



Onesource *Ideas* Venture Limited  
ideas that create value

CIN : L74900TN1994PLC097983  
" J J Manor ", No. 146, Rukmani Lakshmi pathy Road,  
IIInd Floor, Egmore, Chennai - 600 008.  
P : 91 - 44-4213 4343 / 44 | F : 94- 44-4213 4333  
E : cs@osivl.com | W : www.osivl.com

06<sup>th</sup> February, 2020

To,  
The Deputy Manager  
Department of Corporate Services  
BSE Limited  
P. J. Towers, Dalal Street, Fort  
Mumbai – 400 001

Scrip Code: 530805 (BSE)

Dear Sir/ Madam,

**Sub: Submission of Postal Ballot Notice**

In compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 we are herewith submitting a copy of the Postal Ballot Notice.

Kindly take the same on your record & oblige.

This is for the information of Members.

**For ONESOURCE IDEAS VENTURE LIMITED**

*Fathima*

FATHIMA JALAL  
(DIN: 00479516)  
MANAGING DIRECTOR



Encl: As above

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## NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013)

**Dear Members,**

NOTICE is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, ("Rules") including any statutory modification or re-enactment thereof for the time being in force, the Resolutions appended below are proposed to be passed by way of Postal Ballot which includes voting by electronic means.

The proposed resolutions and explanatory statement pertaining to the said resolutions setting out all material facts concerning the resolutions and the reasons thereto are annexed hereto for your consideration. The Postal Ballot Form for e-voting is also enclosed. The Company has appointed Mr. Vishal Kumar Garg, Proprietor, M/s. Vishal Garg & Associates, Company Secretaries (Certificate of Practice No. : 21156 & Membership No. 34062), as Scrutinizer for conducting this Postal Ballot process in a fair and transparent manner.

The Members are requested to carefully read the instructions printed on the Postal Ballot Form and return the Form duly completed in all respects in the enclosed self-addressed postage pre-paid envelope so as to reach the Scrutinizer at the Registered Office of the Company on or before the close of working hours (i.e, 05.00 P.M.) on 06<sup>th</sup> March, 2020.

In compliance with regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015 and provisions of Section 110 of the Act read with the Rules, the Company is pleased to provide Electronic Voting ("e-voting") facility as an alternative, to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of Central Depository Services (India) Limited to provide e-voting facility to its Members. It may be noted that e-voting is optional. In case a Member has voted through e-voting facility, he/she is not required to send the physical Postal Ballot Form and vice versa. In case a Member votes through e-voting facility as well as sends his/her vote through physical vote, the vote cast through e-voting shall only be considered and the voting through physical Postal Ballot form shall not be considered by the Scrutinizer.

The e-voting facility is available at the link [www.evotingindia.com](http://www.evotingindia.com). Please refer the instructions for e-voting given after the Proposed Resolutions for the process and manner in which e-voting is to be carried out.

The Scrutinizer will submit this report to the Managing Director of the Company after the completion of the scrutiny of the postal ballots (including e-voting). The Managing Director of the Company will announce the results at the Board Meeting scheduled to be held at 04.00 P.M. on 7<sup>th</sup> March, 2020 at the Registered Office of the Company. The said results would be displayed at the notice board of the Registered Office of the Company, intimated to the BSE Limited where the Company's shares are listed and displayed on the Company's website viz. [www.osivl.com](http://www.osivl.com).

**By Order of the Board  
FOR ONESOURCE IDEAS VENTURE LIMITED**

Sd/-  
**FATHIMA JALAL**  
(DIN 0479516)  
**MANAGING DIRECTOR**

**Place : Chennai**  
**Date : 03<sup>rd</sup> February, 2020**

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## PROPOSED RESOLUTIONS:

### SPECIAL BUSINESS:

#### 1. DISINVESTMENT FROM M/S. AVANCERA BUSINESS SOLUTIONS PRIVATE LIMITED, A SUBSIDIARY OF THE COMPANY:

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

*“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications, amendments or re-enactments thereto) and the Rules thereof (collectively the “Act”), the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “Board”, which term shall include a Committee thereof authorised for the purpose) for 100% disinvestment in M/s. Avancera Business Solutions Private Limited, a Subsidiary of the Company and to sell the said shares to any interested buyer(s) and/or investor(s) at a value of Rs. 0.52/- per shares and on mutually agreed terms and conditions as may be decided by the Board of Directors in their absolute discretion.”*

