



Onesource *Ideas* Venture Limited
ideas that create value

CIN : L74900TN1994PLC097983

" J J Manor ", No. 146, Rukmani Lakshmipathy Road,
IInd Floor, Egmore, Chennai - 600 008.

P : 91 - 44 - 4213 4343 / 44 | F : 91- 44 - 4213 4333

E : cs@osivl.com | W : www.osivl.com

04th September, 2021

To,
DM-Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Scrip Code: 530805 (BSE)

Dear Sir,

Sub: Intimation under Regulation 30(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In pursuance to Regulation 30(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the following intimation is being made that:

Notice is hereby given that the 27th Annual General Meeting of the Company is scheduled to be held on Thursday, 30th day of September, 2021 at 11.00 A.M at the registered office of the Company situated at J J Manor, 146, Rukmani Lakshmipathy Road, IInd Floor, Egmore, Chennai - 600 008. Please find enclosed the Notice of the 27th Annual General Meeting.

Kindly take the same on your record & oblige.

FOR ONESOURCE IDEAS VENTURE LIMITED

Fathima



FATHIMA JALAL

(DIN: 00479516)

MANAGING DIRECTOR

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 27TH ANNUAL GENERAL MEETING OF THE MEMBERS OF ONESOURCE IDEAS VENTURE LIMITED WILL BE HELD ON THURSDAY, 30TH DAY OF SEPTEMBER, 2021 AT 11.00 A.M AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT J J MANOR, 146, RUKMANI LAKSHMIPATHY ROAD, II FLOOR, EGMORE, CHENNAI - 600008 TO TRANSACT THE FOLLOWING BUSINESSES TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:**Item 1: ADOPTION OF FINANCIAL STATEMENT:**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Report of the Board of Directors and the Auditors thereon.

SPECIAL BUSINESS:**Item 2: RE-APPOINTMENT OF MRS. FATHIMA JALAL AS MANAGING DIRECTOR:**

To consider and if thought fit, to pass the following resolution as a **Special resolution**:

“RESOLVED THAT pursuant to Section 196, 197 and 203 read with Schedule V and all other applicable provisions of Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the re-appointment of Mrs. Fathima Jalal (DIN: 00479516) as the Managing Director of the Company in accordance with the approval of Board of Directors of the Company at its meeting held on 27th May, 2021 be and is hereby ratified on the following terms of appointment;

TERMS OF APPOINTMENT:

1. Her tenure of appointment will from 10th June, 2021 to 09th June, 2022;
2. She shall be paid Remuneration of Rs. 42,000/- per month. The company shall decide about the increment based on the performance of the Company, based on evaluation and recommendation of Nomination & Remuneration Committee.
3. She shall be paid Telephone Expenses Incurred on the actual basis and;
4. She shall be reimbursed for the expenses incurred for the benefit and development of the Company and
5. During the tenure of her appointment, she will not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors (herein after referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) be and is hereby given the liberty to alter and vary the terms and conditions of the said appointment and/or re-appointment as it may deem fit and as may be acceptable to Mrs. Fathima Jalal, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and deeds to give effect to the above resolution.”

ITEM 2: RE-APPOINTMENT OF MR. ANKIT KOTWANI AS NON-EXECUTIVE DIRECTOR:

To consider and if thought fit, to pass the following resolution as an **Ordinary resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Ankit Kotwani (DIN: 09184682), who was appointed w.e.f., 27th May, 2021 as an Additional cum Non-Executive Director of the company by the Board of Directors at their meeting held on 27th May, 2021 and who ceases to hold office at this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and who is eligible for appointment and in respect of whom the Company has received a notice in writing under

Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non- Executive Director of the company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

**BY ORDER OF THE BOARD OF DIRECTORS
FOR ONESOURCE IDEAS VENTURE LIMITED**

Sd/-

**FATHIMA JALAL
(DIN: 00479516)
MANAGING DIRECTOR**

DATE : 31.08.2021

PLACE : CHENNAI

IMPORTANT NOTES:

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of resolutions set out is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. **Members / proxies** should bring the duly filled Attendance slip enclosed herewith to attend the meeting. Shareholders are requested to tender their attendance slips at the registration counters at the venue of the AGM and seek registration before entering the meeting hall. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGM hall.
4. The Register of Members and the Share Transfer books of the Company will remain closed from Friday, 24th September, 2021 to Thursday, 30th September 2021 (both days inclusive), for the purpose of Annual General Meeting.
5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

7. Members holding shares in electronic form are hereby informed that bank particulars against their respective depository account will be used by the company for payment of dividend (declared if any). The company or its Registrar cannot act on any request received directly from the members holding share in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the company.
8. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
10. Copies of the 27th Annual Report is being sent to all the members via the permitted mode.
11. Members may also note that the 27th Annual Report will also be available on the Company's website www.osivl.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: cs@osivl.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the Notice shall also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.

