

Date: August 09, 2024

To,
The Manager
National Stock Exchange of India Ltd.
Listing and Compliance Department
Exchange Plaza, Plot No C/1, G- Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.

COMPANY SYMBOL: ONEPOINT

Subject: Intimation to the shareholders in connection to the Extra-ordinary General Meeting of One Point One Solutions Limited held on July 18, 2024.

Dear Sir/Madam,

Pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Clause 12 of Schedule III Part A Para A and with respect to the above captioned subject, please note that the Company M/s. One Point One Solutions Limited has circulated an Intimation to the shareholders to update them on the final details and changes related to the EGM notice dated June 26, 2024.

As previously communicated, the initial notice dated June 26, 2024, was followed by two corrigenda issued on July 09, 2024, and July 17, 2024, and this Intimation addresses the gaps identified in these corrigenda and the final details for the proposed preferential Issue.

The shareholders as on the 2nd Cut off date i.e., July 11, 2024, are provided with an opportunity to direct their feedback to the scrutinizer at scrutinisers@mmjc.in within a of 48-hour window from the date of dispatch of this notice and raise concerns or queries regarding this intimation, if any.

Please take the same on record.

For **One Point One Solutions Limited**



Pritesh Sonawane
Company Secretary & Compliance Officer
ACS: 34943

ENCL: Intimation to Shareholder

ONE POINT ONE SOLUTIONS LIMITED

(Formerly known as One Point One Solutions Private 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 E: pritesh.sonawane@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

INTIMATION REGARDING THE CHANGES AND CORRECTIONS IN THE NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING HELD ON JULY 18, 2024.

To,
The Shareholders of,
ONE POINT ONE SOLUTIONS LIMITED

Subject: Final intimation in continuation to the Corrigenda and revised Extra Ordinary General Meeting ('EOGM') notice circulated on July 17, 2024, for the EOGM held on July 18, 2024.

Dear All,

This intimation is being circulated to all the shareholders of One Point One Solutions Limited ("the Company") in connection to the EOGM notice and explanatory statement for the EOGM held on Thursday, July 18, 2024, providing the final details of allotment (i.e., the details of allottees, price at which such equity shares are issued, pre and post shareholding of the allottees, etc.) in connection with the preferential issue of equity shares as approved by the shareholders.

All the shareholders would be given an opportunity for next 48 hours from the dispatch of this intimation to place their concerns or queries, if any, in connection with the details provided for the said preferential issue which would be resolved by the Company for better clarity.

The said intimation is also uploaded on the website of the Company at <https://www.1point1.com/>.

Except for the changes detailed in the said intimation, all other aspects of the revised EOGM Notice circulated on July 17, 2024, remain unchanged.

Please take the same on record.

For **One Point One Solutions Limited**

PRITESH
SANJAY
SONAWANE
Date: 2024.08.08
22:23:23 +05'30'



Pritesh Sonawane
Company Secretary & Compliance Officer
ACS: 34943

Encl: Intimation to the shareholders

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INTIMATION TO THE SHAREHOLDERS

THE FIRST PARAGRAPH AND THE TABLE BELOW THE AFORESAID PARAGRAPH OF THE RESOLUTION FOR SPECIAL BUSINESS NO. 2 FOR OFFER AND ISSUE OF EQUITY SHARES BY WAY OF PREFERENTIAL ISSUE SHALL BE READ AS FOLLOWS:

- 2. To offer and issue Equity Shares and Equity Warrants on a Preferential Basis to certain identified promoter and non-promoter persons and other matters related thereto:**

To consider and, if thought fit, to pass, with or without modification (s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 23(1)(b), 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (**the “Act”**), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made there under (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), circulars, notifications issued by Ministry of Corporate Affairs (**“MCA”**) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, the applicable provisions of the Foreign Exchange and Management Act, 1999 (**“FEMA”**) and rules, regulations, notifications, circulars directions issued by the Reserve Bank of India, if any and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**“ICDR Regulations”**), the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (**“SAST Regulations”**), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘LODR Regulations’**), as in force and other applicable Rules / Regulations / Guidelines / Notifications / Circulars and clarifications issued thereunder, if any, from time to time by the Securities and Exchange Board of India (**‘SEBI’**), National Stock Exchange of India Limited (**“NSE”**) and/ or any other competent authorities (hereinafter referred to as ‘Applicable Regulatory Authorities’) to the extent applicable, the Listing Agreement entered into by the Company with the Stock Exchange where the shares of the Company are listed and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter called ‘the Board’ which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution or any person authorized by the Board or its committee for such purpose) and subject to any other alterations, modifications, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent of the shareholders of the Company be and is hereby accorded to authorize the Board of Directors on behalf of the Company, to create, offer, issue and allot at an appropriate time, in one or more tranches, **up to 3,75,94,502 equity shares and 1,67,85,714 equity warrants convertible and exchangeable into equivalent number of equity shares of the Company, for cash consideration, at a minimum issue price of INR. 56/- (Indian Rupees Fifty-Six Only) [including a premium of INR. 54/- (Indian Rupees Fifty-Four Only)] per share and per warrant (including the warrant subscription price and warrant exercise price); aggregating to INR. 3,04,52,92,096/- (Indian Rupees Three Hundred Four Crore Fifty-Two Lakhs Ninety-Two Thousand and Ninety-Six only)**, which is determined in accordance with Chapter V of ICDR Regulations; by way of preferential issue through private placement and on such other terms and conditions as may be determined by the Board in its absolute discretion in accordance with ICDR Regulations; to the following certain identified promoter and non-promoter persons (“the Investors”):

