

ONESOURCE IDEAS VENTURE LIMITED

(Formerly known as Anugraha Jewellers Limited)

CIN: L74900TN1994PLC097983

26th June, 2017

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,

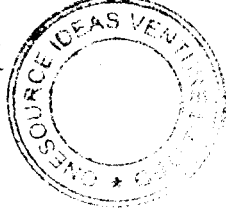
Sub: Submission of Annual Report of the 23rd Annual General Meeting for the F. Y. 2016 - 2017 held on 26th June, 2017 - Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

In pursuance with Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith the Annual Report of the 23rd Annual General Meeting for the F. Y. 2016-2017 held on Monday, 26th June, 2017 at 11.00 a.m at the registered office of the Company situated at T2, 3rd Floor, Sindur Pantheon Plaza, 346, Pantheon Road, Egmore, Chennai- 600 008.

FOR ONESOURCE IDEAS VENTURE LIMITED

Venodhini

VENODHINI BABU
(DIN: 00479516)
MANAGING DIRECTOR



Onesource Ideas Venture Limited

23rd ANNUAL REPORT

2016-2017

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Onesource Ideas Venture Limited

CIN: L74900TN1994PLC097983

CORPORATE PROFILE

Board of Directors

Mr. BHAGWATI PRASAD JHUNJHUNWALA DIN: 00479503	-	Non-Executive Chairman
Mrs. VENODHINI BABU DIN: 00479516	-	Managing director
Mr. KESAVAN SURESH KUMAR DIN: 06805795	-	Independent Director
Mr. DHARMARAJ NAGENDRAN DIN: 07000696	-	Independent Director

Key Managerial Personnel

Mr. VASALAKOTRAM SAMPATH SUDHAKAR	-	Chief Financial Officer
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Statutory Auditor

M/s. K D M AND CO.,
Chartered Accountants
New No.2, Old No.39, First Floor,
Kasturibai Nagar, Fourth Main Road,
Adyar, Chennai-600020

Secretarial Auditor

Ms.Deepika.K
Company Secretary
No.12,Arumugam Street,
Chennai - 600 001

Registrar and Transfer Agent

M/s. Purva Shareregistry (India) Pvt. Ltd.

No-9, Shiv Shakti Industrial Estate,
Ground Floor, J. R. Boricha Marg,
Opp. Kasturba Hospital, Lower Parel,
Mumbai - 400 011
(T) (91)- 022-2301 6761 / 2301 8261
(F) (91)- 022-2301 2517
Email: purvashr@mtnl.net.in/busicomp@gmail.com

Bankers

HDFC BANK
VIJAYA BANK

Registered Office

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

Annual General Meeting

Day : Monday
Date : 26.06.2017
Time : 11.00 A.M
Venue : T-2, 3rd Floor, Sindur
Pantheon Plaza,
346 Pantheon Road,
Egmore
Chennai – 600 008
Tamil Nadu

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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 Jhunjhunwala (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 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

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.
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.
- 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.
- 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,
- 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.

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.

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.

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 ret right 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.

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:

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;

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.

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.

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	Nikhari Saraf	Nikhari 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

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)
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 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	-	-	Non-Promoter	1,31,250	4.27
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.

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**

DIRECTOR'S REPORT

Dear Members

We are pleased to present the report on our business and operations for the year ended 31st March, 2017.

1. Results of our Operations:

The Company's financial performance for the year ended 31st March, 2017 is summarised below;

Particulars	FY 2016-2017	FY 2015-2016
Revenue from Operations	9,95,000	9,00,000
Other Income	3,250	4,337
Total Income	9,98,250	9,04,337
Total Expenses	14,42,503	16,99,226
Profit Before Tax & Extraordinary Items	(4,44,253)	(7,94,889)
Tax Expense		
-Current Tax	-	-
-Deferred Tax Liability/(Assets)	-	-
Net Profit/(Loss) for the Year	(4,44,253)	(7,94,889)

a. Review of operations and affairs of the Company:

During the year under review, the Company has incurred loss before Interest, Depreciation & Tax of **Rs.4,44,253/-** as compared to loss of **Rs.7,94,889/-** in previous year. Your Company is constantly looking for various new avenues in the segment of Consultancy, Advisory and Investing/Trading of Shares and securities.

