ONESOURCE IDEAS VENTURE LIMITED 29th

ANNUAL REPORT 2022 - 2023

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2023	

CORPORATE INFORMATION

Onesource Ideas Venture Limited

CIN: L74900TN1994PLC097983

REGISTERED OFFICE

F-4, 4th Floor, Sindur Pantheon Plaza, No. 346, Pantheon Road, Egmore, Chennai- 600008, Tamil Nadu

Email: : cs@osivl.com
Website: www.osivl.com
Cont. No.: +91 8527424195

BOARD OF DIRECTORS			
Name	(DIN)	Designation	
Mr. Vibhu Maurya	06458105	Managing Director	
Mr. Ankit Kotwani	09184682	Non-Executive Director	
Mr. Sachin Maurya	05295874	Independent Director	
Mr. Atul Chauhan	00465990	Independent Director	
Ms. Yogyata Jhunjhunwala	09799865	Independent Director	

KEY MANAGERIAL PERSONNEL		AUDIT COMMITTEE	
Name	Designation	Name	Designation
Mr. Vibhu Maurya	CFO	Mr. Atul Chauhan	Chairperson
Mr. Kartik Sanatkumar Jain	Company	Mr. Sachin Maurya	Member
	Secretary	Mr. Vibhu Maurya	Member

STAKEHOLDER'S RELATIONSHIP COMMITTEE		NOMINATION & REMUNERATION COMMITTEE	
Name	Designation	Name	Designation
Mr. Atul Chauhan	Chairperson	Mr. Sachin Maurya	Chairperson
Mr. Sachin Maurya	Member	Mr. Atul Chauhan	Member
Mr. Vibhu Maurya	Member	Mr. Ankit Kotwani	Member

AUDITORS

STATUTORY AUDITOR	SECRETARIAL AUDITOR
M/s. S V J K And Associates	Mrs. Alpana Sethia
Chartered Accountants	Practicing Company Secretary
813, I Square Business Park, Near Shukan Mall, Besides CIMS Hospital, Science City Road, Sola, Ahmedabad-380060, Gujarat, India.	10B, Heysham Row, Kolkata-700020 Mail ID: alpanasethia@gmail.com
Mail ID: info.caadvisors@gmail.com	

REGISTRAR & SHARE TRANSFER AGENT	BANKERS
Purva Sharegistry (India) Pvt. Ltd,	IDFC First Bank
No 9, Shiv Shakti Industrial Estate, Ground Floor, J R Boricha Marg.Opp Kasturba Hospital, Lower Parel, Mumbai, Maharashtra, 400011	HDFC Bank
Tel. Number: 022 - 23016761 / 23018261	
Email Id: purvashr@mtnl.net.in	
Website: www.purvashare.com	

NOTICE

NOTICE is hereby given that the 29th Annual General Meeting ("AGM") of the Members of ONESOURCE IDEAS VENTURE LIMITED will be held on Saturday, September 30, 2023 at 03:30 PM at the Registered office of the Company situated at F-4, 4th Floor, Sindur Pantheon Plaza, No. 346, Pantheon Road, Egmore Chennai – Tamil Nadu 600008, to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2023 comprising of the Balance Sheet as at March 31, 2023, Statement of Profit & Loss and Cash Flow Statement as on that date and the Explanatory Notes annexed to, and forming part of, any of the above documents together with the Report of the Board of Directors' and Auditors' thereon.

2. APPOINTMENT OF MR. ANKIT KOTWANI (DIN: 09184682) AS DIRECTOR LIABLE TO RETIRE BY ROTATION:

To appoint a director in place of Mr. Ankit Kotwani (DIN: 09184682) who retires by rotation and being eligible, offers him-self for re- appointment. Therefore, members are requested to consider and if thought fit, to pass the following resolution as an ordinary resolution:

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Ankit Kotwani (DIN: 09184682), who retires by rotation, be and is hereby re-appointed as a director liable to retire by rotation".

