Date: 15th July 2022

To, Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G – Block, Bandra Kurla Complex, Bandra (East). Mumbai – 400 051

Scrip Code: ONEPOINT

Sub: Disclosure of voting results of Postal ballot and e-voting as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results of Postal Ballot and E-Voting conducted by the company along with Scrutinizer's Report dated 14th July 2022.

The resolutions stated in the postal ballot notice have been deemed to be approved and passed on Saturday, 13<sup>th</sup> July 2022 which is the last date of voting by electronic means.

The voting results along with the scrutinizer's report will also be made available on the Company's website accessible at <a href="http://www.1point1.in">http://www.1point1.in</a>

This is for your kind information and records.

Thanking you, Yours faithfully,

For One Point One Solutions Limited

**Pritesh Sonawane** 

**Company Secretary and Compliance Officer** 

Encl: As above

# MAKARAND M. JOSHI & CO.

## Company Secretaries

Ecstasy, 803/804, 8th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

#### Report of Scrutinizer for E-Voting on Postal Ballot

To
Mr. Akshay Chhabra - Chairman
One Point One Solutions Limited
T-762, 6th Floor, Tower-7, International Infotech Park,
Above Vashi Railway Station, Vashi,
Navi Mumbai - 400703

Dear Sir,

Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014.

- **A.** Pursuant to the resolution passed by the Board of Directors of One Point One Solutions Limited (hereinafter referred as "the Company") on Monday, May 28, 2022, I, Makarand M. Joshi (Membership No. 5533), Partner of M/s. Makarand M. Joshi & Co., Company Secretaries, have been appointed as a Scrutinizer for vote casted through electronic mean for the postal ballot process and the votes cast in respect of the Resolutions set out in the Postal Ballot Notice dated June 13, 2022 ("Notice").
- B. Member's approvals were sought for following Special Businesses: -
  - 1. To consider and approve the Employee Stock Option Plan, 2022.
  - 2. To consider and approve re-appointment of Mr. Akshay Chhabra (DIN: 00958197) as the Managing Director of the Company.
  - 3. To consider and approve re-appointment of Mr. Akashanand Karnik (DIN: 07060993) as the Whole-time Director of the Company.
  - 4. To consider and approve the payment of remuneration to Mr. Akshay Chhabra Chairman and Managing Director of the Company for the financial year 2021-22.
  - 5. To consider and approve the payment of remuneration to Mr. Akashanand Karnik, Whole time Director of the Company for the financial year 2021-22.
  - 6. To consider and approve regularization of Additional Director, Ms. Shalini Pritamdasani (DIN: 02804687) as Non- executive Director of the Company.

Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Postal Ballot Notice and explanatory statement along with the process of E-voting were sent to the shareholders whose email addresses are registered with the Company /Depository Participant(s)/ Link In time India Private Limited (RTA), the Registrar and Share Transfer Agent of the Company for communication purposes in compliance with MCA General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020

dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020 and the General Circular No. 10/2021 dated June 23, 2021 and No. 20/2021 dated December 8, 2021 issued by Ministry of Corporate Affairs (Collectively referred to as "MCA Circulars") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 44, 2015 ("SEBI Listing Regulations"), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice of Postal Ballot along with explanatory statement on Monday, June 13, 2022 whose name(s) appeared on the Register of Members/ List of beneficiaries as on Friday, June 10, 2022. ("cut-off-date")

- C. The remote e-voting facility was provided by M/-s. Link Intime India Private Limited.
  - **D.** Members were required to communicate their assent or dissent only through Postal Ballot by remote e-voting process ("Remote E-voting") system in terms of the said MCA Circulars.
  - **E.** The voting period commenced on Tuesday, June 14, 2022 from 9.00 a.m. (IST) and ends on Wednesday, July 13, 2022 at 5.00 p.m. (IST) for voting through electronic mode.
  - **F.** The e-voting were blocked at 5:00 p.m. (IST) on Wednesday, July 13, 2022 and the e-voting summary statement was downloaded from e-voting website of Link Intime India Private Limited.
  - **G.** The register, in accordance with Rule 20 (4)(xiv) and Rule 22 (10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.