b. Dividend:

Due to loss during the year and also due to carried forward losses, your Company do not recommend any Dividend during the year under review.

c. Transfer to Reserves:

The Company has not proposed to transfer any amount to any reserve.

d. Deposits:

During the year under review, your company has not accepted any deposits from the public within the meaning of section 76 of the Companies Act, 2013 and the rules there under. There are no public deposits, which are pending for repayment.

e. Particulars of loans, guarantees or investments:

It is hereby informed that the Company has neither give any Loans, investments nor given any guarantee or provided any security during the financial year under review.

f. Particulars of contracts or arrangements made with related parties:

The Company has not entered into any Contracts or arrangements with related parties referred to in section 188(1) of the Companies Act, 2013, during the financial under review, except to the extent of remuneration to Managing Director of the Company. The Policy on Related Party Transaction is available on our website www.onesourceideasventure.com.

g. Variation in market Capitalization:

During the financial year under review, the Securities of your Company were listed but the trading of these securities was under suspension at BSE Limited, thus the company is not able to provide any Market Price data for the securities of the Company. The data w.r.t. to Net-worth of the Company is provided hereunder.

Particulars	F.Y. 2016-2017	F.Y. 2015-2016
Net-Worth	1,14,181	5,58,434

The BSE Limited vide its Notice No. 20170413-18 dated 13th April, 2017 has issued revocation of the trading in the Script of the Company w.e.f., 21st April, 2017.

h. Management's Discussion and Analysis:

Management's Discussion and Analysis Report for the year under review, as stipulated under Schedule V (B) of Regulation 34(2)(e) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is appended as **Annexure I** to this report.

i. Director's Responsibility Statement:

Pursuant to Section 134(3)(c) and Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- (ii) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 (erstwhile Companies Act, 1956) for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the directors have prepared the annual accounts on a going concern basis;
- (v) the directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- (vi) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

j. Recommendations of the Audit Committee:

During the year under review, all the recommendations made by the Audit Committee were accepted by the Board.

2. Human Resource Management:

To ensure good human resources management at Onesource Ideas Venture Limited, we focus on all aspects of the employee lifecycle. This provides a holistic experience for the employee as well. During their tenure at the Company, employees are motivated through various skill-development, engagement and volunteering programs. All the while, we create effective dialogs through our communication channels to ensure that the feedback reach the relevant teams, including the leadership.

a. Particulars of employees:

The table containing the details of remuneration of Directors and Employees in accordance with the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is appended as **Annexure II** to this report.

There are no employees who were in receipt of remuneration in excess of the ceiling prescribed in the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Further as on 31st March, 2017 the Company had 1 employees and the Disclosure with respect to details of the Top 10 employees as on 31st March, 2017 in pursuance to Rule 5(2)& Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as mentioned below:

PARTICULARS	1
Name of the Employee	Vasalakotram Sampath Sudhakar
Age	38
Designation	Chief Financial Officer
Nature of Employment	Finance
Salary drawn	Rs.12,000/- Per Month
Qualification	BCA
Experience (in years)	11 years
Date of Joining	05.11.2014
Particulars of previous employment	Self-Employed

The Company currently do not provide any Employee Stock Option Scheme/Employee Stock Purchase Scheme to its employees.

b. Key Managerial Personnel:**i. Managing Director or Chief Executive Officer or Manager and in their absence, a Whole-Time Director:**

➤ Mrs. Venodhini Babu (DIN: 00479516) is the Managing Director.

ii. Company Secretary:

➤ Ms. Megha Agarwal, was appointed as Company Secretary of the Company w.e.f. 22nd June, 2015 and thereafter she resigned from the said post w.e.f. 29th August, 2016. The Board is in the process of identifying a suitable candidate for the post of Company Secretary cum Compliance Officer.

iii. Chief Financial Officer:

➤ Mr. Vasalakotram Sampath Sudhakar is the Chief Financial Officer.

3. Corporate Governance:

Corporate governance is an ethically driven business process that is committed to values aimed at enhancing an organization's brand and reputation. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders' expectations. At Onesource Ideas Venture Limited, it is imperative that our company affairs are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders. The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices as prevalent globally.