3. APPOINTMENT OF M/S. S V J K AND ASSOCIATES (FORMERLY KNOWN AS M/S ASRV & CO.), CHARTERED ACCOUNTANTS, AHMEDABAD (FIRM REGISTRATION NUMBER: 135182W), AS THE STATUTORY AUDITORS:

To consider and approve the appointment of M/s. S V J K And Associates (formerly known as M/s ASRV & Co.), Chartered Accountants, Ahmedabad (firm registration number: 135182W), as the Statutory Auditors of the Company and to fix their remuneration Therefore, shareholders are requested to consider and if thought fit to pass the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force) and other applicable provisions, if any and pursuant to the recommendation of the Audit Committee and Board of Directors of the Company, M/s. S V J K And Associates (formerly known as M/s ASRV & Co.), Chartered Accountants, Ahmedabad (firm registration number: 135182W) be and are hereby appointed as the Statutory Auditor of the Company, for a term of five consecutive years to hold the office from the conclusion of this 29th Annual General Meeting till the conclusion of the 34th Annual General Meeting of the Company at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the board and Auditors.

RESOLVED FURTHER THAT any Director of the Company, be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to above resolution.

SPECIAL BUSINESS:

4. INCREASE IN BORROWING LIMITS:

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

"RESOLVED THAT in supersession of the earlier resolution passed, and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, if any, for the time being in force) ('Act') and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the 'Board' which term shall include any Committee constituted by the Board to exercise its powers, including powers conferred by this resolution) to borrow from time to time, any sum or sums of monies (including non-fund based facilities) at its discretion for the purpose of the business of the Company, from any one or more Banks and/ or Financial Institutions and/or any other lending institutions in India or abroad and/or Bodies Corporate, whether by way of cash credit, advance, loans or bill discounting, issue of Non-Convertible Debentures/Fully Convertible Debentures/ Partly Convertible Debentures with or without detachable or non-detachable warrants or warrants of any other kind, bonds, external commercial borrowings or other debt instruments, or otherwise and with or without security and upon such terms and conditions as may be considered suitable by the Board, provided that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Bankers of the Company in the ordinary course of business) shall not at any time exceed the limit of ₹ 100 Crore (Hundred Crore).

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this resolution, including but not limited to settle any questions or resolve difficulties that may arise in this regard."

5. POWER TO CREATE CHARGE ON THE ASSETS OF THE COMPANY TO SECURE BORROWINGS UP TO ₹ 100 CRORE PURSUANT TO SECTION 180(1)(A) OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT in supersession of the earlier resolution passed, and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, if any, for the time being in force) ('Act'), consent of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the 'Board' which term shall include any Committee constituted by the Board to exercise its powers, including powers conferred by this resolution) to create such charges, mortgages and hypothecations, in addition to the existing charges, mortgages and hypothecations created by the Company, in such form and manner, at such time and on such terms as the Board may determine, on all or any of the movable and/or immovable properties/assets of the Company, both present and future and/or the whole or any part of the undertaking(s) of the Company for securing the borrowings of facilities/loan in any form excluding temporary loans and cash credits, the aggregate value of which shall not exceed at any time ₹ 100 Crore (Hundred Crore) from any one or more Banks and/or Financial Institutions and/ or any other lending institutions in India or abroad and/or Bodies Corporate from time to time, together with interest, additional interest, commitment charges, repayment or redemption and all other costs, charges and expenses including any increase as a result of devaluation/revaluation and all other monies payable by the Company in terms of loan agreement(s)/debenture trust deed(s) or any other document, entered into/to be entered into between the Company and the lender(s)/Agent(s) and Trustee(s) of lender(s) in respect of the

said loans/borrowings/debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the lender(s)/agent(s) of lender(s)/trustee(s) of lender(s).

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this resolution, including but not limited to settle any questions or resolve difficulties that may arise in this regard."