*“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.”*

**By Order of the Board of Directors  
FOR ONESOURCE IDEAS VENTURE LIMITED**

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

**Place : Chennai**  
**Date : 03<sup>rd</sup> February, 2020**

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### **NOTES:**

1. The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 stating all material facts and reasons for the proposed resolution is annexed herewith.
2. The Notice is being sent to all the members, whose names appear in the Register of Members/List of Beneficial Owners as on the record date i.e. 31<sup>st</sup> January, 2020.
3. The Board of Directors of the Company have appointed Mr. Vishal Kumar Garg, Proprietor, M/s. Vishal Garg & Associates, Company Secretaries (Certificate of Practice No.: 21156 & Membership No. 34062), as the Scrutinizer for conducting the Postal Ballot voting process. The Scrutinizer will submit their report to the Managing Director of the Company after the completion of the scrutiny of the postal ballots (including e-voting). The Managing Director of the Company will announce the results at the Board Meeting scheduled to be held at 04.00 P.M. on 07<sup>th</sup> March, 2020 at the Registered Office of the Company.
4. Notice of Postal Ballot shall be sent via mail to those Shareholders who have registered their E-Mail IDs for receipt of documents in electronic form and to others the Notice is being sent via Courier along with Postal Ballot Form. Shareholders who have received Notice of Postal Ballot by e-mail and who wish to vote through Physical Postal Ballot Form can download the Postal Ballot Form from the link www.osivl.com or seek duplicate Postal Ballot Form from the Company/RTA.
5. Voting rights shall be reckoned on the paid up value of shares registered in the name of the shareholders as on the cut-off date i.e. 31<sup>st</sup> January, 2020.
6. In compliance with regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015 and sections 108, 110 of the Companies Act 2013 read along with the Rules made there under, the company has provided facility to the members to exercise their votes electronically and the members may vote on all resolutions stated in this postal ballot through the e-

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voting service facility provided by CDSL.

7. As required by Rule 22 of the Companies (Management and Administration) Rules, 2014, details of Postal Ballot Notice and dispatch thereof will be published in at least one English language and one vernacular language newspaper circulating in Chennai, Tamil Nadu.
8. **GENERAL INSTRUCTIONS:**
  - a. There will be one Postal Ballot form/ e-voting for every client ID No. / Folio No., irrespective of the number of joint holders.
  - b. Voting rights in the Postal Ballot / e-voting cannot be exercised by Proxy.
  - c. A shareholder can opt only for one mode for voting i.e. either Physical through Postal Ballot Form or e-voting. In case a shareholder opts for e-voting, he cannot exercise his vote through Postal Ballot Form and vice-versa. In case a shareholder opts for both the method, then voting cast through e-voting shall be considered.
  - d. Voting period commences on and from 06<sup>th</sup> February, 2020 at 09.00 A.M. and ends on 06<sup>th</sup> March, 2020 at 05.00 P.M.
  - e. The results of the Postal Ballot and e-voting will be announced at the Board Meeting scheduled to be held at 04.00 P.M. on 07<sup>th</sup> March, 2020 at the Registered Office of the Company.
  - f. The voting rights for the shares are one vote per equity share, registered in the name of shareholders/ beneficial owners of the Company as on the cut-off date i.e. 31<sup>st</sup> January, 2020.
  - g. The Scrutinizer's decision on the validity of the Postal Ballot and e-voting will be final.
9. **INSTRUCTIONS FOR VOTING BY PHYSICAL POSTAL BALLOT FORM:**
  - a. The members are requested to carefully read the instructions printed hereunder and return the Postal Ballot form duly completed with the assent (for) or dissent (against), in the enclosed postage pre-paid self-addressed envelope, so as to reach the scrutinizer, on or before the close of working hours (i.e, 05.00 P.M.) on 06<sup>th</sup> March, 2020 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the member.
  - b. The members are requested to exercise their voting rights by using the attached Postal Ballot Form only.
  - c. Envelopes containing postal ballot form if deposited in person or sent by courier at the expense of the registered member will also be accepted.
  - d. A member desiring to exercise his/her vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer at the address in the attached self-addressed Business Reply Envelope. The postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Forms, if deposited with the Company in person or if sent by courier at the expenses of the shareholder, shall also be accepted by the Company.
  - e. The Form should be completed and signed by the registered member. In case of joint shareholding, the Form should be completed and signed by the first named member and in his/her absence, by the next named member.
  - f. The signature of the member in the Form should be exactly similar to the specimen signature available on the records of our Registrar and Share Transfer Agent or the concerned Depository, as the case may be.
  - g. In case of minors, the Form should be signed by the natural guardian of the minor as per the records of our Registrar and Share Transfer Agent or the concerned Depository, as the case may be.
  - h. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies,