Result of the Postal Ballot through e-voting are as under:

## Resolution Item No. 1: Special Resolution

To consider and approve the Employee Stock Option Plan, 2022.

| Category                       | Mode of<br>Voting                      | No. of shares held | No. of<br>votes<br>polled | % of Votes Polled on outstanding shares  [3]={[2]/[1]}*100 | No. of<br>Votes – in<br>favour | No. of<br>Votes –<br>Against | % of Votes in favour on votes polled  [6]={[4]/[2]}*100 | % of Votes against on votes polled  [7]={[5]/[2]}*100 |
|--------------------------------|--|--------------------|---------------------------|--|--------------------------------|------------------------------|---|---|
| Promoter and<br>Promoter Group | E – Voting<br>through<br>Postal Ballot | 13,18,81,335       | 13,18,81,335              | 100.00   | 13,18,81,335                   | 0                            | 100.00  | 0.00  |
| Public<br>Institutions         |  | 78,40,830          | 0                         | 0.00   | 0                              | 0                            | 0.00  | 0.00  |
| Public Non-<br>Institutions    | i ostai Danot                          | 4,83,37,344        | 12,45,458                 | 2.58   | 12,45,458                      | 0                            | 100.00  | 0.00  |
| Total                          |  | 18,80,59,509       | 13,31,26,793              | 70.79  | 13,31,26,793                   | 0                            | 100.00  | 0.00  |

### Resolution Item No. 2: Special Resolution

To consider and approve re-appointment of Mr. Akshay Chhabra (DIN: 00958197) as the Managing Director of the Company.

| Category                       | Mode of<br>Voting                      | No. of shares held | No. of<br>votes<br>polled | % of Votes Polled on outstanding shares  [3]={[2]/[1]}*100 | No. of<br>Votes - in<br>favour | No. of<br>Votes -<br>Against | % of Votes in favour on votes polled  [6]={[4]/[2]}*100 | % of Votes against on votes polled  [7]={[5]/[2]}*100 |
|--------------------------------|--|--------------------|---------------------------|--|--------------------------------|------------------------------|---|---|
|                                |  | [+]                | <u> </u>                  | [5] ([2]/[1]) 100  | [±]                            | [2]                          | [0] ([1]/[2]) 100                                       | [7] ([5]/[2]) 100                                     |
| Promoter and<br>Promoter Group | E – Voting<br>through<br>Postal Ballot | 13,18,81,335       | 13,18,81,335              | 100.00   | 13,18,81,335                   | 0                            | 100.00  | 0.00  |
| Public<br>Institutions         |  | 78,40,830          | 0                         | 0.00   | 0                              | 0                            | 0.00  | 0.00  |
| Public Non-<br>Institutions    | 1 ostai bailot                         | 4,83,37,344        | 12,45,458                 | 2.58   | 12,45,458                      | 0                            | 100.00  | 0.00  |
| Total                          |  | 18,80,59,509       | 13,31,26,793              | 70.79  | 13,31,26,793                   | 0                            | 100.00  | 0.00  |

### Resolution Item No. 3: Special Resolution

To consider and approve re-appointment of Mr. Akashanand Karnik (DIN: 07060993) as the Whole-time Director of the Company.

| Category                       | Mode of<br>Voting                      | No. of shares held | No. of<br>votes<br>polled | % of Votes Polled on outstanding shares  [3]={[2]/[1]}*100 | No. of<br>Votes - in<br>favour | No. of<br>Votes -<br>Against | % of Votes in favour on votes polled  [6]={[4]/[2]}*100 | % of Votes against on votes polled  [7]={[5]/[2]}*100 |
|--------------------------------|--|--------------------|---------------------------|--|--------------------------------|------------------------------|---|---|
| Promoter and<br>Promoter Group | E – Voting<br>through<br>Postal Ballot | 13,18,81,335       | 13,18,81,335              | 100.00   | 13,18,81,335                   | 0                            | 100.00  | 0.00  |
| Public<br>Institutions         |  | 78,40,830          | 0                         | 0.00   | 0                              | 0                            | 0.00  | 0.00  |
| Public Non-<br>Institutions    |  | 4,83,37,344        | 12,45,458                 | 2.58   | 12,45,458                      | 0                            | 100.00  | 0.00  |
| Total                          |  | 18,80,59,509       | 13,31,26,793              | 70.79  | 13,31,26,793                   | 0                            | 100.00  | 0.00  |

#### **Resolution Item No. 4: Special Resolution**

To consider and approve the payment of remuneration to Mr. Akshay Chhabra (DIN:00958197) - Chairman and Managing Director of the Company.