6. INCREASE IN THE LIMITS APPLICABLE FOR MAKING INVESTMENTS/EXTENDING LOANS AND GIVING GUARANTEES OR PROVIDING SECURITIES IN CONNECTION WITH LOANS TO PERSONS/ BODIES CORPORATE

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

"RESOLVED THAT in supersession of the earlier resolution passed and pursuant to the provisions of Section 186 of the Companies Act, 2013 ('Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and the provisions of the Memorandum of Association and the Articles of Association of the Company and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board' which expression includes any Committee constituted by the Board to exercise its powers, including powers conferred by this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as it may in its absolute discretion deem beneficial and in the interest of the Company, subject to however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of ₹ 100 Crore (Hundred Crore).

RESOLVED FURTHER THAT in terms of the provisions of Section 186 of the Act, where a loan or guarantee is given or where a security has been provided by the Company to its wholly owned subsidiary company or a joint venture company, or acquisition is made by the Company, by way of subscription, purchase or otherwise of, the securities of its wholly owned subsidiary company, the aforementioned limits shall not apply.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this resolution, including but not limited to settle any questions or resolve difficulties that may arise in this regard."

7. TO ADVANCE ANY LOAN INCLUDING ANY LOAN REPRESENTED BY A BOOK DEBT, OR GIVE ANY GUARANTEE OR PROVIDE ANY SECURITY IN CONNECTION WITH ANY LOAN TAKEN/TO BE TAKEN BY GREATER INDIA EXPORTS PRIVATE LIMITED UNDER SECTION 185 OF THE COMPANIES ACT, 2013:

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

"RESOLVED THAT pursuant to Section 185 [as substituted by Section 61 of the Companies (Amendment) Act, 2017] and other applicable provisions, if any of the Companies Act, 2013 ("the Act") and Rules made thereunder and all other applicable provisions, if any for the time being in force and subject to all requisite approvals, sanction and permission as may be necessary in this regard, and in furtherance to the existing loan(s) or guarantee(s) or security(ies) in connection with loans given, the consent of the Members of the Company, be and is hereby accorded to making any loan(s) including any loan represented by a book debt or giving any guarantee(s) or providing any security(ies) in connection with any loan taken/to be taken by Greater India Exports Private Limited (any person in whom any of the Directors of the Company is interested with the scope of Explanation to Section 185(2) of the Companies Act, 2013) up to overall maximum outstanding amount not exceeding of ₹ 50 crores (Rupees Fifty Crores only), provided that such amount are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this resolution, including but not limited to settle any questions or resolve difficulties that may arise in this regard."

8. TO ADVANCE ANY LOAN INCLUDING ANY LOAN REPRESENTED BY A BOOK DEBT, OR GIVE ANY GUARANTEE OR PROVIDE ANY SECURITY IN CONNECTION WITH ANY LOAN TAKEN/TO BE TAKEN BY SADBHAV MINERALS PRIVATE LIMITED UNDER SECTION 185 OF THE COMPANIES ACT, 2013:

"RESOLVED THAT pursuant to Section 185 [as substituted by Section 61 of the Companies (Amendment) Act, 2017] and other applicable provisions, if any of the Companies Act, 2013 ("the Act") and Rules made thereunder and all other applicable provisions, if any for the time being in force and subject to all requisite approvals, sanction and permission as may be necessary in this regard, and in furtherance to the existing loan(s) or guarantee(s) or security(ies) in connection with loans given, the consent of the Members of the Company, be and is hereby accorded to making any loan(s) including any loan represented by a book debt or giving any guarantee(s) or providing any security(ies) in connection with any loan taken/to be taken by Sadbhav Minerals Private Limited (any person in whom any of the Directors of the Company is interested with the scope of Explanation to Section 185(2) of the Companies Act, 2013) up to overall maximum outstanding amount not exceeding of ₹ 50 crores (Rupees Fifty Crores only), provided that such amount are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this resolution, including but not limited to settle any questions or resolve difficulties that may arise in this regard."

Registered office:

F-4, 4th Floor, Sindur Pantheon Plaza, No. 346, Pantheon Road, Egmore, Chennai-600008, Tamil Nadu For and on behalf of Board of Directors ONESOURCE IDEAS VENTURE LIMITED CIN: L74900TN1994PLC097983

CIIV. L/490011V19941 LC09/903

Date: September 01, 2023

Place: Chennai

Vibhu Maurya Ankit Kotwani Managing Director DIN: 06458105 DIN: 09184682

Notes:

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company.