Sr. No.	Name of proposed Allottees	Category of Allottee (Promoter/Non-promoter)	Type of security	Number of Equity Shares proposed to be allotted pursuant to Preferential Issue	Number of warrants proposed to be allotted pursuant to Preferential Issue	Outcome of the subscription of Equity Shares/ Investment amount (INR) (Approx.)	Outcome of the subscription Equity Warrants/ Investment amount (INR) (Approx.)
1	North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub-Fund	Non- Promoter & (FPI Category-1)	Equity shares	52,50,000	0	29,40,00,000	0
2	Ebisu Global Opportunities Fund Limited	Non-Promoter & (FPI Category-1)	Equity shares	49,75,000	0	27,86,00,000	0

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3	COEUS GLOBAL OPPORTUNITIES FUND	Non-Promoter & Collective Investment Scheme (FPI Category-1)	Equity shares	49,25,000	0	27,58,00,000	0
4	FORBES EMF	Non-Promoter & Collective Investment Fund (FPI Category-1)	Equity shares	48,50,000	0	27,16,00,000	0
5	LC Pharos Multi Strategy Fund SF1	Non-Promoter & Foreign Body Corporate	Equity shares	44,64,285	0	24,99,99,960	0
6	OVATA EQUITY STRATEGIES MASTER FUND	Non-Promoter & Foreign Portfolio Investor (Corporate)	Equity shares + Equity warrants	26,78,571	17,85,714	14,99,99,976	9,99,99,984
7	IEGFL - MULTI OPPORTUNITY	Non-Promoter & Foreign Portfolio Investor	Equity shares	23,21,429	0	13,00,00,024	0
8	DEVANSH TRADEMARA T LLP	Non-Promoter & Limited Liability Partnership	Equity shares	17,85,714	0	9,99,99,984	0
9	Ashok Papatlal Shah	Non promoter & Individual	Equity shares	9,00,000	0	5,04,00,000	0
10	Anant Aggarwal	Non promoter & Individual	Equity shares	9,00,000	0	5,04,00,000	0
11	Yuvraj Shah	Non promoter & Individual	Equity shares	6,00,000	0	3,36,00,000	0
12	VIKASA India EIF I Fund - EMERGING GIANTS FUND	Non-Promoter & Foreign Portfolio Investor	Equity shares	5,38,140	0	3,01,35,840	0
13	Suresh Bhatia	Non promoter & Individual	Equity shares	5,36,000	0	3,00,16,000	0
14	Pitam Goel	Non promoter & Individual	Equity shares	5,00,000	0	2,80,00,000	0
15	Benani Capital Scheme 1	Non-promoter & Category III Alternative Investment Fund	Equity shares	2,67,860	0	1,50,00,160	0
16	VPK Global Ventures Fund - Scheme 1	Non-Promoter & Category-III Alternative Investment Fund	Equity shares	2,67,860	0	1,50,00,160	0
17	Raj Yogesh Patel	Non-Promoter & Individual	Equity shares	2,40,000	0	1,34,40,000	0

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18	Virti Mulen Shah	Non-Promoter & Individual	Equity shares	2,00,000	0	1,12,00,000	0
19	K B Kapadia	Non promoter & Individual	Equity shares	2,00,000	0	1,12,00,000	0
20	Chitra Kumar	Non promoter & Individual	Equity shares	2,00,000	0	1,12,00,000	0
21	Himanshu Rajendra shah	Non promoter & Individual	Equity shares	2,00,000	0	1,12,00,000	0
22	Viral Pravinkumar Parikh	Non promoter & Individual	Equity shares	2,00,000	0	1,12,00,000	0
23	Aban Marketing & Exports Private Limited	Non promoter & Body Corporate	Equity shares	1,80,000	0	1,00,80,000	0
24	Bharat Mohan Vardhan	Non promoter & Individual	Equity shares	1,35,000	0	75,60,000	0
25	Devanshi Mihir Shah	Non promoter & Individual	Equity shares	1,35,000	0	75,60,000	0
26	Vinod Sethi	Non promoter & Individual	Equity shares	1,00,000	0	56,00,000	0
27	Scale and Grow Innovations LLP	Non promoter & Limited Liability Partnership	Equity shares	44,643	0	25,00,008	0
28	Akshay Chhabra	Promoter & Individual	Equity warrants	-	1,50,00,000	0	84,00,00,000
		Total		3,75,94,502	1,67,85,714	2,10,52,92,112	93,99,99,984

THE SECOND PARAGRAPH OF THE EXPLANATORY STATEMENT FOR SPECIAL BUSINESS NO. 2 FOR OFFER AND ISSUE OF EQUITY SHARES BY WAY OF PREFERENTIAL ISSUE SHALL BE READ AS FOLLOWS:

In this regard the Board of Directors at their meeting held on Wednesday June 26, 2024, after exploring various options have approved the proposal of raising funds for an amount up to INR. 3,04,52,92,096/- (Indian Rupees Three Hundred Four Crore Fifty-Two Lakhs Ninety-Two Thousand and Ninety-Six only), and approved the preferential allotment of securities through private placement to the proposed investors by way of issue of 3,75,94,502 (Three Crores Seventy-Five Lakhs Ninety-Four Thousand Five Hundred and two) equity shares and 1,67,85,714 (One Crore Sixty-Seven Lakhs Eighty-Five Thousand Seven hundred and Fourteen) equity warrants convertible into equivalent number of equity shares of the Company, for cash consideration, at an issue price of INR 56/- (Indian Rupees Fifty-Six only) [including a premium of INR. 54/- (Indian Rupees Fifty-Four)] per share and warrant, aggregating to INR. INR. 3,04,52,92,096/- (Indian Rupees Three Hundred Four Crore Fifty-Two Lakhs Ninety-Two Thousand and Ninety-Six only) which is determined in accordance with Chapter V of ICDR Regulations; by way of preferential issue through private placement and on such other terms and conditions as may be determined by the Board in accordance with ICDR Regulations to the following certain identified promoter and non-promoter persons (**"the Investors"**):

Sr. No.	Name of the Investor	Category of Investor	Type of Security	Number of Security
1	North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub-Fund	Non- Promoter & (FPI Category-1)	Equity Shares	52,50,000
2	Ebisu Global Opportunities Fund Limited	Non-Promoter & (FPI Category-1)	Equity Shares	49,75,000
3	COEUS GLOBAL OPPORTUNITIES FUND	Non-Promoter & Collective Investment Scheme (FPI Category-1)	Equity Shares	49,25,000

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4	FORBES EMF	Non-Promoter & Collective Investment Fund (FPI Category-1)	Equity Shares	48,50,000
5	LC Pharos Multi Strategy Fund SF1	Non-Promoter & Foreign Body Corporate	Equity Shares	44,64,285
6	OVATA EQUITY STRATEGIES MASTER FUND	Non- Promoter & Foreign Portfolio Investor (Corporate)	Equity Shares & Equity Warrants	Equity Shares: 26,78,571 & Equity Warrants: 17,85,714
7	IEGFL - MULTI OPPORTUNITY	Non-Promoter & Foreign Portfolio Investor	Equity Shares	23,21,429
8	DEVANSH TRADEMARAT LLP	Non- Promoter & Limited Liability Partnership	Equity Shares	17,85,714
9	Ashok Popatlal Shah	Non promoter & Individual	Equity Shares	9,00,000
10	Anant Aggarwal	Non promoter & Individual	Equity Shares	9,00,000
11	Yuvraj Shah	Non promoter & Individual	Equity Shares	6,00,000
12	VIKASA India EIF I Fund - EMERGING GIANTS FUND	Non-Promoter & Foreign Portfolio Investor	Equity Shares	5,38,140
13	Suresh Bhatia	Non promoter & Individual	Equity Shares	5,36,000
14	Pitam Goel	Non promoter & Individual	Equity Shares	5,00,000
15	Benani Capital Scheme 1	Non-promoter & Category III Alternative Investment Fund	Equity Shares	2,67,860
16	VPK Global Ventures Fund - Scheme 1	Non-Promoter & Category-III Alternative Investment Fund	Equity Shares	2,67,860
17	Raj Yogesh Patel	Non-Promoter & Individual	Equity Shares	2,40,000
18	Virti Mullen Shah	Non-Promoter & Individual	Equity Shares	2,00,000
19	K B Kapadia	Non promoter & Individual	Equity Shares	2,00,000
20	Chitra Kumar	Non promoter & Individual	Equity Shares	2,00,000
21	Himanshu Rajendra shah	Non promoter & Individual	Equity Shares	2,00,000
22	Viral Pravinkumar Parikh	Non promoter & Individual	Equity Shares	2,00,000
23	Aban Marketing & Exports Private Limited	Non promoter & Body Corporate	Equity Shares	1,80,000
24	Bharat Mohan Vardhan	Non promoter & Individual	Equity Shares	1,35,000
25	Devanshi Mihir Shah	Non promoter & Individual	Equity Shares	1,35,000
26	Vinod Sethi	Non promoter & Individual	Equity Shares	1,00,000
27	Scale and Grow Innovations LLP	Non promoter & Limited Liability Partnership	Equity Shares	44,643
28	Akshay Chhabra	Promoter & Individual	Equity Warrants	1,50,00,000
TOTAL				Equity Shares: 3,75,94,502 Warrants: 1,67,85,714

NECESSARY INFORMATION OR DETAILS AS REQUIRED IN RESPECT OF THE PROPOSED ISSUE OF EQUITY SHARES AND EQUITY WARRANTS IN TERMS OF APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH RELATED RULES THERETO AND SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 SHALL BE READ AS FOLLOWS:

2. Kind and maximum number of securities offered and the price at which security is being offered: up to 3,75,94,502 (Three Crores Seventy-Five Lakhs Ninety-Four Thousand Five Hundred and two) equity shares and 1,67,85,714 (One Crore Sixty-Seven Lakhs Eighty-Five Thousand Seven hundred and fourteen) equity warrants having face value of INR 2/- (Indian Rupees Two Only) each and a premium of INR 54/- (Indian Rupees Fifty-Four Only).