| Category                       | Mode of<br>Voting                      | No. of shares held | No. of<br>votes<br>polled | % of Votes Polled on outstanding shares  [3]={[2]/[1]}*100 | No. of<br>Votes - in<br>favour | No. of<br>Votes -<br>Against | % of Votes in favour on votes polled  [6]={[4]/[2]}*100 | % of Votes against on votes polled  [7]={[5]/[2]}*100 |
|--------------------------------|--|--------------------|---------------------------|--|--------------------------------|------------------------------|---|---|
| Promoter and<br>Promoter Group | E – Voting<br>through<br>Postal Ballot | 13,18,81,335       | 13,18,81,335              | 100.00   | 13,18,81,335                   | 0                            | 100.00  | 0.00  |
| Public<br>Institutions         |  | 78,40,830          | 0                         | 0.00   | 0                              | 0                            | 0.00  | 0.00  |
| Public Non-<br>Institutions    | i ostai Danot                          | 4,83,37,344        | 12,45,458                 | 2.58   | 12,45,458                      | 0                            | 100.00  | 0.00  |
| Total                          |  | 18,80,59,509       | 13,31,26,793              | 70.79  | 13,31,26,793                   | 0                            | 100.00  | 0.00  |

#### Resolution Item No. 5: Special Resolution

To consider and approve the payment of remuneration to Mr. Akashanand Karnik (DIN 07060993), Wholetime Director of the Company for the financial year 2021-22.

| Category                       | Mode of<br>Voting                      | No. of shares held | No. of<br>votes<br>polled | % of Votes Polled on outstanding shares  [3]={[2]/[1]}*100 | No. of<br>Votes - in<br>favour | No. of<br>Votes –<br>Against | % of Votes in favour on votes polled  [6]={[4]/[2]}*100 | % of Votes against on votes polled  [7]={[5]/[2]}*100 |
|--------------------------------|--|--------------------|---------------------------|--|--------------------------------|------------------------------|---|---|
| Promoter and<br>Promoter Group | E – Voting<br>through<br>Postal Ballot | 13,18,81,335       | 13,18,81,335              | 100.00   | 13,18,81,335                   | 0                            | 100.00  | 0.00  |
| Public<br>Institutions         |  | 78,40,830          | 0                         | 0.00   | 0                              | 0                            | 0.00  | 0.00  |
| Public Non-<br>Institutions    | 1 Ostai DailOt                         | 4,83,37,344        | 12,45,458                 | 2.58   | 12,45,458                      | 0                            | 100.00  | 0.00  |
| Total                          |  | 18,80,59,509       | 13,31,26,793              | 70.79  | 13,31,26,793                   | 0                            | 100.00  | 0.00  |

#### Resolution Item No. 6: Ordinary Resolution

To consider and approve regularization of Additional Director, Ms. Shalini Pritamdasani (DIN: 02804687) as Non- executive Director of the

Company for the financial year 2021-22.

| Category                       | Mode of<br>Voting                      | No. of shares held | No. of<br>votes<br>polled | % of Votes Polled on outstanding shares  [3]={[2]/[1]}*100 | No. of<br>Votes - in<br>favour | No. of<br>Votes -<br>Against | % of Votes in favour on votes polled | % of Votes against on votes polled  [7]={[5]/[2]}*100 |
|--------------------------------|--|--------------------|---------------------------|--|--------------------------------|------------------------------|--------------------------------------|---|
| Promoter and<br>Promoter Group | E – Voting<br>through<br>Postal Ballot | 13,18,81,335       | 13,18,81,335              | 100.00   | 13,18,81,335                   | 0                            | 100.00                               | 0.00  |
| Public<br>Institutions         |  | 78,40,830          | 0                         | 0.00   | 0                              | 0                            | 0.00                                 | 0.00  |
| Public Non-<br>Institutions    | 1 Ostai Dailot                         | 4,83,37,344        | 12,45,458                 | 2.58   | 12,45,458                      | 0                            | 100.00                               | 0.00  |
| Total                          |  | 18,80,59,509       | 13,31,26,793              | 70.79  | 13,31,26,793                   | 0                            | 100.00                               | 0.00  |

The aforesaid resolutions were passed with requisite majority.

# For Makarand M. Joshi & Co., Practicing Company Secretaries

Digitally signed by MAKARAND MADHUSUDAN JOSHI DN: cn-MAKARAND MADHUSUDAN JOSH; child, starkharashtra, cn-Personal, sensihlkumber-bea-609e;392876;38:241404700ee6d3949ae4badb642ed5 97e3806687ea0001 Date: 2022.07.14.2046;50+06307

Makarand M. Joshi

Partner

FCS No: F5533 CP No. 3662 PR: 640/2019

**UDIN:** F005533D000626186

Date: 14.07.2022 Place: Mumbai For One Point One Solutions Limited

Mr. Akshay Chhabra

**Chairman and Managing Director** 

**DIN**: 00958197 **Place:** Navi Mumbai **Date:** 14.07.2022