Shareholders of the Company are urged to opt for e-communication to help the company contribute to go-green initiative of this nation and the world for a better tomorrow.

12. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the company during normal business hours (10.00 am to 6.00 pm) on all working days except Saturdays, up to and including the date of the general meeting of the company.
13. No dividend has been proposed by the Board of Directors for the year ended 31st March, 2021.
14. Members seeking any information with regard to accounts are requested to write to the undersigned at the Registered Office of the Company, at least 5 days in advance, so as to keep the information ready at the Meeting.
15. **Voting through electronic means:**
In compliance with provision of section 108 of the companies Act, 2013 and Rule 20 of the companies (Management and Administration) Rules, 2014, the company will provide its members facility to exercise their right to vote in the 27th Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting Services provided by Central Depository Services (India) Limited (CDSL). Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue

THE INSTRUCTIONS FOR MEMBERS FOR VOTING ELECTRONICALLY ARE AS UNDER:-

- (A) The remote e-voting period begins on Monday 27th September, 2021 at 09:00 A.M. IST. and ends on Wednesday 29th September, 2021 at 05:00 P.M. IST. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday 23rd September, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday 23rd September, 2021.

(B) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(C) LOGIN METHOD FOR E-VOTING FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE:

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

| Type of shareholders | Login Method |
|---|--|
| <p>Individual Shareholders holding securities in Demat mode with CDSL</p> | <ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| <p>Individual Shareholders holding securities in demat mode with NSDL.</p> | <ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new |

| | |
|--|--|
| | <p>screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p> |
| <p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

| Login type | Helpdesk details |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43. |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |

(D) LOGIN METHOD FOR E-VOTING FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE AND SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL MODE:

- a. The shareholders should log on to the e-voting website www.evotingindia.com.
 - (i) Click on “Shareholders” tab.
 - (ii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- b. Next enter the Image Verification as displayed and Click on Login.
- c. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- d. If you are a first time user follow the steps given below:

| Particulars | For Members holding shares in Demat Form other than Individuals and Physical Form |
|--|--|
| PAN | <ul style="list-style-type: none"> • Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field. |
| Dividend Bank Details OR Date of Birth (DOB) | <ul style="list-style-type: none"> • Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (s). |

- e. After entering these details appropriately, click on “SUBMIT” tab.
- f. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- g. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- h. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- i. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- j. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- k. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- l. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- m. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- n. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- o. Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

(E) FACILITY FOR NON - INDIVIDUAL SHAREHOLDERS AND CUSTODIANS –REMOTE VOTING:

- a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- c. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- d. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- e. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- f. Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@osivl.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- g. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at cs@osivl.com with a copy marked to helpdesk.evoting@cdslindia.com, evoting@cdslindia.com on or before 29th September 2021 upto 5:00 pm without which the vote shall not be treated as valid.

(F) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES:

- a. **For Physical shareholders:** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (Front and Back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company Email id “cs@osivl.com” and/or RTA Email id “support@purvashare.com”

- b. **For Demat shareholders:** Please update your email id & mobile no. with your respective Depository Participant (DP).
- c. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

(G) HELPLINE DETAILS FOR THE PROCESS OF E-VOTING:

- a. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- b. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 27th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

19. SCRUTINY OF THE VOTING PROCESS:

- a. The Board of directors has appointed M/s. Vishal Garg & Associates, Company Secretaries (Certificate of Practice No. 21156 & Membership No. 34062), Chennai as a scrutinizer to scrutinize the voting process (including the e-Voting at the meeting) in a fair and transparent manner and he has consented to act as Scrutinizer.
- b. The Scrutinizer shall after the conclusion of e-Voting at the 27th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer’s report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 27th AGM, who shall then countersign and declare the result of the voting forthwith.
- c. The results, along with the report of the Scrutinizer shall be hosted on the Company’s website www.osivl.com and on the website of CDSL immediately after the declaration of result by the Chairman or any other person authorized by the Chairman, and the same shall be communicated to the BSE Ltd.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item 2:

The Shareholders of the Company at the 23rd Annual General Meeting held on 26th June, 2017 had re-appointed Mrs. Fathima Jalal as the Managing Director of the Company on following terms and conditions;

TERMS OF APPOINTMENT

1. Her tenure of appointment will from 10th June, 2018 to 09th June, 2021;
2. She shall be paid Remuneration of Rs. 35,000/- per month. The company shall decide about the increment based on the performance of the Company, based on evaluation and recommendation of Nomination & Remuneration Committee.
3. She shall be paid Telephone Expenses Incurred on the actual basis and
4. She shall be reimbursed for the expenses incurred for the benefit and development of the Company and
5. During the tenure of her appointment, she will not be liable to retire by rotation.