A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 (Forty-Eight) Hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions /authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of 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.

- 2. Members/Proxies should bring their Attendance slip duly completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
- 3. Body Corporates whose Authorised Representatives are intending to attend the Meeting are requested to send to the Company on the E-mail Id cs@osivl.com, certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting and through e-voting.
- 4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to csjigartrivedi@gmail.com with copies marked to the Company at cs@osivl.com and to National Securities Depository Limited (NSDL) at evoting@nsdl.co.in.
- 5. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below:
 - a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@osivl.com.
 - b) In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@osivl.com.
 - c) Alternatively, member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.

It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect

- of physical holdings with the Company's Registrar and Share Transfer Agent, Purva Sharegistry (India) Private Limited, Unit no. 9 Shiv Shakti Ind. Estt. J.R. Boricha marg Lower Parel (E) Mumbai 400 011, Maharashtra, E-Mail ID: support@purvashare.com by due procedure.
- d) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, Purva Sharegistry (India) Private Limited to enable servicing of notices / documents / annual Reports electronically to their e-mail address.
- 6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system will be provided by NSDL.
- 7. The Register of Members and the Share Transfer Books will remain closed from Sunday, September 24, 2023 to Saturday, September 30, 2023 both days inclusive for the purpose of AGM
- 8. Relevant Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013 read with Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), in respect of Ordinary Business items i.e. item no. 3 as set out above is annexed hereto.
- 9. Members who hold shares in physical form in multiple folios, in identical names or joint holding in the same order of names are requested to send share certificates to Registrar & Share Transfer Agent of the Company, for consolidation into a single folio.
- 10. To support the 'Green Initiative', we request the Members of the Company to register their E-mail Ids with their DP or with the Share Transfer Agent of the Company, to receive documents / notices electronically from the Company in lieu of physical copies. Please note that, in case you have already registered your E-mail Id, you are not required to re-register unless there is any change in your E-mail Id. Members holding shares in physical form are requested to send E-mail at cs@osivl.com to update their E-mail Ids.
- 11. SEBI has mandated submission of Permanent Account Number (PAN) by every participant in securities market for transaction of transfer, transmission / transposition and deletion of name of deceased holder Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agent of the Company i.e. Purva Sharegistry (India) Pvt. Ltd.
- 12. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 22.
- 13. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
- 14. Members of the Company holding shares either in physical form or in dematerialised form as on Benpose date i.e. September 01, 2023 will receive Notice of Annual General Meeting (AGM) through electronic mode.

- 15. As per the MCA General Circular No. 20/2020 dated 5th May, 2020 & General Circular No. 02/2020 dated 13th January, 2021 and General Circular No. 02/2022 dated May 05, 2022 India Securities and Exchange Board of ("SEBI") Circular SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th 2020, Circular May, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 & Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, the Extra-Ordinary General Meeting will be sent through electronic mode to only those Members whose E-mail Ids are registered with the Registrar & Share Transfer Agent of the Company / Depository Participant.
- 16. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Nomination Form can be obtained from the Company's Registrar & Share Transfer Agent, Purva Sharegistry (India) Private Limited. Members holding shares in physical form may submit the same to the Company's Registrar & Share Transfer Agent, Purva Sharegistry (India) Private Limited. Members holding shares in electronic form may submit the same to their respective depository participant.
- 17. Members are requested to notify any changes in their address to the Company's Registrar & Share Transfer Agent, Purva Sharegistry (India) Private Limited, Unit no. 9, Shiv Shakti Ind. Estt. J.R. Boricha marg Lower Parel (E) Mumbai 400 011, Maharashtra.
- 18. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar & Share Transfer Agent.
- 19. The route map showing directions to reach the venue of the AGM is annexed at the end of this Notice.
- 20. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
- 21. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection by the members at the Annual General Meeting (AGM).

22. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on September, 27, 2023 at 09:00 A.M. and ends on September 29, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 23, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2023.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting for Individual shareholders holding securities in demat Mode