

# **Onelife Capital Advisors Limited**

CIN: L74140MH2007PLC173660

Tel no.: 022-25833206 Fax: 022-41842228 Email id: cs@onelifecapital.in, Web: www.onelifecapital.in

# 27th December, 2019

**BSE Limited** 

Department of Corporate Services

P.J. Towers, Dalal Street Fort, Mumbai- 400 001

Ref: BSE code: 533632

National Stock Exchange of India Limited

**Exchange Plaza** 

Bandra- Kurla Complex Bandra, Mumbai- 400 051

**NSE Symbol: ONELIFECAP** 

Dear Sir/Ma'am,

Sub: Outcome of 12<sup>th</sup> Annual General Meeting held on Thursday, 26<sup>th</sup> December, 2019 at 11.00 a.m. at Brahman Seva Sangh, 19, Brahman Society, Late Divakar Ganesh Gangal Road, Naupada, Thane (West) – 400602

Respected Sir/Madam,

Sr. No	Description	Particulars					
1	Date of the AGM	26 <sup>th</sup> December, 2019					
2	Book Closure Date	Friday, 20 <sup>th</sup> December, 2019 to Thursday, 26 <sup>th</sup> December, 2019 (Both Days inclusive)					
3	Total no. of shareholders as on the record date	4656					

No. of shareholders present in the meeting either in person or through proxy: 59

Promoters and Promoter Group

1

Public

58

No. of Shareholders attended the meeting through Video Conferencing: Nil

Promoters and Promoter Group

Nil

**Public** 

Nil

## Agenda Wise

The mode of voting for all resolutions was:

- 1. E-voting conducted between 23<sup>rd</sup> December, 2019 (9.00 a.m.) to 23<sup>rd</sup> December, 2019 (5.00 p.m.) and
- 2. Poll conducted at the meeting

Given below is the resolution wise combined result of e-voting and Poll.



# ORDINARY BUSINESSES

#### 1. Adoption of Financial Statements:

Resolution Type: Ordinary Resolution

## To receive, consider and adopt:

- i) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019 and the Reports of the Board of Directors and the Auditors thereon; and
- ii) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019 and the Report of the Auditors thereon.

Category	No. of shares held	Mode of Voting	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
	(1)		(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2) ]*100	(7)=[(5)/(2) ]*100
Promoter and	,	E-Voting	9960000	100.00	9960000	-	100.00	
Promoter	9960000	Poll	-	1	-	-	-	-
Group	3300000	Postal Ballot	-	-		-	-	-
		Total	9960000	100.00	9960000	-	100.00	
Public- Institutions		E-Voting	-	-	-		-	•
,		Poll	-	-	1-		-	-
. ~	11528	Postal Ballot (if applicable)	-		-	-	•	•
		Total	-	-	-		-	•
Public- Non		E-Voting	521	0.0154	521		100	-
Institutions	3388472	Poll	564	0.0166	564	-	100	-
		Postal Ballot	•	•	1-			-
		Total	1085	0.032	1085	-	100	-
Total	13360000	Total	9961085	74.5590	9961085	-	100	-



# 2. Appointment of a Director:

To appoint a Director in place of Mr. Pandoo Naig (DIN: 00158221), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Type: Ordinary Resolution

Category	No. of shares held	Mode of Voting	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
	(1)		(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2) ]*100	(7)=[(5)/(2) ]*100
Promoter and	9960000	E-Voting	9960000	100.00	9960000	-	100.00	-
Promoter		Poll		-	1.	-	-	
Group		Postal Ballot	-	-	•	-	-	-
		Total	9960000	100.00	9960000	-	100.00	-
Public- Institutions	11528	E-Voting	-	-	-	-	-	-
Institutions.		Poll			-			-
		Postal Ballot (if applicable)	-	•	-	-	-	-
		Total	•		-	-	-	-
Public- Non		E-Voting	521	0.0154	521	-	100	
Institutions	3388472	Poll	564	0.0166	564	-	100	
		Postal Ballot		-	-	-	-	
		Total	1085	0.032	1085	-	100	-
Total	13360000	Total	9961085	74.5590	9961085	-	100	-