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4. Shareholding pattern of the Company before and after the preferential issue:

Sr. No.	Category	Pre-Issue No. of Shares (A)	% (B)	No. of Equity Shares / Warrants to be Allotted (C)	Post Issue No. of Shares D= (A+C) #	% (E)#
A	Promoters and Promoter Group Holding:					
1	Indian:					
	Individual/HUF	7,62,32,339	35.6912	2,00,00,000	9,62,32,339	33.8586
	Bodies Corporate	5,62,50,000	26.3357	0	5,62,50,000	19.7911
	Sub Total	13,24,82,339	62.0269	2,00,00,000	15,24,82,339	53.6497
2	Foreign Promoters	0	0	0	0	0
	Sub Total (A)	13,24,82,339	62.0269	2,00,00,000	15,24,82,339	53.64965949
B.	Public Holding:					
1	Institution:					
a)	Institutional Investors	-	-	-	-	-
b)	Alternative Investment Funds	13,00,000	0.6086	23,21,434	36,21,434	1.2742
c)	Foreign Portfolio Investor	67,56,006	3.1631	3,60,38,140	4,27,94,146	15.0568
d)	Foreign Bodies Corporate	-	0.0000	44,64,285	44,64,285	1.5707
2	Non-Institution:					
a)	Individuals	5,39,08,640	25.2395	57,96,000	5,97,04,640	21.0066
b)	Indian Bodies Corporate/LLP	90,24,827	4.2253	1,80,000	92,04,827	3.2386
c)	NRI (Repatriable)	45,72,868	2.1410	0	45,72,868	1.2742
	NRI (non-Repatriable)				0	
d)	HUF	37,24,322	1.7437	0	37,24,322	1.3104
e)	Directors	749	0.0004	0	749	0.0003
f)	Trust	1,000	0.0005	0	1,000	0.0004
g)	Others (LLP & Clearing member)	18,17,685	0.8510	18,30,357	36,48,042	1.2835
	Sub Total (B)	8,11,06,097	37.97308	5,06,30,216	13,17,36,313	46.3503
	TOTAL (A+B)	21,35,88,436	100.0000	7,06,30,216	28,42,18,652	100.0000

Note:

The pre-preferential issue equity shares are considered as the total number of shares of the Company as on the date of board meeting for issue of shares through preferential issue, i.e., on June 26, 2024 (21,35,88,420 equity shares).

The Company has taken post issue share capital on fully diluted basis after considering conversion of warrants issued in the current preferential issue (1,67,85,714 warrants) as well as the warrants issued earlier and pending to be converted into equity shares as on the date of board meeting for issue of shares through preferential issue, i.e., on June 26, 2024 (1,62,50,000 warrants).

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Thus, the total number of shares post preferential issue is considered as **28,42,18,636 shares** on fully diluted basis and the calculation of post preferential shareholding % is calculated accordingly.

The brief details are as follows:

Particulars	No. of Shares
Pre issue no. of shares (A)	21,35,88,420
Warrants issued previously but not converted as on June 26, 2024 (B)	1,62,50,000
No. of Equity shares to be allotted in current Preferential issue (C)	3,75,94,502
No. of warrants to be allotted in current preferential issue (D)	1,67,85,714
Post issue no. of shares on fully diluted basis (E) = (A+B+C+D)	28,42,18,636

6. Identity of proposed allottee(s) (including the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue:

And

7. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees:

Sr. No.	Name of the Investor	Category of Investor	Beneficial Owner	Percentage of pre preferential offer capital that may be held by the allottee*	Percentage (%) of Post preferential offer capital that may be held by the allottee #
1	North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub-Fund	Non- Promoter & (FPI Category-1)	Issam Ali Baqer	Nil	1.8472
2	Ebisu Global Opportunities Fund Limited	Non-Promoter & (FPI Category-1)	Nitin Singhal	Nil	1.7504
3	COEUS GLOBAL OPPORTUNITIES FUND	Non-Promoter & Collective Investment Scheme (FPI Category-1)	LI HOY CHOO LI KIM FOR	Nil	1.7328
4	FORBES EMF	Non-Promoter & Collective Investment Fund (FPI Category-1)	LI HOY CHOO LI KIM FOR	Nil	1.7064
5	LC Pharos Multi Strategy Fund SF1	Non-Promoter & Foreign Body Corporate	TANG KAR WAI	Nil	1.5707
6	OVATA EQUITY STRATEGIES MASTER FUND	Non- Promoter & Foreign Portfolio Investor (Corporate)	No Natural person is UBO *	Nil	1.5707
7	IEGFL - MULTI OPPORTUNITY	Non-Promoter & Foreign Portfolio Investor	1. Pratap Sondhi & Renu Pratap Sondhi 2. Vesselina Shaleva Daswani	0.63908	1.2970
8	DEVANSH TRADEMARAT LLP	Non- Promoter & Limited Liability Partnership	1. Mr. Vivek Kumar Jain 2. Mrs. Nandita Jain 3. Mr. Devansh Jain	Nil	0.6283
9	Ashok Popatlal Shah	Non promoter & Individual	Not Applicable	Nil	0.3167
10	Anant Aggarwal	Non promoter & Individual	Not Applicable	Nil	0.3167
11	Yuvraj Shah	Non promoter & Individual	Not Applicable	Nil	0.2111
12	VIKASA India EIF I Fund - EMERGING GIANTS FUND	Non-Promoter & Foreign Portfolio Investor	1. Mark Andrew Rankin 2. Dorsey Randall Buttram JR 3. Roshen Pujari	Nil	0.1893