As per the Regulation 15(2)(a) of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015; The compliance with the Corporate Governance provisions as specified in regulations 17, 18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V shall not apply, in respect of the Listed entity having paid up Equity share capital not exceeding Rs. 10 Crore and Net-worth not exceeding of 25 Crore, as on the last day of the Previous financial year. **It is hereby informed that your Company during the Previous financial year (i.e., 2015-2016) has the paid-up capital of Rs. 22,50,000 divided in to 2,25,000 Equity Shares of Rs. 10/- each and the Net-worth of the Company was Rs. 5.58 lakhs respectively. Thus, the compliance with provisions of Corporate Governance in accordance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to your Company.**

a. Compliance Department:

During the year under review, the following changes took place with respect to the Compliance Officer of the Company:

- Mrs. Venodhini Babu (DIN: 00479516), Managing Director was acting as the Compliance Officer of the Company till 22nd June, 2015,
- Subsequently Ms. Megha Agarwal was appointed as Company Secretary cum Compliance officer of the Company w.e.f. 22nd June 2015.
- Ms. Megha Agarwal, resigned from the said post w.e.f., 29th August, 2016.
- For time being the Company has appointed Mrs. Venodhini Babu, Managing Director as the compliance officer of the Company w.e.f. 30th August, 2016.
- The Board is in the process of identifying a suitable candidate for the post of Company Secretary cum Compliance Officer.

The Compliance department of the Company is responsible for independently ensuring that the operating and business units comply with regulatory and internal guidelines. New instructions/guidelines issued by the Regulatory authorities were disseminated across the Company to ensure that the business and business units operate within the boundaries set by the regulators and that compliance risks are suitably monitored and mitigated in course of their activities & processes.

b. Information on the Board of Directors of the Company:

During the year under review, following changes took place in the Composition of Board of Directors of the Company;

- (i) The Shareholders at the Annual General Meeting of the Company held on 30th September, 2016 approved the;
 - a. Re-appointment of Mr. Bhagwati Prasad Jhunjunwala (DIN: 00479503), who retired by rotation.

In compliance with the Companies Act, 2013 the following directors are proposed to be appointed/re-appointed as Director/Independent Directors/Executive Director of the Company by the approval of the Share Holders of the Company;

- (i) Mr. Bhagwati Prasad Jhunjunwala (DIN: 00479503) retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

c. Board Diversity:

The Company recognizes and embraces the importance of a diverse board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help us, retain our competitive advantage. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors. The Board Diversity Policy is available on our website www.onesourceideasventure.com.

d. Details with regards to meeting of Board of Directors and attendance during the year of the Company:

(i) Composition of the Board of Directors as on the date of this Report is mentioned below;

Name of the Director	Designation	Category
Ms. Venodhini Babu	Managing Director	Executive Director
Mr. Bhagwati Prasad Jhunjhunwala	Director	Non-Executive Chairman
Mr. Kesavan Suresh Kumar	Director	Independent Director
Mr. Dharmaraj Nagendran	Director	Independent Director

(ii) Meeting of Board of Directors and Attendance During the Year:

During the FY 2016-2017, 6 (Six) meetings of the Board of Directors of the Company were held i.e. on 27th May, 2016, 12th August, 2016, 29th August, 2016, 02nd September, 2016, 11th November, 2016 and 11th February, 2017. The gap between two meetings did not exceed 120 days. The attendance of the members at the Board of Directors meetings was as follows:

Name of Director	Attendance Particulars		No. of Directorships in other Public Company*	No. of Chairmanship/ Membership of Board Committees in other Companies#	
	Board Meetings	Last AGM		Chairman	Member
Ms. Venodhini Babu	6	YES	1	-	-
Mr. Bhagwati Prasad Jhunjhunwala	6	YES	-	-	-
Mr. Kesavan Suresh Kumar	6	YES	1	-	1
Mr. Dharmaraj Nagendran	6	YES	-	-	-

*The Directorships held by the Directors as mentioned above do not include Alternate Directorships and Directorships held in Foreign Companies, and Companies registered under Section 25 of the Companies Act, 1956 or Section 8 of the Companies Act, 2013.