The Board of Directors of the Company in consultation with the Nomination and Remuneration Committee had increased the remuneration being paid to Mrs. Fathima Jalal over the tenure of her appointment and the remuneration being paid to her stood at Rs. 42,000/- per month as at 31st March, 2021.

Subsequently the Board of Directors of the company on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 27th May, 2021, subject to the approval of the Shareholders of the Company, re-appoint Mrs. Fathima Jalal as the Managing Director of the Company on the following terms of appointment;

TERMS OF APPOINTMENT

1. Her tenure of appointment will from 10th June, 2021 to 09th June, 2022;
2. She shall be paid Remuneration of Rs. 42,000/- per month. The company shall decide about the increment based on the performance of the Company, based on evaluation and recommendation of Nomination & Remuneration Committee.
3. She shall be paid Telephone Expenses Incurred on the actual basis and;
4. She shall be reimbursed for the expenses incurred for the benefit and development of the Company and
5. During the tenure of her appointment, she will not be liable to retire by rotation.

Mrs. Fathima Jalal is the Member of Two Committees of the Board, namely; “Audit Committee” and “Stakeholders Relationship Committee”.

Mrs. Fathima Jalal, aged 40 years is the Managing Director of our Company. She holds a Bachelor in Arts (Corporate Secretaryship). She possesses around two decades of experience in the field of Secretarial, Legal, Accounts, Finance & Taxation. The “Nomination and Remuneration Committee” and the “Board of Directors” of the Company are of the strong opinion that taking in to consideration experience and expertise as mentioned above and her record as the Managing Director of the Company since June, 2013, Mrs. Fathima Jalal will be able to guide and take the Company’s business to next level of heights.

She holds Directorships in the following companies other than that of our Company;

| Sr. No. | Name of the Company | Date of Appointment | Designation |
|---------|---------------------------|---------------------|-------------|
| 1 | JJ Fincap Private Limited | 06/11/2010 | Director |

We further confirm that the said appointment is in compliance with the provisions of Section 203 of the Companies Act and all other applicable provisions of the Companies Act, 2013 and the rules thereof.

Mrs. Fathima Jalal does not hold any membership/chairmanships in Committees of Board other than that of your Company.

Mrs. Fathima Jalal on the date of this notice does not hold any Equity Shares in M/s. Onesource Ideas Venture Limited.

Mrs. Fathima Jalal during the FY 2020-2021 attended all the Six meetings of Board of Directors held.

The Company has received from Mrs. Fathima Jalal:

- i. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014 and
- ii. Intimation of Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013

Mrs. Fathima Jalal is not related to any of the other Director(s), and KMP(s) of the Company.

Information in terms of Section II of Part II of the Schedule V of the Companies Act, 2013.

I. General Information:

a. Nature of Industry:

The Company is engaged in the Activity of Consultancy, Advisory and Investing/Trading of shares and securities.

b. Date and expected date of Commencement of Commercial Production:

The Company has been in to existence since 1994. The Company functioning in the segment of Consultancy, Advisory and Investing/Trading of shares and securities since FY 2014-2015.

c. In case of New Companies, expected date of commencement of activates:

Not applicable as the company is already in to existence.

d. Financial Performance based on given indicators:

| Particulars | Amount in Rs. | | |
|-------------------|---------------|---------------|--------------|
| | FY 2018-2019 | FY 2019-2020 | FY 2020-2021 |
| Profit before Tax | (6,30,950) | (1,95,27,543) | 15,20,507 |
| Profit after Tax | (2,54,510) | (195,97,229) | 12,98,097 |
| Net-worth | 4,54,92,173 | 2,58,94,944 | 2,71,93,042 |

e. Foreign Investments or collaborators:

Nil

II. Information about Mrs. Fathima Jalal:**a. Background:**

Mrs. Fathima Jalal, aged 40 years is the Managing Director of our Company. She is a Bachelor in Arts (Corporate Secretaryship). She possesses over a decade of experience in the field of Secretarial, Legal, Accounts, Finance & Taxation.

