

ONESOURCE IDEAS VENTURE LIMITED

(Formerly known as Anugraha Jewellers Limited)

CIN: L74900TN1994PLC097983

02nd June, 2017

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 23rd Annual General Meeting of the Company is scheduled to be held on Monday, 26th day of June, 2017 at 11.00 A.M at the registered office of the Company at T2, Third Floor, Sindur Pantheon Plaza, 346 Pantheon Road, Egmore Chennai – 600 008. Please find enclosed the Notice of the 23rd Annual General Meeting (Hereinafter referred to as Annexure I)

Further, it is herewith informed that the Register of Members & Share Transfer Books of the Company will remain closed from Tuesday, 20th June, 2017 to Monday, 26th day of June, 2017 (both days inclusive) for the purpose of the 23rd Annual General Meeting.

Kindly take the same on your record & oblige.

FOR ONESOURCE IDEAS VENTURE LIMITED


VENODHINI BABU
(DIN: 00479516)
MANAGING DIRECTOR



Onesource Ideas Venture Limited

CIN: L74900TN1994PLC097983

T-2, 3rd Floor, Sindur Pantheon Plaza, 346 Pantheon Road, Egmore Chennai – 600 008 Tamil Nadu

(T) (91) - 044 - 4213 4343 | (F) (91) - 044 - 4213 4333

Web: www.onesourceideasventure.com | Email: onesourceideasventure@gmail.com ; anugrahajewellersltd@gmail.com

NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the members of ONESOURCE IDEAS VENTURE LIMITED, will be held on Monday, 26th day of June, 2017 at 11.00 AM at the registered office of the Company situated at T2, 3rd Floor, Sindur Pantheon Plaza, 346, Pantheon Road, Egmore, Chennai-600 008 to transact the following Businesses:

ORDINARY BUSINESS:

Item 1: ADOPTION OF FINANCIAL STATEMENT:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of Board of Directors and Auditors thereon.

Item 2: RE-APPOINTMENT OF MR. BHAGWATI PRASAD JHUNJHUNWALA, RETIREMENT BY ROTATION:

To appoint a Director in place of Mr. Bhagwati Prasad Jhunjunwala (DIN: 00479503), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

Item 3: APPOINTMENT OF AUDITORS:

To appoint Auditors of the Company and fix their remuneration and in this regard to consider and if thought fit to, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of section 139, 140, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014 as may be applicable, and pursuant to the resolution passed by the members of the AGM held on 30th August, 2014, the appointment of M/s. K D M AND CO., Chartered Accountants (Firm Registration No. 013630S) [Company received a letter dated 15th May, 2017 from the Statutory Auditors of the Company that, they have reconstituted M/s. Dharmaraj & Co., Chartered Accountants (Firm Registration No. 013630S) as K D M AND CO., Chartered Accountants (Firm Registration No. 013630S)], as the auditors of the Company to hold office till the conclusion of the AGM to be held in the calendar year 2018 be and is here ratified and that the Board of Directors be and are hereby authorized to fix their remuneration plus service tax, out-of-pocket, travelling, etc. payable to them, as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS:

Item 4: RE-APPOINTMENT OF MRS. VENODHINI BABU AS MANAGING DIRECTOR:

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

“**RESOLVED THAT** pursuant 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), Mrs. Venodhini Babu (DIN: 00479516) be and is here by re-appointed as the Managing Director of the company, with the following terms of appointment;

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 evolution and recommendation of Remuneration & Nomination 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

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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. Venodhini Babu, 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 5: PREFERENTIAL ALLOTMENT:

To consider and if thought fit to pass with or without modifications the following resolution as a **Special Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 62 read with Section 42 and all other applicable provisions, if any, of the Companies Act, 2013 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and other relevant rules made there-under (including any statutory modification(s) or re-enactments thereof for the time being in force), provisions of the Memorandum and Articles of Association of the Company, and provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (including any statutory modification(s) for the time being in force) and subject to all necessary approvals, permissions, and/or sanctions of appropriate authorities, if any, and subject to such conditions as may be imposed or prescribed while granting such approvals, permissions and/or sanctions which the Board of Director of the Company may accept, the Board of Directors of the Company be and are hereby authorised to issue Equity Shares on preferential basis to Promoters/Persons Acting in Concert with Promoters, Body Corporates, Individuals and others, both from Promoter and Non-Promoter Group, Equity Shares of the Company not more than 28,50,000 Equity Shares of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 16/- per Share (including premium of Rs. 6/- (Rupees Six Only), being not less than the price determined in accordance with Chapter VII of SEBI (ICDR) Regulations, 2009, on a preferential basis, on such terms and conditions and in such manner as the Board may think fit, to various persons as detailed in the explanatory statement and that the shares so issued shall rank pari-passu in all respects with the existing equity shares of the Company.”

"RESOLVED FURTHER THAT in accordance with Regulation 71(a) of the SEBI (ICDR) Regulations, 2009 the “Relevant Date” for the purpose of calculating the floor price “i.e. Rs. 15.14/- per share” of the Equity Shares for the purposes of the Preferential Issue is the date which is 30 (thirty) days prior to the date of Annual General Meeting shall be 26th Day of May, 2017”

"RESOLVED FURTHER THAT in accordance with Regulation 74 of the SEBI (ICDR) Regulations, 2009, the said Equity Shares shall be issued and allotted within a period of fifteen (15) days from the date of passing this Special Resolution provided that where the allotment of the said Equity Shares is pending on account of pendency of any approval of such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of fifteen (15) days from the date of such approval or such other extended period as may be permitted under the applicable Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended from time to time.”

“RESOLVED FURTHER THAT the Equity Shares to be offered, issued and allotted shall be subject to lock-in as stipulated under the SEBI (ICDR) Regulations, 2009 and the Equity Shares so offered, issued and allotted will be listed subject to the receipt of necessary regulatory permissions and approvals.”

"RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorised on behalf of the Company to take all actions and do all such deeds, matters and things as it may, in its absolute discretion deem necessary, desirable or expedient to the issue or allotment of aforesaid equity shares and listing thereof with the stock exchange as appropriate and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment of the said equity shares, utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion deem fit, without being required to seek any further consent or approval at the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution”

**By order of the Board of Directors
For ONESOURCE IDEAS VENTURE LIMITED**

Sd/-
VENODHINI BABU
(DIN: 00479516)
MANAGING DIRECTOR

Date : 27th May, 2017
Place : Chennai

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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 Tuesday, 20th June, 2017 to Monday 26th June 2017(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 Registrars 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 23rd Annual Report is being sent to all the members via the permitted mode.

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11. Additional information, pursuant to SEBI (Listing Obligations And Disclosure Requirement) Regulations, 2015 in respect of the Directors seeking re-appointment (Retirement by rotation) at the Annual General Meeting is as follows:

Re-Appointment of Mr. Bhagwati Prasad Jhunjunwala, retirement by rotation

Mr. Bhagwati Prasad Jhunjunwala, aged about 58 years, has more than over 2 decades of experience as a Chartered Accountant & Company Secretary. He has worked as Category I Merchant Banker and managed over 50 IPOs. He has been the Ex-Vice Chairman of Eastern Indian Merchant Banker's Association & Ex-Chairman of Capital Market Committee of Eastern India Regional Council of ICAI and further he has been the recipient of Indira Gandhi Solidarity Award in 1995 for contribution to Capital Market among other awards. He has a wide array of contacts in Capital Market Intermediaries all over India.

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

Sr. No.	Name of the Company	Date of Appointment	Designation
1	Skyednetwork Private Limited	04/03/2004	Director
3	Onesource Ideas Private Limited	20/10/2005	Director

Mr. Bhagwati Prasad Jhunjunwala is the member of the Nomination and Remuneration Committee and does not hold any membership/chairmanships in Committees of Board other than that of our company.

No director, key managerial personnel or their relatives, are connected to Mr. Bhagwati Prasad Jhunjunwala.

Mr. Bhagwati Prasad Jhunjunwala does not hold any Equity Shares in M/s. Onesource Ideas venture Limited; however he is the KARTA of M/s. B P Jhunjunwala & Others HUF (Promoters of the Company) holding 71,824 Equity Shares of the Company and is the spouse of Mrs. Mala Jhunjunwala (PAC of M/s. B P Jhunjunwala & Others HUF).

12. Members may also note that the 23rd Annual Report will also be available on the Company's website www.onesourceideasventure.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: onesourceideasventure@gmail.com.
13. 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.
14. No dividend has been proposed by the Board of Directors for the year ended 31st March, 2017.
15. **Voting through electronic means:**

In compliance with provision of section 108 of the companies Act, 2013 and Rules 20 of the companies (Management and Administration) Rules, 2014, the company will provide its members facility to exercise their right to vote in the 23rd 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). Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

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

- a. The remote e-voting period Commences on Friday, 23rd June, 2017 (09.00 AM. IST) and ends on Sunday, 25th June, 2017 (5.00 PM. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday, 20th June, 2017 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

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- b. The shareholders should log on to the e-voting website www.evotingindia.com.
- c. Click on “Shareholders” tab.
- d. 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.
- e. Next enter the Image Verification as displayed and Click on Login.
- f. 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.
- g. If you are a first time user follow the steps given below:

Particulars	For Members holding shares in Demat Form 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).

- h. After entering these details appropriately, click on “SUBMIT” tab.
- i. 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.
- j. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- k. Click on the EVSN: 170531005 for the relevant Company Name i.e. Onesource Ideas Venture Limited for which you choose to vote.
- l. 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.
- m. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

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- n. 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.
- o. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- p. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- q. 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.
- r. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- s. **Note for Institutional Shareholders and Custodians**
- Institutional Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - 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.
 - 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.
 - 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.
- t. 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.
16. 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 onesourceideasventure@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com, evoting@cdslindia.com on or before 25th June, 2017 upto 5:00 pm without which the vote shall not be treated as valid.
17. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e., 20th June, 2017.
18. The shareholders shall have one vote per equity share held by them as on the cut-off date i.e., 20th June, 2017. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
19. Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of the cut-off date i.e., 20th June, 2017, may obtain the login ID and password by sending a request at evoting@cdslindia.com and helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting,

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then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset the password by using 'Forgot User Details / Password' option available on www.evotingindia.com.

20. A member may participate in the AGM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the AGM
21. The facility for voting through ballot will also be made available at the AGM, and members attending the AGM who have not already cast their vote by remote e-voting will be able to exercise their right at the AGM. Shareholders who have not cast their vote electronically, by remote e-voting may cast their vote at the AGM through ballot paper.
22. At the end of the discussion at the AGM, on the resolutions on which voting is to be held, the Chairman shall, with the assistance of the Scrutinizer, order voting through ballot paper for all those members who are present but have not cast their votes electronically using the remote e-voting facility.
23. Scrutiny of the Voting Process:
 - a) The Board of directors has appointed Ms. Deepika K., Company Secretary (Certificate of Practice No. 18437 & Membership No. 40527) as a scrutinizer to scrutinize the voting process (both electronic and physical) in a fair and transparent manner.
 - b) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than 48 hours from the conclusion of the AGM to the Chairman of the Annual General Meeting. The Chairman, or any other person authorized by the Chairman, shall declare the result of the voting forthwith.
 - c) The result, along with the Scrutinizer's Report, will be placed on the Company's website, www.onesourceideasventure.com and on the website of CDSL immediately after the result is declared by the Chairman or any other person authorized by the Chairman, and the same shall be communicated to the BSE Ltd.