## SPECIAL BUSINESSES

# 3. Re-appointment of Mr. Ram Narayan Gupta (DIN: 01130155) as an Independent Director of the Company

Resolution Type: Special Resolution

Category	No. of shares held	Mode of Voting	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
	(1)		(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2) ]*100	(7)=[(5)/(2) ]*100
Promoter and		E-Voting	9960000	100.00	9960000	-	100.00	•
Promoter	9960000	Poll			-	-	1-	-
Group	9900000	Postal Ballot	-	-	-	-	-	-
	•	Total	9960000	100.00	9960000		100.00	•
Public-		E-Voting	-	-		-	-	-
Institutions		Poll	-	1.	-	-	-	-
	11528	Postal Ballot (if applicable)	•		-		-	•
		Total	-	-	•	-	-	-
Public- Non		E-Voting	521	0.0154	521	-	100	-
Institutions	3388472	Poll	564	0.0166	564	-	100	-
		Postal Ballot	-	-	-		-	-
		Total	1085	0.032	1085	-	100	-
Total	13360000	Total	9961085	74.5590	9961085	-	100	-



# 4. Re-Appointment of Mr. Amol Autade (DIN: 06788961) as an Independent Director of the Company

Resolution Type: Special Resolution

Category	No. of shares held	Mode of Voting	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
	(1)		(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2) ]*100	(7)=[(5)/(2) ]*100
Promoter and		E-Voting	9960000	100.00	9960000	-	100.00	-
Promoter Group	9960000	Poll	-		-	-	1.	-
		Postal Ballot	-	-	-	-	-	-
		Total	9960000	100.00	9960000	-	100.00	-
Public- Institutions		E-Voting	-	-	-	-	-	-
		Poll	-		-	•		-
	11528	Postal Ballot (if applicable)	-	-	-	-	•	•
		Total	-	•	-	-	-	-
Public- Non		E-Voting	521	0.0154	521	-	100	-
Institutions	3388472	Poll	564	0.0166	564	-	100	-
		Postal Ballot	-	-	-	-	-	-
		Total	1085	0.032	1085	-	100	-
Total	13360000	Total	9961085	74.5590	9961085	-	100	-



5. Approval for continuation of office by Mr. Prabhakara Naig (DIN: 00716975) as a Whole-Time Director of the Company upon attaining the age of 70 years

Resolution Type: Special Resolution

In case of Poll/Postal ballot/E-voting:

Category	No. of shares held	Mode of Voting	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
	(1)		(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2) ]*100	(7)=[(5)/(2) ]*100
Promoter and	9960000	E-Voting	3055000#	30.67	3055000	-	100.00	
Promoter		Poll			<b>†.</b>		-	
Group		Postal Ballot	•	•		-		
		Total	3055000	30.67	3055000	-	100.00	-
Public- Institutions	11528	E-Voting	•	•	•	-	-	•
		Poll	-		-			-
		Postal Ballot (if applicable)	-	•	•	-	•	•
		Total	-	•	•		•	-
Public- Non		E-Voting	521	0.0154	521	-	100	-
Institutions	3388472	Poll	564	0.0166	564	-	100	
		Postal Ballot		•		-	-	-
		Total	1085	0.032	1085	-	100	-
Total	13360000	Total	3056085	22.87	3056085	-	100	-

# the remote E-Vote casted by Mr. Prabhakara Naig has been disregarded for this resolution and shown in the "Invalid Votes".

Mr. Mukesh Siroya has provided the Scrutinizer's Report (attached herewith) as on 27<sup>th</sup> December, 2019 to the Chairman. As per the consolidated results of e-voting and poll on Item No. 1 to 5 of the notice of AGM all the resolutions are passed by requisite majority.

Kindly take the same on record.