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13	Suresh Bhatia	Non promoter & Individual	Not Applicable	Nil	0.1886
14	Pitam Goel	Non promoter & Individual	Not Applicable	Nil	0.1759
15	Benani Capital Scheme 1	Non-promoter & Category III Alternative Investment Fund	1. Paras Benani 2. Jitendra Benani 3. Rina Benani	Nil	0.0942
16	VPK Global Ventures Fund - Scheme 1	Non-Promoter & Category-III Alternative Investment Fund	Chetan Pankaj Bhai Kotak	Nil	0.0942
17	Raj Yogesh Patel	Non-Promoter & Individual	Not Applicable	0.00056	0.0849
18	Virti Mullen Shah	Non-Promoter & Individual	Not Applicable	Nil	0.0704
19	K B Kapadia	Non promoter & Individual	Not Applicable	Nil	0.0704
20	Chitra Kumar	Non promoter & Individual	Not Applicable	Nil	0.0704
21	Himanshu Rajendra shah	Non promoter & Individual	Not Applicable	Nil	0.0704
22	Viral Pravinkumar Parikh	Non promoter & Individual	Not Applicable	Nil	0.0704
23	Aban Marketing & Exports Private Limited	Non promoter & Body Corporate	Deepa Rejji Abraham	Nil	0.0633
24	Bharat Mohan Vardhan	Non promoter & Individual	Not Applicable	Nil	0.0475
25	Devanshi Mihir Shah	Non promoter & Individual	Not Applicable	Nil	0.0475
26	Vinod Sethi	Non promoter & Individual	Not Applicable	Nil	0.0352
27	Scale and Grow Innovations LLP	Non promoter & Limited Liability Partnership	1. Abhay Chawla 2. Ashish Bhatia	Nil	0.0157
28	Akshay Chhabra	Promoter & Individual	Not Applicable	35.35010	33.6022

*Ovata Equity Strategies Master Fund is a Foreign Portfolio Investor- Category I Pension fund. There is no individual who holds an economic interest in more than 15% of the fund. Hence, it does not have a natural person being the UBO or SBO.

The pre-preferential issue equity shares are considered as the total number of shares of the Company as on the date of board meeting for issue of shares through preferential issue, i.e., on June 26, 2024 **(21,35,88,420 equity shares)**.

The Company has taken post issue share capital on fully diluted basis after considering conversion of warrants issued in the current preferential issue (1,67,85,714 warrants) as well as the warrants issued earlier and pending to be converted into equity shares as on the date of board meeting for issue of shares through preferential issue, i.e., on June 26, 2024 (1,62,50,000 warrants).

Thus, the total number of shares post preferential issue is considered as **28,42,18,636 shares** on fully diluted basis and the calculation of post preferential shareholding % is calculated accordingly.

The brief details are as follows:

Particulars	No. of Shares
Pre issue no. of shares (A)	21,35,88,420
Warrants issued previously but not converted as on June 26, 2024 (B)	1,62,50,000
No. of Equity shares to be allotted in current Preferential issue (C)	3,75,94,502
No. of warrants to be allotted in current preferential issue (D)	1,67,85,714
Post issue no. of shares on fully diluted basis (E) = (A+B+C+D)	28,42,18,636

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8. The percentage of post preferential issue capital that may be held by allottee:

Sr. No.	Name of the Investor	Post Percentage held (%) #
1	North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub-Fund	1.8472
2	Ebisu Global Opportunities Fund Limited	1.7504
3	COEUS GLOBAL OPPORTUNITIES FUND	1.7328
4	FORBES EMF	1.7064
5	LC Pharos Multi Strategy Fund SF1	1.5707
6	OVATA EQUITY STRATEGIES MASTER FUND	1.5707
7	IEGFL - MULTI OPPORTUNITY	1.2970
8	DEVANSH TRADEMARAT LLP	0.6283
9	Ashok Papatlal Shah	0.3167
10	Anant Aggarwal	0.3167
11	Yuvraj Shah	0.2111
12	VIKASA India EIF I Fund - EMERGING GIANTS FUND	0.1893
13	Suresh Bhatia	0.1886
14	Pitam Goel	0.1759
15	Benani Capital Scheme 1	0.0942
16	VPK Global Ventures Fund - Scheme 1	0.0942
17	Raj Yogesh Patel	0.0849
18	Virti Mullen Shah	0.0704
19	K B Kapadia	0.0704
20	Chitra Kumar	0.0704
21	Himanshu Rajendra shah	0.0704
22	Viral Pravinkumar Parikh	0.0704
23	Aban Marketing & Exports Private Limited	0.0633
24	Bharat Mohan Vardhan	0.0475
25	Devanshi Mihir Shah	0.0475
26	Vinod Sethi	0.0352
27	Scale and Grow Innovations LLP	0.0157
28	Akshay Chhabra	33.6022

The pre-preferential issue equity shares are considered as the total number of shares of the Company as on the date of board meeting for issue of shares through preferential issue, i.e., on June 26, 2024 **(21,35,88,420 equity shares)**.