**By order of the Board of Directors
For ONESOURCE IDEAS VENTURE LIMITED**

Sd/-
VENODHINI BABU
(DIN: 00479516)
MANAGING DIRECTOR

Date : 27th May, 2017

Place : Chennai

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

ITEM NO. 4:

The Shareholders of the Company at the Annual General Meeting held on 28th September, 2015 had appointed Mrs. Venodhini Babu as the Managing Director of the Company for a period of three years with effect from 10th June, 2015 to 9th June, 2018 on following terms and conditions;

TERMS OF APPOINTMENT

1. Her tenure of appointment will from 10th June, 2015 to 9th June, 2018;
2. She shall be paid a consolidated Remuneration of Rs. 3,60,000/- per annum with effect from 10th June 2015 with an annual increment of up to 30%.
3. She shall be paid Telephone Expenses Incurred on the actual basis
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.

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The Board of Directors of the company on the recommendation of the Nomination and Remuneration Committee has proposed to re-appoint Mrs. Venodhini Babu as the Managing Director subject to the Shareholders approval with the following terms of appointment;

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 evolution and recommendation of Remuneration & Nomination 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. Venodhini Babu is the Member of Two Committees of the Board, namely; “Audit Committee” and “Stakeholders Relationship Committee”.

Mrs. Venodhini Babu, aged 36 years is the Managing Director of our Company. She is a Bachelor in Arts (Corporate Secretaryship). She possess over a decade of experience in the field of Secretarial, Legal, Accounts, Finance & Taxations. The “Nomination and Remuneration Committee” and the “Board of Directors” of the Company are of the strong opinion that with experience and expertise as mentioned above Mrs. Venodhini Babu 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	Onesource Ideas Private Limited	20/10/2005	Director
2	Radhasoami Resources Limited	06/11/2010	Director
3	Sritech Academy Private Limited	06/05/2015	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. Venodhini Babu does not hold any membership/chairmanships in Committees of Board other than that of your Company.

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

Mrs. Venodhini Babu during the FY 2016-2017 attended all the six meetings of Board of Directors held.

The Company has received from Mrs. Venodhini Babu:

- i. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- 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 and

The “Nomination and Remuneration Committee” and the “Board of Directors” of the Company are of the strong opinion that with experience and expertise as mentioned above Mrs. Venodhini Babu will be able to guide and take the Company’s business to next level of heights.

Mrs. Venodhini Babu 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:

1. Nature of Industry:

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

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

The Company has been in to existence since 1994 and further the company during the FY 2013-2015 has ventured in the Industry of “Consultancy, Advisory and Investing/Trading of shares and securities” form the existing businesses of “dealers/makers of Jewellery (s)”. Your Board of Directors are confident that great heights can be achieved in the new field.

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

The Company has already commenced its business in the sector of Consultancy and Advisory. The Company is confident that this sector would reap great benefits to the company and thus help the company to offshoot the Investing/trading in shares and securities wing of the Company.

4. Financial Performance based on given indicators:

Particulars	Amount in Rs.		
	FY 2016-2017	FY 2015-2016	FY 2014-2015
Profit before Tax	(4,44,253)	(7,94,889)	(10,95,862)
Profit after Tax	(4,44,253)	(7,94,889)	(10,95,862)
Net-worth	1,41,181	5,58,434	13,53,381

5. Foreign Investments or collaborators:

Nil

II. Information about Mrs. Venodhini Babu:

1. Background:

Mrs. Venodhini Babu, aged 36 years is the Managing Director of our Company. She is a Bachelor in Arts (Corporate Secretaryship). She possess over a decade of experience in the field of Secretarial, Legal, Accounts, Finance & Taxations.

2. Past Remuneration:

Rs. 35,000/- per month till 31st March, 2017 and the same shall be paid as remuneration to her till 9th June, 2018.

3. Job Profile and his suitability:

Mrs. Venodhini Babu 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.

4. Remuneration Proposed:

It is proposed to pay Mrs. Venodhini Babu a remuneration of Rs. 35,000/- per month

5. 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.

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

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

a) Remuneration as proposed in the resolution.

Further Mrs. Venodhini Babu is not related to any of the other Director(s), and KMP(s) of the Company.

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III. Other information:

1. Reasons of inadequate Profit;

As the Company during the FY 2014-2015 has reduced its' paid up share capital and also has ventured in to a new business segment, the profit generation of the company are inadequate. The company is hopeful and confident that, in the FY 2017-2018, the Company would make good profits.

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

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

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

The Company is aiming to increase the turnover of the company and is expected to become a profitable company during the year 2017-2018.

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. Venodhini Babu as Managing Director of the Company for a period of Three years with effect from 10th June 2018 To 9th June 2021 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), at remuneration of Rs. 35,000/- per month.

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. Venodhini Babu as the Managing Director. Accordingly, the Board recommends the resolution in relation to re-appointment of Mrs. Venodhini Babu as the Managing Director, for the approval by the shareholders of the company.

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

The Board recommends the resolution set forth in Item.4 for the approval of the Members as special resolution.