Thanking You,

Yours Faithfully,

FOR ONELIFE CAPITAL ADVISORS LIMITED

Pandoo Naig

Chairman appointed for the meeting & Managing Director

DIN: 00158221

**Encl.: Scrutinizer's Report** 

M Siroya and Company Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066 Tel.:+91 22 28706523/24; 28546523(D); Cel: +91 9324310151; E-mail: siroyam@gmail.com; www.msiroya.com

#### CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 21 (2) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The Chairman of 12<sup>th</sup> Annual General Meeting ("AGM") of the Equity Shareholders of ONELIFE CAPITAL ADVISORS LIMITED held on Thursday, December 26, 2019 at 11.00 A.M. at Brahman Seva Sangh, 19, Brahman Society, Late Divakar Ganesh Gangal Road, Naupada, Thane (West) - 400602.

Dear Sir,

- 1. I, Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretary, have been appointed as a Scrutinizer for the purpose of:
  - a. Scrutinizing the remote e-voting process under the provisions of Section 108 of The Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") on all the resolutions contained in the Notice to the 12<sup>th</sup> AGM; and
  - b. Scrutinizing the Ballot voting process conducted at the AGM venue for all the resolutions contained in the Notice to the 12<sup>th</sup> AGM.
- 2. The Management of the Company is responsible to ensure the compliance with the requirement of the 2013 Act and Rules relating to remote e-voting and ballot voting at the AGM. My responsibility as a Scrutinizer is to scrutinize remote e-voting and ballot voting at the AGM venue in a fair and transparent manner and to ascertain requisite majority and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the Notice of the AGM, based on the report generated from the e-voting system and reconciliation of the Ballot Papers with the records by KFin Technologies Private Limited (Formerly known as 'Karvy Fintech Private Limited') ("Karvy"), the Registrar and Transfer Agent, appointed by the Company to provide remote e-voting and the voting conducted at the AGM venue.
- 3. As required, based on the report generated from the e-voting system and Ballot voting reconciled by Karvy, I submit herewith my Consolidated Scrutinizer's Report on the results of remote e-voting and Ballot voting at the 12<sup>th</sup> AGM as under:

I submit herewith my consolidated report on the results of remote e-voting and voting at the 12th AGM venue as under:

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M Siroya and Company Company Secretaries

Company Secretaries

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai - 400 066
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#### Results of Remote E-Voting and Ballot Voting at the AGM of ONELIFE CAPITAL ADVISORS LIMITED

#### A) Ordinary Business:

#### Item No: 1

To receive, consider and adopt:

i) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon; and

ii) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019 and the Report of the Auditors thereon.

#### Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remot	Remote e-voting		Voting at AGM		Total	
	No. of members voted	No. of votes cast	No. of members voted	No. of votes cast	No of members	No. of votes cast	
Votes in favour of the resolution	9	9960521	37	564	46	9961085	100
Votes against the resolution	0	0	0	0	0	0	0
Total	9	9960521	37	564	46	9961085	100

#### ii) Details of Invalid and Abstained Votes:

Method of Voting	In	valid Votes	Abstained from Voting		
	No. of members	No. of votes cast	No. of members	No. of votes	
Remote e-voting	0	0	0	0	
Voting at AGM	0	0	0	0	
Total	0	0	0	0	

Based on the above result, I report that an Ordinary Resolution as set out in Item No. 1 of the Notice of 12<sup>th</sup> AGM has been passed with requisite majority.

M Siroya and Company Company Secretaries

Company Secretaries

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#### Item No: 2

To appoint a Director in place of Mr. Pandoo Naig (DIN: 00158221), who retires by rotation and being eligible, offers himself for re-appointment.

### Passed as an Ordinary Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at AGM			Percent- age (%)	
	No. of members voted	No. of votes cast	No. of members voted	No. of votes cast	No of members	No. of votes cast	
Votes in favour of the resolution	9	9960521	37	564	46	9961085	100
Votes against the resolution	0	0	0	0	0	0	0
Total	9	9960521	37	564	46	9961085	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	In	valid Votes	Abstained from Voting		
	No. of members	No. of votes cast	No. of members	No. of votes	
Remote e-voting	0	0	0	0	
Voting at AGM	0	0	0	0	
Total	0	0	0	. 0	

Based on the above result, I report that an Ordinary Resolution as set out in Item No. 2 of the Notice of 12<sup>th</sup> AGM has been passed with requisite majority.