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Thus, the total number of shares post preferential issue is considered as **28,42,18,636 shares** on fully diluted basis and the calculation of post preferential shareholding % is calculated accordingly.

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No. of warrants to be allotted in current preferential issue (D)	1,67,85,714
Post issue no. of shares on fully diluted basis (E) = (A+B+C+D)	28,42,18,636

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13. The current and the proposed status of the allottees(s) post the preferential issue:

Sr. No.	Name of Allottees	Existing Shareholding	% of Existing Shareholding	Category / Status of Investor (Pre-Issue)	Total number of shares held post current issue	Fully diluted %of shares held post current issue	Total number of shares (post issue + old warrants pending for conversion)	Fully diluted %of shares held post issue (including conversion of old warrants) #	Category / Status of Investor (Post -Issue)
1	North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub-Fund	0	0.00	Non-Promoter & (FPI Category-1)	52,50,000	1.9592	52,50,000	1.8472	Non-Promoter & (FPI Category-1)
2	Ebisu Global Opportunities Fund Limited	0	0.00	Non-Promoter & (FPI Category-1)	49,75,000	1.8566	49,75,000	1.7504	Non-Promoter & (FPI Category-1)
3	COEUS GLOBAL OPPORTUNITIES FUND	0	0.00	Non-Promoter & Collective Investment Scheme (FPI Category-1)	49,25,000	1.8379	49,25,000	1.7328	Non-Promoter & Collective Investment Scheme (FPI Category-1)
4	FORBES EMF	0	0.00	Non-Promoter & Collective Investment Fund (FPI Category-1)	48,50,000	1.8099	48,50,000	1.7064	Non-Promoter & Collective Investment Fund (FPI Category-1)
5	LC Pharos Multi Strategy Fund SF1	0	0.00	Non-Promoter & Foreign Body Corporate	44,64,285	1.6660	44,64,285	1.5707	Non-Promoter & Foreign Body Corporate
6	OVATA EQUITY STRATEGIES MASTER FUND	0	0.00	Non-Promoter & Foreign Portfolio Investor (Corporate)	44,64,285	1.6660	44,64,285	1.5707	Non-Promoter & Foreign Portfolio Investor (Corporate)
7	IEGFL - MULTI OPPORTUNITY	1365000	0.64	Non-Promoter & Foreign Portfolio Investor	36,86,429	1.3757	36,86,429	1.2970	Non-Promoter & Foreign Portfolio Investor

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8	DEVANSH TRADEMARAT LLP	0	0.00	Non-Promoter & Limited Liability Partnership	17,85,714	0.6664	17,85,714	0.6283	Non-Promoter & Limited Liability Partnership
9	Ashok Papatlal Shah	0	0.00	Non promoter & Individual	9,00,000	0.3359	9,00,000	0.3167	Non promoter & Individual
10	Anant Aggarwal	0	0.00	Non promoter & Individual	9,00,000	0.3359	9,00,000	0.3167	Non promoter & Individual
11	Yuvraj Shah	0	0.00	Non promoter & Individual	6,00,000	0.2239	6,00,000	0.2111	Non promoter & Individual
12	VIKASA India EIF I Fund - EMERGING GIANTS FUND	0	0.00	Non-Promoter & Foreign Portfolio Investor	5,38,140	0.2008	5,38,140	0.1893	Non-Promoter & Foreign Portfolio Investor
13	Suresh Bhatia	0	0.00	Non promoter & Individual	5,36,000	0.2000	5,36,000	0.1886	Non promoter & Individual
14	Pitam Goel	0	0.00	Non-promoter & Individual	5,00,000	0.1866	5,00,000	0.1759	Non-promoter & Individual
15	Benani Capital Scheme 1	0	0.00	Non-Promoter & Category-III Alternative Investment Fund	2,67,860	0.1000	2,67,860	0.0942	Non-Promoter & Category-III Alternative Investment Fund
16	VPK Global Ventures Fund - Scheme 1	0	0.00	Non-Promoter & Category III Alternative Investment Fund	2,67,860	0.1000	2,67,860	0.0942	Non-Promoter & Category III Alternative Investment Fund
17	Raj Yogesh Patel	1200	0.00	Non promoter & Individual	2,41,200	0.0900	2,41,200	0.0849	Non promoter & Individual
18	Virti Mullen Shah	0	0.00	Non promoter & Individual	2,00,000	0.0746	2,00,000	0.0704	Non promoter & Individual
19	K B Kapadia	0	0.00	Non promoter & Individual	2,00,000	0.0746	2,00,000	0.0704	Non promoter & Individual