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etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant board resolution / appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.

- i. Unsigned Forms will be rejected. The scrutinizer's decision on the validity of the Form shall be final and binding.
- j. A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to M/s. Purva Sharegistry (India) Pvt. Ltd., 9, Shiv Shakti Ind. Estt., J R Boricha Marg, Lower Parel East, Mumbai 400 011, Email : [support@purvashare.com](mailto:support@purvashare.com) Phone : +91-022-2301 6761/8261, Fax : +91-022-2301 2517 or to the e-mail ID [cs@osivl.com](mailto:cs@osivl.com) if so required.
- k. Shareholders who have received Notice of Postal Ballot by e-mail and who wish to vote through Physical Postal Ballot Form can download the Postal Ballot Form from the link [www.osivl.com](http://www.osivl.com). However, duly completed Postal Ballot Form should reach the Company/Scrutinizer not later than the close of working hours i.e. 05:00 P.M. of Friday, the 06<sup>th</sup> March, 2020. Forms received after this date will be strictly treated as if the reply from such member has not been received.
- l. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the members by the close of working hours of Friday, 31<sup>st</sup> January, 2020 taken as the cut-off date.
- m. Members are requested not to send any other paper along with the Form in the enclosed self-addressed postage prepaid envelope, as such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
- n. The Scrutinizer will finalize his report on the scrutiny of the Forms received and submit his report to the Managing Director of the Company. The decision of the Managing Director on the basis of the said report shall be final, conclusive and binding. The result of the postal ballot finalized as above will be placed on the Notice Board of the Company at its Registered Office on Saturday, the 07<sup>th</sup> March, 2020 and intimated to the BSE Limited where the Company's shares are listed and displayed on the Company's website viz. [www.osivl.com](http://www.osivl.com)
- o. The date of declaration of postal ballot result will be taken as the date of passing of resolution.
- p. Any query in relation to the resolutions proposed to be passed by Postal Ballot may be addressed to **Mrs. Fathima Jalal, Managing Director.**

## 10. INSTRUCTIONS FOR VOTING BY ELECTRONIC VOTING MEANS :

In compliance with provisions of Section 110 of the Companies Act, 2013, Rule 22 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015, the Company is pleased to provide e-voting facility to its shareholders to enable them to cast their vote electronically, as an alternative to vote through postal ballot. The business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL)

The process and manner for remote e-voting is as under:

- a. The remote e-voting period commences on 06<sup>th</sup> February, 2020 (09:00 A.M.) and ends on 06<sup>th</sup> March, 2020 (05:00 P.M.). During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 31<sup>st</sup> January, 2020 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- b. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- c. Click on "Shareholders" tab.
- d. Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with

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the Company, excluding the special characters.