b. Past Remuneration:

She was being paid a remuneration of Rs. 42,000/- per month as on 31st March, 2021.

c. Recognition or Awards:

Not Applicable

d. Job Profile and his suitability:

Mrs. Fathima Jalal has been re-appointed as the Managing Director of the Company subject to the approval of the Shareholders. She shall carry out such duties as may be entrusted to her by the Board from time to time and separately communicated to her and exercise such powers as may be assigned to her subject to superintendence, control and directions of the Board. As she has vast knowledge in Management of various companies of varied industry background, she is suitable to occupy this position.

e. Remuneration Proposed:

It is proposed to pay Mrs. Fathima Jalal a remuneration of Rs. 42,000/- per month

f. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

The remuneration is as per Section 197 and 198 of the Companies Act, 2013 read with Schedule V and is comparable with the remuneration in similar sized industries in same/similar segment of business for this position and profile.

g. Pecuniary relationship directly or indirectly with the Company, or relationship with the Managerial Personnel, if any:

Except for the below mentioned Pecuniary relationship, Mrs. Fathima Jalal does not have any other Pecuniary relationship with the company:

- i. Remuneration as proposed in the resolution.
- ii. Further Mrs. Fathima Jalal is not related to any of the other Director(s), and KMP(s) of the Company.

III. Other information:**a. Reasons of inadequate Profit:**

The Company operates in an industry where volatility is the order of the day.

b. Steps taken/proposed to be taken for improvement:

The Company is taking efficient steps and is hopeful to ret right the inadequacy shortly.

c. Expected increase in productivity and profits in measurable terms:

The Company is aiming to increase the turnover of the company and is expected to earn more profits company during the year 2021-22.

IV. Disclosure:

Information as required under this head is provided under the Corporate Governance Section of the Annual Report.

The Resolution seeks the approval of members for the re-appointment of Mrs. Fathima Jalal as Managing Director of the Company for a period of one year with effect from 10th June 2021 to 09th June 2022 under the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions of Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force).

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mrs. Fathima Jalal as the Managing Director. Accordingly, the Board recommends the resolution in relation to re-appointment of Mrs. Fathima Jalal as the Managing Director, for the approval by the shareholders of the company.

This Explanatory statement may also be regarded as a disclosure under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

No director, key managerial personnel or their relatives, except Mrs. Fathima Jalal, to whom the resolution relates, is interested or concerned in the resolution.

The Board recommends the resolution set forth in Item.2 for the approval of the Members as Special resolution.

Item No. 3:

Mr. Ankit Kotwani (DIN: 09184682) is a Non-Executive Director of the Company, he joined the Board of Directors on 27th May, 2021. He is the member of the "Nomination and Remuneration Committee" of the Board of Directors of our Company. Mr. Ankit Kotwani ceases to hold office at this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, and being eligible, seeks appointment as a Director.

Mr. Ankit Kotwani aged 22 years has completed his graduation and has over 4 years of expertise in the field of Real Estate, Finance and Business Administration.

His association with the Company and its Board would help the Company to plan its market penetration strategies more beneficially.

He doesn't hold Directorship in any Company other than our Company;

Mr. Ankit Kotwani does not hold any membership/chairmanships in Committees of Board other than that of our Company.

Mr. Ankit Kotwani does not hold any Equity Shares in Onesource Ideas Venture Limited.

Mr. Ankit Kotwani, during the FY 2020-2021 was not part of the Board of Directors of the Company, thus the question of the attending the Board Meeting during the said FY does not arise.

The Company has received from Mr. Ankit Kotwani;

- i. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014 and
- ii. Intimation of Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013 and

The Resolution seeks the approval of members for the appointment of Mr. Ankit Kotwani as a Director of the Company pursuant to Section 149 and section 152 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder. He shall be liable to retire by rotation.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Mr. Ankit Kotwani as a Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Ankit Kotwani as a Director, for the approval by the shareholders of the company.

This Explanatory statement may also be regarded as a disclosure under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

No director, key managerial personnel or their relatives, except Mr. Ankit Kotwani, to whom the resolution relates is interested or concerned in the resolution.

The Board recommends the resolution set forth in Item No. 3 for the approval of the Members as an Ordinary resolution.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR ONESOURCE IDEAS VENTURE LIMITED**

**Sd/-
FATHIMA JALAL
(DIN: 00479516)
MANAGING DIRECTOR**

**DATE : 31.08.2021
PLACE : CHENNAI**