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20	Chitra Kumar	0	0.00	Non promoter & Individual	2,00,000	0.0746	2,00,000	0.0704	Non promoter & Individual
21	Himanshu Rajendra shah	0	0.00	Non promoter & Individual	2,00,000	0.0746	2,00,000	0.0704	Non promoter & Individual
22	Viral Pravinkumar Parikh	0	0.00	Non promoter & Individual	2,00,000	0.0746	2,00,000	0.0704	Non promoter & Individual
23	Aban Marketing & Exports Private Limited	0	0.00	Non promoter & Body Corporate	1,80,000	0.0672	1,80,000	0.0633	Non promoter & Body Corporate
24	Bharat Mohan Vardhan	0	0.00	Non promoter & Individual	1,35,000	0.0504	1,35,000	0.0475	Non promoter & Individual
25	Devanshi Mihir Shah	0	0.00	Non promoter & Individual	1,35,000	0.0504	1,35,000	0.0475	Non promoter & Individual
26	Vinod Sethi	0	0.00	Non promoter & Individual	1,00,000	0.0373	1,00,000	0.0352	Non promoter & Individual
27	Scale and Grow Innovations LLP	0	0.00	Non-Promoter & Limited Liability Partnership	44,643	0.0167	44,643	0.0157	Non-Promoter & Limited Liability Partnership
28	Akshay Chhabra	75503714	35.35	Promoter & Individual	9,05,03,714	33.7740	9,55,03,714	33.6022	Promoter & Individual
	Total	7,68,69,914	35.99		13,12,50,130	48.9797	13,62,50,130	47.9385	

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Thus, the total number of shares post preferential issue is considered as **28,42,18,636 shares** on fully diluted basis and the calculation of post preferential shareholding % is calculated accordingly.

The brief details are as follows:

Particulars	No. of Shares
Pre issue no. of shares (A)	21,35,88,420
Warrants issued previously but not converted as on June 26, 2024 (B)	1,62,50,000
No. of Equity shares to be allotted in current Preferential issue (C)	3,75,94,502
No. of warrants to be allotted in current preferential issue (D)	1,67,85,714
Post issue no. of shares on fully diluted basis (E) = (A+B+C+D)	28,42,18,636

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14. Practicing Company Secretary's Certificate: As required in Regulation 163(2) of the SEBI (ICDR) Regulations, a certificate from the Practicing Company Secretary of the Company, certifying that the issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations. A copy of the certificate is also available for inspection by the Members of the Company at the Registered Office of the Company on any working days, between 9:00 A.M. to 5:00 P.M. up to the date of EOGM and it is also uploaded at the website of the Company at weblink <https://www.1point1.com/wp-content/uploads/2024/07/VALUATION-REPORT-FOR-THE-PREFERENTIAL-ISSUE-OF-EQUITY-SHARES.pdf>

16. Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:

The Equity Shares of the Company are listed on National Stock Exchange of India Limited ('NSE'). Equity Shares are frequently traded and accordingly the trading volume of the shares of the Company on NSE has been considered in accordance with the SEBI (ICDR) Regulations.

As per the provisions of the SEBI (ICDR) Regulations, **the Equity Shares and Warrants will be issued at a price of Rs. 56/- per Equity Share / Equity Warrant** which is more than the higher of the following:

- (a) '55.71' per Share – being the 90 trading days' volume weighted average price of the Company's shares quoted on the NSE preceding the Relevant Date; or
- (b) '55.51' per Share – being the 10 trading days' volume weighted average prices of the Company's shares quoted on the NSE preceding the Relevant Date;
- (c) '55.71' per share being the price determined under the valuation report obtained by the Company from an independent registered valuer in terms of Regulation 166A of the SEBI (ICDR) Regulations, a copy whereof is posted on the website of the Company at <https://www.1point1.com/wp-content/uploads/2024/07/VALUATION-REPORT-FOR-THE-PREFERENTIAL-ISSUE-OF-EQUITY-SHARES.pdf>

19. The amount which the Company intends to raise by way of issue: up to approximately INR. 3,04,52,92,096 /- (Indian Rupees Three Hundred Four Crore Fifty-Two Lakhs Ninety-Two Thousand and Ninety-Six only) (assuming exercise of rights attached to all Warrants).

21. The Class or classes of persons/names of the proposed allottee(s) to whom the allotment is made and the percentage of post preferential offer capital that may be held by them:

The Equity Shares are being offered to the following: -

Sr. No.	Name of the Investor	Class/Classes of proposed allottee(s)	No. of Equity Shares	No. of Equity Warrants	Percentage of capital held before the preferential issue by the allottee	Percentage of post preferential offer capital that may be held by the allottee#
1	North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub-Fund	Non-Promoter & (FPI Category-1)	52,50,000	0	0.00	1.8472
2	Ebisu Global Opportunities Fund Limited	Non-Promoter & (FPI Category-1)	49,75,000	0	0.00	1.7504
3	COEUS GLOBAL OPPORTUNITIES FUND	Non-Promoter & Collective Investment Scheme (FPI Category-1)	49,25,000	0	0.00	1.7328
4	FORBES EMF	Non-Promoter & Collective Investment Fund (FPI Category-1)	48,50,000	0	0.00	1.7064
5	LC Pharos Multi Strategy Fund SF1	Non-Promoter & Foreign Body Corporate	44,64,285	0	0.00	1.5707

