

To,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra – East,
Mumbai – 400051.

Date: 30th May 2025

Security Code: ONEPOINT

Subject: Annual Secretarial Compliance Report for financial year ended 31st March 2025.

Respected Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed herewith the Annual Secretarial Compliance Report issued by Mr. Anand Khandelia, Practicing Company Secretaries, FCS 5803 (COP No. 5841), Secretarial Auditor of the Company for the financial year ended 31st March 2025.

We request you to take the same on your records.

Thanking you,
Yours faithfully,
For **One Point one solutions Limited**



Pritesh Sonawane
Company Secretary and Compliance officer
ACS: 34943

Encl: a/a

ONE POINT ONE SOLUTIONS LIMITED

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

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

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

Mumbai. Gurgaon. Indore. Bangalore

ANAND KHANDELIA
Company Secretaries

7/1A, GRANT LANE
2ND FLOOR, ROOM NO. 206
KOLKATA – 700 012
☎ : (M) 98311 23140

Secretarial Compliance Report of One Point One Solutions Limited
for the financial year ended March 31, 2025

I, Anand Khandelia, Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by the **One Point One Solutions Limited** ("listed entity"),
- (b) the filings/ submissions made by the listed entity to the Stock Exchanges,
- (c) website of the listed entity,
- (d) any other document/filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended on March 31, 2025 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include: -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations");
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not Applicable to the listed entity during the Review Period**)
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**Not Applicable to the listed entity during the Review Period**);
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred as "PIT Regulations")

and circulars/ guidelines issued thereunder.

and based on the above examination, we hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters as specified in **Annexure-A**.
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports specified in **Annexure-B**.
- (c) We hereby report that, during the Review Period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations Remarks by PCS*
1.	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	-
2.	<u>Adoption and timely updation of the Policies:</u> • All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entities. • All the policies are in conformity with SEBI Regulations and have been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.	Yes Yes	- -



3.	<p><u>Maintenance and disclosures on the Website:</u></p> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website. • Timely dissemination of the documents/information under a separate section on the website. • Web-links provided in annual corporate governance reports under Regulation 27 (2) of Listing Regulations are accurate and specific which redirects to the relevant document(s)/section of the website. 	No	The listed entity has not timely disseminated the information on the website in some events.
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Directors of the listed entity are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	-
5.	<p><u>Details related to Subsidiaries of listed entity:</u></p> <p>(a) Identification of material subsidiary companies. (b) Requirements with respect to disclosure of material as well as other subsidiaries.</p>	(a) Yes (b) Yes	
6.	<p><u>Preservation of Documents:</u></p> <p>As per the confirmations given by the listed entity, and on our test check basis, listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records is as per Policy of Preservation of Documents and Archival policy prescribed under Listing Regulations.</p>	Yes	-
7.	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year as prescribed in SEBI Regulations.</p>	Yes	-
8.	<p><u>Related Party Transactions:</u></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</p>	(a) Yes	-



	(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.	(b) Yes	-
9.	<u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of Listing Regulations within the time limits prescribed thereunder.	Yes	-
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3 (5) & 3 (6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions have been taken against the listed entity/ its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	NA	No such event occurred during the Review Period.
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> In case of the resignation of the statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity or its material subsidiary (ies) has/have complied with paragraph 6.1 and 6.2 of sections V-D of chapter V of the Master Circular on compliance with the provisions of the Listing Regulations by listed entities.	NA	No such event occurred during the Review Period.
13.	<u>Additional non-compliances, if any:</u> No additional non-compliance observed for any SEBI regulation/circular/guidance note, etc.	No	Please refer Annexure A

**Observations /Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'*

Assumptions & Limitations of Scope and Review:

1. Compliance with the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.



2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the Listing Regulations and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Anand Khandelia
Practicing Company Secretary
CP. NO.: 5841
M. NO.: 5803
UDIN: F005803G000501353
Peer Review No. 3985/2023
Place: Kolkata
Date: 30/05/2025



Annexure A

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	The timeline to file the integrated corporate governance report was 45 days from the end of the quarter, however the company has filed the same with 4 days of delay i.e on 19th Feb, 2024.	Regulation 27(2) of Listing Regulations	<i>The timeline to file the integrated CG was 45 days from the end of the quarter, however the company has filed the same with 4 days of delay i.e on 19th Feb, 2024.</i>	-	-	There was a delay of 4 days for filing of integrated corporate governance report	-	There was a delay of 4 days for filing of integrated corporate governance report	The Listed Entity has filed the corporate governance report PDF on 21.01.2025 however there was a delay of 4 days in filing of integrated corporate governance report. The Listed Entity will take necessary steps and ensure the compliance in timely manner.	-



Annexure B

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	The Structured Digital Database ('SDD') must contain the nature of Unpublished Price Sensitive Information ('UPSI') and the names of the persons who have shared the information and the person to whom the UPSI is shared.	FY 2023-24	Regulation 3(5) of PIT Regulations	In few instances entries were made in delay in the SDD for events which were UPSI	The Company has taken necessary steps going forward and ensured the compliance in timely manner.	The Listed Entity will take necessary steps and ensure the compliance in timely manner.
2.	System Driven Disclosure Listed entity need to update details of designated persons, directors and promoters with designated depository on the same day	FY 2023-24	SEBI Circular dated September 09, 2020	Details of Designated persons & Directors were made in delay	The Company has taken necessary steps going forward and ensured the compliance in timely manner.	The Listed Entity will take necessary steps and ensure the compliance in timely manner.



3.	Schedule of analysts and investor meet must be given at least two working days in advance and post meet audio or video recordings and transcripts must be uploaded on the website of the Company and its link must be submitted in the intimation made to the recognized stock exchange.	FY 2023-24	Regulation 30 read with Point no. 15 of Schedule III and Regulation 46 of Listing regulations	Listed entity had analyst meet for quarterly financial results where the intimation for analysts and investor meets and the transcript and audio or video recordings were missed to submit and uploaded on website	The Company has taken necessary steps going forward and ensured compliance in timely manner.	The Listed Entity will take necessary steps and ensure the compliance in timely manner.
4.	The listed entity shall within 10 days of any capital restructuring which results in more than 2 percent change in paid-up capital need to be intimated to stock exchange.	FY 2023-24	Regulation 31 of Listing Regulations	There was a delay of 4 days in intimating change in share holding pattern to stock exchange.	The Company has taken necessary steps going forward and ensured compliance in timely manner.	The listed entity will take necessary steps going Forward and Ensure the compliance in timely manner.