ITEM NO. 5:

- Consent of the shareholders is sought for issuing and allotting, on a preferential basis, up to 28,50,000 Equity Shares of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 16/- per Share including premium of Rs. 6/- (Rupees Six Only) each.
- The Investor intends to support the Company in achieving the growth of the business of the Company and accordingly is desirous of infusing funds in form of equity share capital and which is proposed to be used to meet the working capital requirements of the company.
- In terms of Section 62(1)(c) read with Section 42 of the Companies Act, 2013 and rules made there under (the "Act"), a company can undertake preferential allotment/private placement only after obtaining prior approval of the shareholders by way of special resolution in terms of Section 42 and 62(1)(c) of the Act read with provisions of Chapter VII – "Preferential Issue" of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 {the "SEBI (ICDR) Regulations, 2009"}, as amended, and on the terms and conditions and formalities as stipulated in the Act and the SEBI (ICDR) Regulations, 2009.
- Accordingly, the Company proposes to issue and allot 28,50,000 (Twenty Eight Lakh Fifty Thousand) fully Paid Equity Shares, at a price of Rs. 16/- (Rupees Sixteen only) per Equity Share to the Investor.
- The Equity Shares allotted would be listed on the BSE Limited. The issue and allotment would be subject to the availability of requisite regulatory approvals.

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In terms of Chapter VII of SEBI (ICDR) Regulations, 2009 ("Regulations") as amended, the following disclosures are needed to be made in the Explanatory Statement to the Notice of the Annual General Meeting:

a) OBJECT OF THE ISSUE:

- The Offer Price has been determined at Rs. 16/- (Rupees Sixteen Only) per Equity Share of the Company {i.e. Face Value of Rs. 10/- (Rupee Ten Only) per Equity Share and Securities Premium of Rs. 6/- (Rs. Six Only) per Equity Share}
- Based on the Offer Price of Rs. 16/- per share, the net proceeds from the proposed Preferential Issue is estimated to be Rs. 4,56,00,000/- (Rupees Four Crore and Fifty Six Lakhs Only).

Utilisation of Net Proceeds:

The Net Proceeds are proposed to be used in accordance with the details provided as under:

Sl. No	Particulars	Amount in Rs.
1	To meet Issue Expenses	6,00,000
2	To meet the Working Capital requirements of the Company	20,00,000
3	To Build a High Growth and Dividend/Interest Paying Portfolio of Quoted Securities (Investment in Listed Shares & Securities)	1,80,00,000
4	To acquire a business and/or invest in a subsidiary Company having growth potential of businesses	2,50,00,000
Total Net Proceeds		4,56,00,000

The fund requirements mentioned above are based on the internal management estimates of our Company. Further, the same is based on current circumstances of business and needs in future. Our Company may have to revise its estimates based on various factors, such as market conditions, competitive environment, business needs etc. Consequently, the fund requirements of Company are subject to revisions in the future at the discretion of the management in the interest of the Company as well as its stakeholders.

We intend to utilise the Issue Proceeds in the manner provided above. In case of any variations/deviations in the actual utilization of funds earmarked for the above activities to an extent of 10%, increased fund deployment for a particular activity shall be financed by surplus funds, if any, available in any other object for which funds are being raised in the Issue or Internal accruals as the case may be. Further, in case of any variations in the actual utilization of funds earmarked for the above activities to an extent of more than 10%, our Company will bridge the fund requirements from internal accruals and/or debts.

In the event that the estimated utilization out of the Net Proceeds in a Fiscal year is not completely utilized, the same shall be utilized in the succeeding Fiscal year(s).

No part of the issue proceeds will be paid as consideration to Promoters, Promoter Group, Group Entities, Directors, Key Managerial Personnel and/or Associates.

Details of Utilisation of Net Proceeds:

The details of utilization of the Net Proceeds are set forth herein below:

1. Issue Expenses:

The estimated expenses to be incurred towards the Preferential Issue are as under:

Sl.No	Particulars	Amount in Rs
1.	Payment to Stock Exchange, NSDL & CDSL, Consultants, Independent Valuers, Statutory Auditors, Printing and Stationery, Advertisement, E-voting and other out of pocket expenses in general as well as expenses for issue of Shares on Preferential basis.	6,00,000

2. Working Capital requirements of the Company:

The Company wishes to expand / widen its business and thus the Company is in need of working capital on immediate basis. The estimated working capital requirements are detailed as under, however it may vary bases on actual expenses from time to time:

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Sl. No	Particulars	Estimated Expenses
1.	Payment & Perquisites to the Employees	9,00,000
2.	Office Rent	1,35,000
3.	Fees for rendering Professional Services	1,00,000
4.	RTA/NSDL/CDSL Expenses	1,00,000
5.	Payment to ROC	10,000
6.	Listing Fees to BSE (Additional)	2,29,000
7.	Retainership fees	1,50,000
8.	Advertising & other Expenses	75,000
9.	Day to day Expenses to running business / office of the Company	2,20,000
10.	Other Miscellaneous Expenditure	81,000
	Net Working Capital Requirements	20,00,000

Interim Use of Funds:

The management, in accordance with the approval of the Board of Directors, will have the flexibility in deploying the Issue proceeds. Pending utilization for the purpose described above, if any, the management for temporary period shall invest the funds in Fixed Deposits with Scheduled Commercial Banks.

3. High Growth and Dividend/Interest Paying Portfolio of Quoted Securities (Investment in Listed Shares & Securities):

The Object Clause of Memorandum of the Company allows the company to;

“To carry on the business in India or elsewhere, of dealing, broking and/or consulting in shares and securities and to purchase, acquire, hold and dispose-off or otherwise invest in shares, debentures, stock, bonds, obligations and securities issued/ to be issues or guaranteed by any company constituted or carrying on business in India or elsewhere, provided that the Company shall not do any banking business as defined under the Banking regulation Act, 1949, without the permission of the Reserve Bank of India.”

Therefore, the Management of our company has decided to venture in to the activity of Investment/Securities Trading in the current Financial Year. The Management has planned to garner a fund base of Rs. 180.00 Lacs to start with. The Management is hopeful that, with the combined acumen of all the Directors and KMP(s) of the Company; the Company shall make a High Growth and Dividend/Interest Paying Portfolio. Further the Management has decided that to start with it shall only make/take Investments/Trading Decision only in Quoted Securities/Mutual Funds/Liquid Funds/Secured Debentures etc., as they are highly liquid which means that they can be converted into cash quickly with minimal impact to the price received. The Company shall make the said portfolio within the FY 2017-2018.