M Siroya and Company
Company Secretaries

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#### B) Special Business

#### Item No: 3

Re-Appointment of Mr. Ram Narayan Gupta (Din: 01130155) as an Independent Director of the Company

Passed as Special Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at AGM		•	Percent- age (%)	
	No. of members voted	No. of votes cast	No. of members voted	No. of votes cast	No of members	No. of votes cast	
Votes in favour of the resolution	9	9960521	37	564	46	9961085	100
Votes against the resolution	0	0	0	0	0	0	0
Total	9	9960521	37	564	46	9961085	100

#### ii) Details of Invalid and Abstained Votes:

Method of Voting	In	valid Votes	Abstained from Voting		
	No. of members	No. of votes cast	No. of members	No. of votes	
Remote e-voting	0	0	0	0	
Voting at AGM	0	0	0	0	
Total	0	0	0	0	

Based on the above result, I report that the Special Resolution as set out in Item No. 3 of the Notice of 12th AGM has been passed with requisite majority.

M Siroya and Company

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#### Item No: 4

Re-appointment of Mr. Amol Autade (Din: 06788961) as an Independent Director of the Company

#### Passed as Special Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at AGM		Total		Percent- age (%)
	No. of members voted	No. of votes cast	No. of members voted	No. of votes cast	No of members	No. of votes cast	•
Votes in favour of the resolution	9	9960521	37	564	46	9961085	100
Votes against the resolution	0	0	0	0	0	0	0
Total	9	9960521	37	564	46	9961085	100

ii) Details of Invalid and Abstained Votes:

Method of Voting	In	valid Votes	Abstained from Voting		
	No. of members	No. of votes cast	No. of members	No. of votes	
Remote e-voting	0	0	0	0	
Voting at AGM	0	0	0	0	
Total	0	0	0	. 0	

Based on the above result, I report that the Special Resolution as set out in Item No 4 of the Notice of 12th AGM has been passed with requisite majority.

M Siroya and Company

Company Secretaries

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#### Item No: 5

Approval for continuation of Office by Mr. Prabhakara Naig (Din: 00716975) as a Whole-Time Director of the Company upon attaining the age of 70 Years

### Passed as Special Resolution as follows:

i) Details of Votes in favour and against the resolution:

	Remote e-voting		E-Voting at AGM		Total		Percent- age (%)
	No. of members voted	No. of votes cast	No. of members voted	No. of votes cast	No of members	No. of votes cast	
Votes in favour of the resolution	8	3055521	37	564	45	3056085	100
Votes against the resolution	0	0	0	0	0	. 0	. 0
Total	8	3055521	37	564	45	3056085	100

#### ii) Details of Invalid and Abstained Votes:

Method of Voting	In	valid Votes	Abstained from Voting		
	No. of members	No. of votes cast	No. of members	No. of votes	
Remote e-voting	1	6905000	0	0	
E-Voting at AGM	0	0	0	0	
Total	1	6905000	0	0	

# The remote eVote casted by Mr. Prabhakara Naig has been disregarded for this resolution and shown in the "Invalid Votes".

Based on the above result, I report that the Special Resolution as set out in Item No 5 of the Notice of 12th AGM has been passed with requisite majority.



**M Siroya and Company** 

Company Secretaries

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The electronic data and all other relevant records relating to remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

For M Siroya and Company

**Company Secretaries** ya and

Mukesh Siroya

Proprietor

Membership No. FCS 5682;

CP No. 4157

Place: Mumbai

Date: December 27, 2019

Countersigned

For Onelife Capitat Advisors Limited

**Pandoo Naig** 

Chairman of the 12th AGM

Place: Mumbai

Date: December 27, 2019