

To,

Date: 31st July 2020

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

Security Code: ONEPOINT

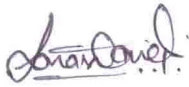
Subject: Annual Secretarial Compliance Report for financial year ended 31st March, 2020.

Dear 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 March 31st, 2020.

This is for your information and 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 LTD

[Formerly One Point One Solutions Pvt. Ltd.]

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

T. 022 6687 3800 F. 022 6687 3889 CIN. U74900MH2008PLC182869 www.1point1.in

Registered Office : T-762, 6th Floor, Tower No.7, International Infotech Park, Above Vashi Railway Station, Vashi, Navi Mumbai 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, 2020

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 2020 ("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 in place	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 in place during the year under review.
As per SEBI (Prohibition of Insider Trading) Regulations, 2015, and NSE/CML/2019/11 dated 2 nd April, 2019, Trading restriction period shall be made applicable from the end of	➤ For quarter ended June, 2019 the trading window was closed on 4 th July, 2019.	The Company is required to commence trading restrictions period not later than end of every quarter till 48 hours after the

every quarter till 48 hours after the declaration of financial results.	➤ For the quarter ended September, 2019 the trading window was closed on 17 th October, 2019	declarations of financial results. However the same was not done for the quarter ended June, 2019 and September, 2019.
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 consolidated basis, to the stock exchanges.	Disclosure of related party transactions for the half year ended March, 2019 and September, 2019 was submitted beyond 30 days from the date of publication of financial results	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 delay for half year ended March, 2019 and September, 2019

(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 thereunder.

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 Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
NA				

**For MMJB & Associates LLP
Practising Company Secretaries**

**DEEPTI
SUDHIR
JOSHI**

Digitally signed by DEEPTI
SUDHIR JOSHI
DN: cn=DEEPTI SUDHIR JOSHI,
c=IN, st=Maharashtra, o=Personal,
serialNumber=bct141ce9a8a80722
a932868cc28cc2cc485cc0c0c9e0
8a3d83871923a79f6
Date: 2020.07.30 20:42:49 +05'30'

**Deepthi Joshi
Designated Partner**

FCS No: 8167

CP No. 8968

UDIN: F008167B000533681

Place: Mumbai

Date: 30th July, 2020