Interim Use of Funds

The management, in accordance with the approval of the Board of Directors, will have the flexibility in deploying the Issue proceeds. Pending utilization for the purpose described above, if any, the management for temporary period shall invest the funds in Fixed Deposits at a Scheduled Commercial Bank.

4. Acquisition of a business and/or Investment in a subsidiary Company having growth potential of businesses:

The Company is currently into Consultancy & Service Segment and as the world knows, the said segment does not yield regular fund flow. Thus the Management has decided to venture in the other business activities as permitted by Memorandum of Association of the Company. The extract of our Object Clause is as under;

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1. *“To carry on in India and elsewhere, the business of providing consultancy, representative and business services of all kind and nature on contractual basis or under general or specific agreement with any client or entity of India or abroad and operate/act on their behalf or on our own as investors service centre, grievance cell, business centre, representative office, liaison office, computer centre, registrar and transfer agents, broker or sub-brokers, statutory record keepers, custodial services providers, legal representatives, solicitors, advertisement and publicity advisors or consultants either in press media or electronic media or otherwise, recovery agents, project consultants, data processors, negotiators, software developers, accounts keepers, placement services providers and to providing the services of private equity funding, venture funding, Construction Funding, loans and advances against securities or otherwise, monitoring of business, underwriting and loan/debt syndication and providers of services in any matter relating to furtherance of Business of an entity/person established/residing in India or elsewhere.*
2. *To carry on the business in India and elsewhere of providing consultancy services relating to Initial Public Offer, Public Issue, Registrar for Public Issue, Share Transfer Agents, Merchant Bankers, Advisory on behalf of Public Limited Company or others in accordance with and subject to registration with appropriate authorities as and where necessary.*
3. *To carry on the business in India and elsewhere, as Order Procurer, Commission Agent, Sales and Purchase Agent, Deal Maker & Broker, Arbitrator and to provide the service of Factoring of bills of exchange and notes, subject to registration with appropriate authorities as and where necessary.”*

The Management is currently in discussion with the Promoter(s) of a Company’s Debt Syndication Segment. The said Company uses an online portal and provides services to clients for SME Loan Syndication from Banks and NBFCs on commission basis. The Management of company is currently in discussion with the Promoters of such company for acquiring their business along with its clientele base as a subsidiary.

However, the specifics of such business arrangements are yet to be finalised. The Management need funds to materialize such deals and/or to take requisite steps in the directions as referred above and are hopeful of achieving the desired results with in a period of 6-9 Months. Further it is brought forward here that the Management is open to other business proposals as well.

The Company is aiming at not only venturing in to a new business line as stated above but also to grow its existing business line of Consultancy and Services either in organic or inorganic way to make its presence felt in the financial services sector.

The Management estimates a time period of two Fiscal Years (i.e. 2017-2018 & 2018-2019) to completely deploy its funds and kick start the project(s).

Interim Use of Funds

The management, in accordance with the approval of the Board of Directors, will have the flexibility in deploying the Issue proceeds. Pending utilization for the purpose described above, if any, the management shall for temporary period invest the funds in Inter Corporate Loans (ICDs)/Fixed Deposit at Schedule Commercial Banks. Such Interim Deployment would be in accordance with all applicable laws and investment policies approved by our Board of Directors from time to time. The Company shall also be at the liberty to invest such funds either in Fixed Deposits in Bank or in any liquid securities, in case suitable ICD proposals are not available with the Company to its satisfaction with regard to security and safety of the funds.

b) THE INTENTION OF THE PROMOTERS, DIRECTORS OR KEY MANAGERIAL PERSONNEL OF THE ISSUER TO SUBSCRIBE TO THE OFFER:

None of the Promoters, Directors or Key Management Personnel of the Company intends to subscribe to this preferential issue, except Mrs. Mala Jhunjhunwala (Person Acting in Concert with the Promoter). The details of the No. of Shares, which Mrs. Mala Jhunjhunwala intends to subscribe, are mentioned in the Point No. (e) below.

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c) THE SHAREHOLDING PATTERN OF THE ISSUER BEFORE AND AFTER THE PREFERENTIAL ISSUE:

Category		Before		After	
		No. of Shares held	% of Share holding	No. of Shares held	% of Share holding
(A)	Promoters Holding				
1	Indian Promoters				
(a)	Individuals /Hindu Undivided Family	71,824	31.92	71,824	2.34
(b)	Central Government/ State Government	-	-	-	-
(c)	Financial Institutions/ Banks	-	-	-	-
(d)	Any other – Person Acting in concert	8,550	3.80	11,58,550	37.68
	Sub Total(A)(1)	80,374	35.72	12,30,374	40.01
2	Foreign Promoters				
(a)	Individuals	-	-	-	-
(b)	Government	-	-	-	-
(c)	Institutions	-	-	-	-
(d)	Foreign Portfolio Investors	-	-	-	-
(e)	Any other (specify)				
	Sub Total(A)(2)	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1) + (A)(2)	80,374	35.72	12,30,374	40.01
(B)	Non-Promoters Holding				
1	Institutions				
(a)	Mutual Funds	-	-	-	-
(b)	Venture Capital Funds	-	-	-	-
(c)	Alternate Investments funds	-	-	-	-
(d)	Foreign Venture Capital Investor	-	-	-	-
(e)	Foreign Portfolio Investors	-	-	-	-
(f)	Financial Institutions/ Banks	-	-	-	-
(g)	Insurance Companies	-	-	-	-
(h)	Provident Funds/Pension Funds	-	-	-	-
(i)	Any other (specify)	-	-	-	-
	Sub Total(B)(1)	-	-	-	-
2	Central Government/ State Government/ President of India	-	-	-	-
	Sub-Total (B)(2)	-	-	-	-
3	Non Institutional Investors				
(a)	Individual shareholders holding nominal share capital up to Rs. 2 lakh	1,17,037	52.00	3,74,537	12.18
(b)	Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	-	-	11,27,500	36.67
(c)	NBFCs Registered with RBI	-	-	-	-
(d)	Employee Trust	-	-	-	-
(e)	Overseas Depositories (holding DRs) (balancing figure)	-	-	-	-
(f)	Any other	-	-	-	-
	1. Body Corporate	12,474	5.54	2,91,224	9.47
	2. Hindu Undivided Family	15,015	6.70	51,265	1.67
	3. NRI	100	0.04	100	0.00
	Sub-Total (B)(3)	1,44,626	64.28	18,44,626	59.99
	Grand Total (A)+(B)	2,25,000	100.00	30,75,000	100.00

