

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

Date: 30th June 2021

Security Code: ONEPOINT

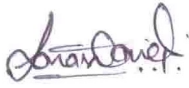
Subject: Annual Secretarial Compliance Report for financial year ended 31st March, 2021.

Respected Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Circular no. CIR/CFD/CMD1/27/2019 dated 8th February 2019, Please find enclosed herewith the Annual Secretarial Compliance Report issued by Ms. Deepti Joshi, Designated Partner of M/s MMJB & Associates LLP, Practicing Company Secretaries, for the financial year ended 31st March 2021.

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

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

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

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

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

Mumbai. Gurgaon. Indore. Bangalore

MMJB & Associates LLP

Company Secretaries

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

Secretarial Compliance Report of One Point One Solutions Limited For The Financial Year Ended 31st March, 2021

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

We, M/s MMJB & Associates LLP., Practicing Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by **One Point One Solutions Limited** ("the 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 year ended 2021 ("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;
- b) The 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) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;**(Not Applicable to the Company during the Audit Period)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014**(Not Applicable to the Company during the Audit Period);**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Period);**
- g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; **(Not Applicable to the Company during the Audit Period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) 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;
- j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

and circulars/ guidelines issued thereunder and also SEBI Circular CIR/CFD/CMD1/114/2019 dated 18/10/2019 regarding Resignation of statutory auditors from listed entities and their material subsidiaries

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 specified below:-

Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
As per SEBI (Prohibition of Insider Trading) Regulations, 2015, The board of directors shall ensure that a structured digital database is maintained containing the names of such persons or entities as the case may be with whom information is shared under this regulation along with the Permanent Account Number.	The structural digital data base is not maintained	With effect from 1 st April, 2019 the Company is required to maintain structured digital database in accordance with the regulation. However, the same is not maintained during the year under review.

As per SEBI Circular SEBI/HO/ISD/ISD/CIR/P/2020/135 dated 23 rd July, 2020 in terms of clause 13 of Schedule B read with Regulation 9 of the PIT Regulations, the listed companies shall promptly inform the Stock Exchange(s) where the concerned securities are traded, regarding violations relating to Code of Conduct under PIT Regulations in such form and manner as may be specified by the Board from time to time.	Non - Reporting of violation related to Code of Conduct to Stock Exchanges.	In few instances Designated Persons of the Company have done Contra Trade and Trading under Window Closure period, which are in violation of Code of Conduct. The Company has not reported the same to Stock Exchange(s)
Regulation 30 read with Schedule III of SEBI Listing Regulation requires every listed entity to make disclosures of material event and information as soon as reasonably possible and not later than twenty-four hours from the occurrence of event or information.	Late intimation in one Instance	The Company has made one day delay in disclosure to the Stock Exchange with regards to an event of arrest of Managing Director and Chief Financial Officer of the company for GST related matter.

(b)The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

(c)The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars)under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under.

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc	Observations/ remarks of the Practicing Company Secretary, if any.
No Reportable event during the period				

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	As per SEBI (Prohibition of Insider Trading)	With effect from 1st April, 2019 the Company	-	-

	<p>Regulations, 2015, The board of directors shall ensure that a structured digital database is maintained containing the names of such persons or entities as the case may be with whom information is shared under this regulation along with the Permanent Account Number.</p>	<p>is required to maintain structured digital database in accordance with the regulation. However, the same is not in place during the year under review.</p>		
2	<p>As per SEBI (Prohibition of Insider Trading) Regulations, 2015, and NSE/CML/2019/11 dated 2nd April, 2019, Trading restriction period shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results.</p>	<p>The Company is required to commence trading restrictions period not later than end of every quarter till 48 hours after the declarations of financial results.</p> <p>However, the same was not done for the quarter ended June, 2019 and September, 2019.</p>	-	-
3	<p>As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The listed entity shall submit within 30 days from the date of publication of its standalone and consolidated financial results for the half year, disclosures of related party transactions on a</p>	<p>The Company shall submit within 30 days from the date of publication of its standalone and consolidated financial results for the half year, disclosures of related party transactions on a consolidated basis, to the stock exchanges. However, the same was submitted in</p>	-	-

	consolidated basis, to the stock exchanges.	delay for half year ended March, 2019 and September, 2019		
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For MMJB & Associates LLP

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SUDHIR
JOSHI

Digitally signed
by DEEPTI
SUDHIR JOSHI
Date: 2021.06.30
22:45:35 +05'30'

Deepti Joshi
Designated Partner

FCS No: 8167

CP No. 8968

UDIN No. : F008167C000560499

Peer Review No: L2020MH006700

Place: Mumbai

Date: 30th June, 2021