#In accordance with Regulation 26 (1) (b) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 Membership/Chairpersonship of only the Audit Committees and Stakeholders' Relationship Committee in all Public Limited Companies has only been considered.

e. Policy on Directors' Appointment and Remuneration:

The current policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on 31st March, 2017, the Board consist of 4 Members, 1 of whom is an Executive Director and 1 of whom is a Non-Executive Director and the 2 others are Independent Directors. The Board periodically evaluates the need for change in its composition and size.

The Policy of the Company on Director’s Appointment and Remuneration, including criteria for determining qualifications, positive attributes, independence of director and other matters provided under Section 178(3) of the Companies Act, 2013, adopted by the Board, is appended as **Annexure III** to this report. We affirm that the Remuneration paid to the director is as per the terms laid out in the said policy.

f. Declaration by Independent Directors:

The Company has received necessary declarations from each Independent Director(s) under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

g. Training of Independent Directors:

Every new Independent Director at the time of appointment is issued a detailed Appointment Letter incorporating the Role, Duties and Responsibilities, Remuneration and Performance evaluation process, Code of Conduct and obligations on disclosures.

Further every new Independent Director is provided with copy of latest Annual Report, the Code of Conduct, the Code of Conduct for Internal Procedures and to Regulate, Monitor and Report Trading by Insiders (“Code of Conduct - PIT”) and the Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information (the “Fair Practice Code”), Tentative Schedule of upcoming Board and Committee meetings.

The Company through its Executive Directors / Key Managerial Personnel conduct programs /presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

Thus such programs / presentations provides an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company’s strategy, business model, operations, service and product offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management and such other areas as may arise from time to time. The Policy on the Familiarization Programme for Independent Directors is available on our website www.onesourceideasventure.com.

h. Board’s Committees:

Currently, the Board has three Committees: the Audit Committee, the Nomination and Remuneration Committee, and the Stakeholder’s Relationship Committee. All Committees are appropriately constituted

(i) The details of the composition of the Committees as on the date of this Report is mentioned below:

Name of the Committee	Name of the Company Member	Position in the Committee
Audit Committee	Mr. Kesavan Suresh Kumar	Chairman
	Mr. Dharmaraj Nagendran	Member
	Mrs. Venodhini Babu	Member
Nomination and Remuneration Committee	Mr. Kesavan Suresh Kumar	Chairman
	Mr. Dharmaraj Nagendran	Member
	Mr. Bhagwati Prasad Jhunjunwala	Member
Stakeholders Relationship Committee	Mr. Kesavan Suresh Kumar	Chairman
	Mr. Dharmaraj Nagendran	Member
	Mrs. Venodhini Babu	Member

(ii) MEETING OF AUDIT COMMITTEE AND ATTENDANCE DURING THE YEAR:

During the financial year under review, Audit Committee Meetings were held 5 times in a year viz., on 27th May, 2016, 12th August, 2016, 02nd September, 2016, 11th November, 2016 and 11th February, 2017 and the attendance of the members at the Audit Committee meetings was as follows:

Name of the Director	Attendance Particulars	
	Meeting Held during their tenure	Meeting Attended during their tenure
Mr. Kesavan Suresh Kumar	5	5
Mr. Dharmaraj Nagendran	5	5
Mrs. Venodhini Babu	5	5

(iii) MEETINGS OF NOMINATION AND REMUNERATION COMMITTEE AND ATTENDANCE DURING THE YEAR:

During the financial year under review, Nomination and Remuneration Committee Meetings was held thrice viz., 27th May, 2016, 29th August, 2016 and 02nd September, 2016 the attendance of the members at the Nomination and Remuneration Committee meeting was as follows:

Name of the Director	Attendance Particulars	
	Meeting Held during their tenure	Meeting Attended during their tenure
Mr. Kesavan Suresh Kumar	3	3
Mr. Dharmaraj Nagendran	3	3
Mr. Bhagwati Prasad Jhunjhunwala	3	3

(iv) MEETING OF STAKEHOLDER RELATIONSHIP COMMITTEE AND ATTENDANCE DURING THE YEAR:

During the financial year under review, Stakeholder Relationship Committee Meetings were held 5 times in a year viz., 27th May, 2016, 12th August, 2016, 02nd September, 2016, 11th November, 2016 and 11th February, 2017 and the attendance of the members at the Stakeholder Relationship Committee meeting was as follows:

Name of the Director	Attendance Particulars	
	Meeting Held during their tenure	Meeting Attended during their tenure
Mr. Kesavan Suresh Kumar	5	5
Mr. Dharmaraj Nagendran	5	5
Mrs. Venodhini Babu	5	5

i. Board Evaluation:

The Board of Directors has carried out an Annual Evaluation of its "own performance", "Board committees" and "Individual Directors" pursuant to the section 134(3) of the Companies Act, 2013.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee members on the basis of the criteria such as the composition of Committees, effectiveness of Committee meetings, etc.