d) PROPOSED TIME WITHIN WHICH THE PREFERENTIAL ISSUE SHALL BE COMPLETED:

In terms of Regulation 74(1) of the SEBI (ICDR) Regulations, 2009, the preferential allotment will be completed within a period of 15 days from the date of passing of the special resolution, provided that where the allotment is pending on account of pendency of any application for approval or permission by any Regulatory Authority, Stock Exchange or Central Government, if any, the allotment would be completed within 15 days from the date of such approval.

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e) IDENTITY OF THE NATURAL PERSONS AND THE ULTIMATE BENEFICIAL OWNERS OF THE SHARES PROPOSED TO BE ALLOTTED AND/OR WHO ULTIMATELY CONTROL; THE PROPOSED ALLOTTEE, THEIR CATEGORY OR CLASSIFICATION AND PERCENTAGE OF PRE AND POST HOLDING AFTER PREFERENTIAL ISSUE:-

Sl. No.	Name of Proposed Allottee	Name of Ultimate Beneficial Owner	Pre – Issue Holding		Category	Post – Issue Holding	
			No. of Shares	% (Pre Issue)		No. of Shares	% (Post Issue)
1	Mala Jhunjhunwala	Mala Jhunjhunwala	8,550	3.80	Promoter Group	11,58,550	37.68
2	Madhanlal Raghunath	Madhanlal Raghunath	-	-	Non-Promoter	7,500	0.24
3	R Pushpa	R Pushpa	-	-	Non-Promoter	7,500	0.24
4	Sajjan Kumar Rungta	Sajjan Kumar Rungta	-	-	Non-Promoter	7,500	0.24
5	Srawankumar Todi	Srawankumar Todi	-	-	Non-Promoter	7,500	0.24
6	Munni Devi	Munni Devi	-	-	Non-Promoter	9,375	0.30
7	Neelu Jain	Neelu Jain	-	-	Non-Promoter	9,375	0.30
8	S R Venkatesh	S R Venkatesh	-	-	Non-Promoter	11,250	0.37
9	D Perumal	D Perumal	-	-	Non-Promoter	11,250	0.37
10	K Venkatesh	K Venkatesh	-	-	Non-Promoter	11,250	0.37
11	R Shanmuga Sundaram	R Shanmuga Sundaram	-	-	Non-Promoter	11,250	0.37
12	Manka Devi Mundhra	Manka Devi Mundhra	-	-	Non-Promoter	15,000	0.49
13	Anupam Mundhra	Anupam Mundhra	-	-	Non-Promoter	15,000	0.49
14	Anant Kumar Mundhra	Anant Kumar Mundhra	-	-	Non-Promoter	15,000	0.49
15	Sunita A Jain	Sunita A Jain	-	-	Non-Promoter	18,750	0.61
16	Saroj Garg	Saroj Garg	-	-	Non-Promoter	20,000	0.65
17	Mamta Garg	Mamta Garg	-	-	Non-Promoter	20,000	0.65
18	Puja Garg	Puja Garg	-	-	Non-Promoter	20,000	0.65
19	Arthi Garg	Arthi Garg	-	-	Non-Promoter	20,000	0.65
20	Amit Kumar Garg	Amit Kumar Garg	-	-	Non-Promoter	20,000	0.65
21	Ram Kumar Garg	Ram Kumar Garg	-	-	Non-Promoter	25,000	0.81
22	Nikhar Saraf	Nikhar Saraf	-	-	Non-Promoter	33,750	1.10
23	Sarla Devi Newar	Sarla Devi Newar	-	-	Non-Promoter	37,500	1.22
24	Rajiv B Sampat	Rajiv B Sampat	-	-	Non-Promoter	37,500	1.22
25	Punit B Sampat	Punit B Sampat	-	-	Non-Promoter	37,500	1.22
26	Hamir B Sampat	Hamir B Sampat	-	-	Non-Promoter	37,500	1.22
27	Jutika R Sampat	Jutika R Sampat	-	-	Non-Promoter	37,500	1.22
28	Shweta P Sampat	Shweta P Sampat	-	-	Non-Promoter	37,500	1.22
29	Jidnyasa H Sampat	Jidnyasa H Sampat	-	-	Non-Promoter	37,500	1.22
30	Santhosh Devi Kanodia	Santhosh Devi Kanodia	-	-	Non-Promoter	56,250	1.83
31	Shilpa Kanodia	Shilpa Kanodia	-	-	Non-Promoter	90,000	2.93
32	Vishal Kumar Garg	Vishal Kumar Garg	-	-	Non-Promoter	1,10,000	3.58
33	Rashmi Todi	Rashmi Todi	-	-	Non-Promoter	1,25,000	4.07
34	B Padmini	B Padmini	-	-	Non-Promoter	1,25,000	4.07
35	Ashok Bothra	Ashok Bothra	-	-	Non-Promoter	3,00,000	9.76
36	Radhe Shyam Mundhra HUF	1. Radhe Shyam Mundra - Karta 2. Manka Devi Mundhra - Member 3. Anupam Mundhra - Member 4. Anant Kumar Mundhra - Member 5. Khushboo Mundhar - Member	-	-	Non-Promoter	11,250	0.37
37	Ram Kumar Garg & Sons HUF	1. Ram Kumar Garg - Karta 2. Saroj Garg - Member 3. Amit Kumar Garg - Member	-	-	Non-Promoter	25,000	0.81
38	Trivikrama Industries Limited	Directors: 1. Mannankattipillai Soundararajan – Managing Director 2. Raji - Independent Director 3. Krishna Prasad - Independent Director 4. Purushotham Preetha - Non-Executive Director Promoters: 1. R Rathinamala 2. Baskaran Sathya Prakash (He Is Holding The Said Shares On Behalf Of Ms. R.Rasikka Who Is	-	-	Non-Promoter	1,31,250	4.27