- 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:

For Members holding shares in Demat Form and Physical Form	
PAN	<ul style="list-style-type: none"><li>• Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li><li>• 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.</li><li>• 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.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"><li>• 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.</li><li>• 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 (c).</li></ul>

- 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 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: **200203003** for the relevant Company Name i.e. "ONESOURCE IDEAS VENTURE LIMITED" on 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.
- 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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- q. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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- r. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android/IOS/Windows based mobiles. The m-Voting app can be downloaded from Google Play Store / App Store and/or Windows Phone Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- s. Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://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](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a compliance user which 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
11. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at [cs@osivl.com](mailto:cs@osivl.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before 06<sup>th</sup> March, 2020 upto 5:00 pm without which the vote shall not be treated as valid.
12. 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 of 31<sup>st</sup> January, 2020.
13. The shareholders shall have one vote per equity share held by them as on the cut-off date 31<sup>st</sup> January, 2020. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
14. Mr. Vishal Kumar Garg, Proprietor, M/s. Vishal Garg & Associates, Company Secretaries (Certificate of Practice No.: 21156 & Membership No. 34062) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting through postal ballot in a fair and transparent manner. The Scrutinizer will submit within a period not exceeding 48 hours from the conclusion of the remote e-voting period unblock the votes in the presence of at least 2 (two) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Managing Director of the Company.
15. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.osivl.com](http://www.osivl.com) and on the website of CDSL. The same will be communicated to the stock exchanges viz. The BSE Limited and Delhi Stock Exchange where shares are listed.

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

### ITEM NO. 1

In accordance with the approval from the shareholders of the Company at the 23<sup>rd</sup> Annual General Meeting of the company held on 26<sup>th</sup> June, 2017 and Share Purchase and Shareholders Agreement (“SPSA”) dated 14<sup>th</sup> July, 2017 entered in to between M/s. Onesource Ideas Venture Limited and M/s Avancera Business Solutions Private Limited (ABSPL) and promoters of the ABSPL (viz., Mr. Dasthagir Sheriff and Mrs. Vasudevan Jyotsna), the Company acquired a total of 5,600 Equity Shares of ABSPL at the rate of Rs. 613.21/- per share.

Thereafter, pursuant to preferential allotment by ABSPL dated 07<sup>th</sup> August, 2017, 23,000 Equity shares were allotted to the Company at the rate of Rs. 613.21/- per share. By virtue of the aforementioned acquisition of shares, ABSPL become the subsidiary of the Company pursuant to provisions of Section 2(87)(ii) of the Companies Act, 2013, as the Company was holding 53.9% of the share capital in ABSPL.

Further, pursuant to Bonus issue dated 17<sup>th</sup> March, 2018, undertaken by the Board of ABSPL, the shareholding of the Company in ABSPL increased to 7,15,000 Equity Shares amount to 53.9% of the share capital of ABSPL.

However, in the light of tough competition being face by the ABSPL in the business segment of “E-Loan Facilitation”, from other players in the market, and increasing cost of running the organization, the book value of ABSPL along with the fair market value of the Online Portal “Quickrupee.com” has drastically reduced. The Book value of the ABSPL as on 10<sup>th</sup> January, 2020 has been arrived at Rs. 0.52/- per share by the Statutory Auditors of the Company vide their Certificate dated 20<sup>th</sup> January, 2020. In light of the above, the Board of Directors of the Company at its meeting held on 03<sup>rd</sup> February, 2020 has arrived at a decision to disinvest 100% of holdings in ABSPL and to sell the said shares to any interested buyer(s) and/or investor(s) at a value of Rs. 0.52/- per shares and on mutually agreed terms and conditions as may be decided between the Company and the buyer/investor. The above stated Networth Certificate / Book Value Certificate shall be available for inspection at the registered office of the company on working days during business hrs.

The Board of Directors of the Company in terms with the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications, amendments or re-enactments thereto) and the Rules thereof (collectively the “Act”), herewith proposes to the shareholders of the company to empower the Board of Directors of the Company to sell 7,15,000 Equity shares of ABSPL at a value of Rs. 0.52/- per share to any interested buyer and/or investor on mutually agreed terms and conditions.

**The Board of Directors of your Company recommends this Resolution for the approval of the shareholders to be passed as Special Resolution.**

**No director, key managerial personnel or their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.1.**

**By Order of the Board of Directors  
FOR ONESOURCE IDEAS VENTURE LIMITED**

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

Place : Chennai  
Date : 03<sup>rd</sup> February, 2020