indore . Bangalore

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

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To

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

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

Dear Sir,

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



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

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

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

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

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



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

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

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

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

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

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



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

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

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

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

Thanking you,

Yours faithfully,


SHAILASHRI BHASKAR
Practicing Company Secretary
CP : 5092



Place: Mumbai

Date: September 22, 2018

One Point One Solutions Limited

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

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



One Point One Solutions Limited

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



One Point One Solutions Limited

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



One Point One Solutions Limited

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

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



Ashwini