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Sl. No.	Name of Proposed Allottee	Name of Ultimate Beneficial Owner	Pre – Issue Holding		Category	Post – Issue Holding	
			No. of Shares	% (Pre Issue)		No. of Shares	% (Post Issue)
		A Minor) 3. Saraa Mediaworks Private Limited Beneficial Owners of Saraa Mediaworks Private Limited a. Directors: i. Baskaran Sathya Prakash ii. R Rathinamala b. Promoters: i. Baskaran Sathya Prakash ii. R Rathinamala					
39	Linkpoint Mercantile Private Limited	Directors: 1. Sanjay Bagaria – Director 2. Sunil Kumar Bagaria - Director Promoters: 1. Sanjay Bagaria – Director	-	-	Non-Promoter	1,47,500	4.80

f) THE CLASS OR CLASSES OF PERSONS TO WHOM THE ALLOTMENT IS PROPOSED TO BE MADE:

The proposed allottee are in the Category of Individual, Body Corporate, Hindu Un-Divided Family (HUF), both from Promoter and Non-Promoter Group, as disclosed in the point no. e above.

g) THE TOTAL NUMBER OF SHARES TO BE ISSUED AND PRICE AT WHICH THE PREFERENTIAL ISSUE IS PROPOSED:

The Company intends to issue up to 28,50,000 Equity Shares, at a price of Rs. 16/- (Rs. Sixteen only) per Equity Share to the Investor, the minimum price at which the issue shall be made as determined as on Relevant Date in accordance with Regulation 76 of the ICDR Regulations and applicable law.

h) BASIS ON WHICH THE PRICE HAS BEEN ARRIVED AT ALONG WITH REPORT OF THE REGISTERED VALUER:

This is not applicable in the present case since the Company is a listed company and its shares are frequently traded on BSE Ltd. (since re-listing after revocation of suspension and/or issue of Listing Notice by BSE) However, it is agreed that the issue price shall be calculated in accordance with the SEBI ICDR Regulations.

i) RELEVANT DATE WITH REFERENCE TO WHICH THE PRICE HAS BEEN ARRIVED AT:

The “Relevant Date” in terms of Regulation 71(a) of the SEBI ICDR Regulations for the purpose of determining the price of the Equity Shares, is May 26, 2017 , i.e. the date 30 (thirty) days prior to the date of the Annual General Meeting.

j) LOCK-IN PERIOD:

The proposed allotment shall be subject to lock-in as per requirements of the Regulations 78 and other applicable provisions of SEBI ICDR Regulations.

k) THE CHANGE IN CONTROL, IF ANY, IN THE COMPANY THAT WOULD OCCUR CONSEQUENT TO THE PREFERENTIAL ISSUE:

The existing promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment.

l) THE JUSTIFICATION FOR THE ALLOTMENT PROPOSED TO BE MADE FOR CONSIDERATION OTHER THAN CASH TOGETHER WITH VALUATION REPORT OF THE REGISTERED VALUER:

This is not applicable in the present case since the Company being a listed company the pricing is in terms of SEBI ICDR Regulations. Further, the proposed allotment is for cash consideration.

Onesource Ideas Venture Limited

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m) UNDERTAKING TO RECOMPUTED PRICE AND UNDERTAKING TO PUT UNDER LOCK-IN TILL THE RECOMPUTED PRICE IS PAID:

As specified under the SEBI ICDR Regulations, wherever it is required, the Company shall re-compute the issue price of the Equity Shares to be allotted under the Preferential Issue in accordance with the SEBI ICDR Regulations. Further, if the amount payable on account of the re-computation of issue price is not paid by the proposed allottee within the time stipulated under the SEBI ICDR Regulations, the Equity Shares allotted to Investor shall continue to be locked-in till the time such amounts are paid by them.

n) CERTIFICATE FROM STATUTORY AUDITORS:

A copy of the certificate from Statutory Auditors certifying that the issue is being made in accordance with the requirements of SEBI ICDR Regulations shall be made available for inspection at the registered office of the Company on all working days except Saturdays and holidays between 02.30 P.M. to 04.30 P.M. up to the date of Annual General Meeting.

o) NUMBER OF PERSONS TO WHOM ALLOTMENT ON PREFERENTIAL BASIS HAS BEEN MADE IN TERMS OF NUMBER OF SECURITIES AS WELL AS PRICE:

Post 31st March, 2016 and up to the date of this Notice, no allotment has been made on preferential basis.

p) DETAILS W.R.T. TO WILFUL DEFAULTER:

None of the Promoter, Persons Acting in Concert with the Promoter, Director and Key Managerial Personnel are wilful defaulters.

q) OTHERS:

The Company has not made any preferential issue of securities during the previous and/or current financial year. The consent of the Shareholders is sought for the issue of 28,50,000 (Twenty Eight Lakh Fifty Thousand) Equity Shares in terms of Section 42 and 62(1)(c) and other applicable provisions, if any, of the Act and in terms of the provisions of the SEBI ICDR Regulations and the SEBI LODR Regulation and listing agreements entered into by the Company with the stock exchanges, where the Company's Equity Shares are listed.