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6	OVATA EQUITY STRATEGIES MASTER FUND	Non- Promoter & Foreign Portfolio Investor (Corporate)	26,78,571	17,85,714	0.00	1.5707
7	IEGFL - MULTI OPPORTUNITY	Non-Promoter & Foreign Portfolio Investor	23,21,429	0	0.6391	1.2970
8	DEVANSH TRADEMARAT LLP	Non- Promoter & Limited Liability Partnership	17,85,714	0	0.00	0.6283
9	Ashok Popatlal Shah	Non promoter & Individual	9,00,000	0	0.00	0.3167
10	Anant Aggarwal	Non promoter & Individual	9,00,000	0	0.00	0.3167
11	Yuvraj Shah	Non promoter & Individual	6,00,000	0	0.00	0.2111
12	VIKASA India EIF I Fund - EMERGING GIANTS FUND	Non-Promoter & Foreign Portfolio Investor	5,38,140	0	0.00	0.1893
13	Suresh Bhatia	Non promoter & Individual	5,36,000	0	0.00	0.1886
14	Pitam Goel	Non promoter & Individual	5,00,000	0	0.00	0.1759
15	Benani Capital Scheme 1	Non-promoter & Category III Alternative Investment Fund	2,67,860	0	0.00	0.0942
16	VPK Global Ventures Fund - Scheme 1	Non-Promoter & Category-III Alternative Investment Fund	2,67,860	0	0.00	0.0942
17	Raj Yogesh Patel	Non-Promoter & Individual	2,40,000	0	0.00	0.0849
18	Virti Mullen Shah	Non-Promoter & Individual	2,00,000	0	0.00	0.0704
19	K B Kapadia	Non promoter & Individual	2,00,000	0	0.00	0.0704
20	Chitra Kumar	Non promoter & Individual	2,00,000	0	0.00	0.0704
21	Himanshu Rajendra shah	Non promoter & Individual	2,00,000	0	0.00	0.0704
22	Viral Pravinkumar Parikh	Non promoter & Individual	2,00,000	0	0.00	0.0704
23	Aban Marketing & Exports Private Limited	Non promoter & Body Corporate	1,80,000	0	0.00	0.0633
24	Bharat Mohan Vardhan	Non promoter & Individual	1,35,000	0	0.00	0.0475
25	Devanshi Mihir Shah	Non promoter & Individual	1,35,000	0	0.00	0.0475
26	Vinod Sethi	Non promoter & Individual	1,00,000	0	0.00	0.0352

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27	Scale and Grow Innovations LLP	Non promoter & Limited Liability Partnership	44,643	0	0.00	0.0157
28	Akshay Chhabra	Promoter & Individual	-	1,50,00,000	35.3501	33.6022

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Post issue no. of shares on fully diluted basis (E) = (A+B+C+D)	28,42,18,636

22. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of the number of securities as well as price:

Sr. No.	Particulars	Date of Allotment	No. of securities allotted	No. of Persons	Price
1.	Preferential Issue of Equity Shares	April 20, 2023	73,78,911	13	INR 16.47
2	Preferential Allotment of Equity Warrants	October 27, 2023	3,44,00,000*	57	INR 28.32/-
3.	Conversion of Equity Warrants into shares	December 01, 2023	1,10,09,933	23	INR 28.32/-
4	Conversion of Equity Warrants into shares	December 15, 2023	47,40,066	21	INR 28.32/-
5	Conversion of Equity Warrants into shares	December 30, 2023	2,00,001	2	INR 28.32/-
6	Conversion of Equity Warrants into shares	January 19, 2024	17,50,000	8	INR 28.32/-
7	Conversion of Equity Warrants into shares	February 06, 2024	4,50,000	2	INR 28.32/-

*The Equity Warrants allotted has been converted into equity shares from December 01, 2023 to February 06, 2024

26. Other relevant details:

The Investors have not sold / transferred any Equity Shares during the 90 trading days preceding the Relevant Date (June 18, 2024).

Post allotment, pursuant to preferential issue of Equity Shares and equity warrants (assuming full conversion), there will be an increase in paid-up equity share capital by Rs. 10,87,60,432 (Rupees Ten Crore Eighty-Seven Lakhs Sixty Thousand Four Hundred and Thirty-Two Only) and there will be an increase in securities premium by Rs. 2,93,65,31,664 /- (Rupees Two Hundred and Ninety-Three Crores Sixty-Five Lakhs Thirty-One Thousand Six Hundred Sixty-Four Only).

The issue of the aforesaid equity shares and equity warrants will be within the limits of the authorized share capital, which is proposed to be increased in agenda no. 01 of this notice. The Board of Directors believes that the proposed issue is in the best interest of the Company and its shareholders and therefore recommends the Special Resolution as set out in Item No. 2 in the accompanying notice for approval by the Shareholders.

None of the Directors, Key Managerial Persons of the Company, or their relatives, are in any way concerned or interested financially or otherwise in the proposed Special Resolution apart from the extent of their shareholding & directorship in the Company and their subscription in the aforesaid issue

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