As it is proposed to issue and allot the aforesaid securities on preferential allotment basis, special resolution is required to be approved by members pursuant to the provisions of Section 62 of the Companies Act, 2013, other applicable provisions of Companies Act, 2013 and Chapter VII of the Regulations. The Board of Directors believe that the proposed Preferential issue and allotment of Equity Shares is in the best interest of the Company and its members. Your Directors, therefore, recommend the resolution for your approval.

As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the SEBI LODR Regulation.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

Documents referred in the accompanying Notice are open for inspection at the registered office of the Company on all working days except Saturdays and holidays between 02.30 P.M. to 04.30 P.M. up to the date of Annual General Meeting.

In light of above, you are requested to accord your approval to the Special Resolution as set out at Item No.5 of the Notice.

**By order of the Board of Directors
For ONESOURCE IDEAS VENTURE LIMITED**

**Sd/-
VENODHINI BABU
(DIN: 00479516)
MANAGING DIRECTOR**

**Date : 27th May, 2017
Place : Chennai**



ONESOURCE IDEAS VENTURE LIMITED

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ATTENDANCE SLIP

(To be presented at the entrance)

23ND ANNUAL GENERAL MEETING ON MONDAY, 26TH DAY OF JUNE, 2017 AT 11.00 AM
at T2, Third Floor, Sindur Pantheon Plaza, 346 Pantheon Road, Egmore Chennai – 600 008.

Folio No.	_____	DP ID No.	_____	Client ID No.	_____
Name of the Member	_____	Signature	_____		_____
Name of the Proxy holder	_____	Signature	_____		_____

1. Only Member/ proxy holder can attend the Meeting.
2. Member/ proxy holder should bring his / her copy of the Annual report for reference at the Meeting.

#



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PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member : _____

Registered Address : _____

Email Id : _____

Folio No. / Client ID : _____

No. _____

I/We, being the member(s) of Share of Onesource Ideas Venture Limited, hereby appoint

1. Name	: _____	Email Id	: _____
Address	: _____	Signature	: _____
or failing him			
2. Name	: _____	Email Id	: _____
Address	: _____	Signature	: _____

#

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company to be held on Monday, 26th day of June, 2017 at 11.00 AM at T2, Third Floor, Sindur Pantheon Plaza, 346 Pantheon Road, Egmore Chennai – 600 008 and at any adjournment thereof in respect of such resolution as are indicated below:

Ordinary Business:

1. Adoption of Financial Statement,
2. Reappointment of Mr. Bhagwati Prasad Jhunjunwala , Retirement by Rotation,
3. Appointment of Auditors,

Special Business:

1. Re-appointment of Mrs. Venodhini Babu as Managing Director,
2. Preferential Allotment

Signed this _____ day of _____ 2017

Signature of shareholder	_____	Signature of Proxy holder(s)	_____
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Note:

- a) This Proxy Form in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- b) Those Members who have multiple folios with different joint holders may use copies of this Attendance slip/proxy.

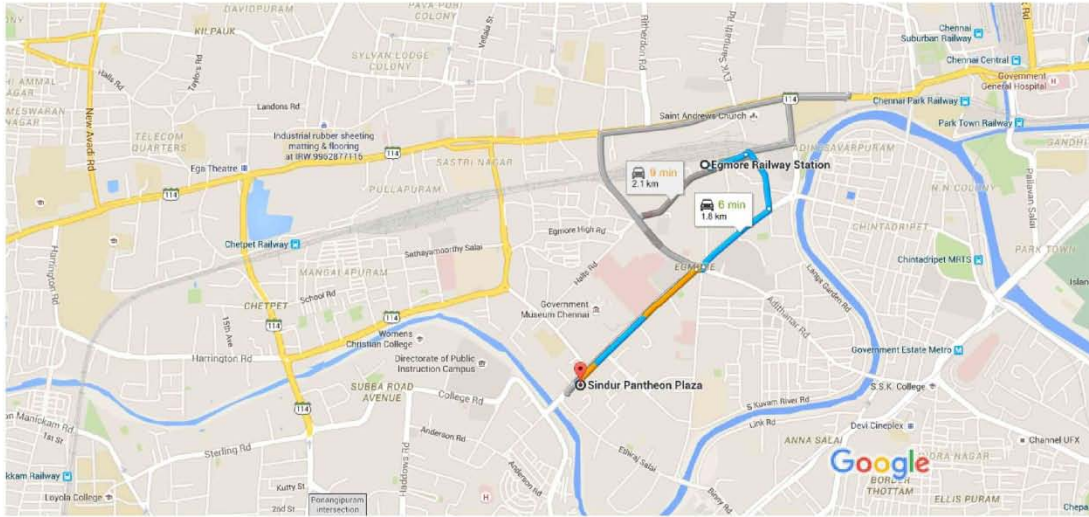
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ROUTE MAP TO THE VENUE OF THE AGM








Egmore Railway Station to Sindur Pantheon Plaza

Drive 1.8 km, 6 min



Map data ©2015 Google 200 m

-  **via Pantheon Rd**
5 min without traffic **6 min**
1.8 km
-  **via Gandhi Irwin Rd and Pantheon Rd**
7 min without traffic **9 min**
2.1 km
-  **11:42 AM–12:01 PM** **19 min**
 27B / 27E >  17C / 17D

Live traffic Fast  Slow