The Board and the Nomination and Remuneration Committee (“NRC”) reviewed the performance of the individual Directors on the basis of the criteria such as the contribution of the individual Director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of Independent Directors, performance of non-Independent Directors, performance of the Board as a whole was evaluated, The same was discussed in the Board meeting that followed the meeting of the Independent Directors at which the report as submitted by the Independent Directors was taken on record and discussed.

j. Listing:

The equity shares of Onesource Ideas Venture Limited (Scrip Code: 530805) are listed at BSE.

Your Company paid the Listing Fees to the BSE Limited for FY 2016-2017 as well as for 2017-2018 in terms of Uniform Listing Agreement entered with the said Stock Exchange.

k. Insider Trading

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, your Company has constituted a comprehensive Code titled as “Code of Conduct for Internal Procedures and to Regulate, Monitor and Report Trading by Insiders” which lays down guide lines and advises the Directors and Employees of the Company on procedures to be followed and disclosures to be made while dealing in securities of the Company. The said policy is available on our website www.onesourceideasventure.com.

4. Auditors:

a. Statutory Auditor:

The 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) At the Annual General Meeting held on 30th September, 2014, M/s. Dharmaraj & Co., Chartered Accountants (Firm Registration No. 013630S) {herein after M/s. K D M AND CO., Chartered Accountants (Firm Registration No. 013630S)} were appointed as Statutory Auditors of the Company from the conclusion of the 20th Annual General Meeting of the Company held on 30th September, 2014 till the conclusion of the 24th Annual General Meeting to be held in the year 2018. In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s. K D M AND CO., Chartered Accountants (Firm Registration No. 013630S), as Statutory Auditors of the Company, is placed for ratification by the shareholders. In this regards, the Company has received a certificate from the Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

b. Secretarial Auditors:

The Board of Directors at the meeting held on 02nd September, 2016 had appointed M/s. Vishal Garg & Associates, Company Secretaries as the Secretarial Auditor of the Company for the FY 2016-2017, however M/s. Vishal Garg & Associates, Company Secretaries issued a letter dated 05th May, 2017 showcasing their inability to conduct the secretarial Audit of the Company for the FY 2016-2017. The Board of Directors of the Company at the meeting held on 12th May, 2017 appointed Ms. Deepika K (COP: 18437) as the Secretarial Auditor of the Company for the FY 2016-2017.

The Secretarial Audit Report for the FY 2016-2017 is appended as **Annexure IV** to this report

c. Comments of the Board on the qualification/reservation/adverse remarks/disclosure made:

(i) by the Statutory Auditor in the Audit Report:

The Statutory Auditor report does not contain any qualifications, reservations or adverse remarks.

(ii) by the Secretarial Auditor in the Secretarial Audit Report:

- a. The Company has not appointed an Auditor/Firm of Auditors who has/have subjected himself/themselves to peer review process and holds a valid certificate issued by Peer Review Board of Institute of Chartered Accountants of India as stipulated under Regulation 33 (1)(d) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

The Board with respect to the above mentioned qualification herewith submits that, the Board has appointed M/s. Dharmaraj & Co., Chartered Accountants (Firm Registration No. 013630S) {herein after M/s. K D M AND CO., Chartered Accountants (Firm Registration No. 013630S)}, as

Auditors of the Company to hold office till the conclusion of the Annual General Meeting of the Company to be held in the year 2018 (subject to ratification of their appointment at every AGM), However, M/s. Dharmaraj & Co., Chartered Accountants (Firm Registration No. 013630S) {herein after M/s. K D M AND CO., Chartered Accountants (Firm Registration No. 013630S)}, has not subjected themselves to peer review process under the

Peer Review Board of Institute of Chartered Accountants, it was assured by them that they shall subject themselves to peer review process under the Peer Review Board of Institute of Chartered Accountants in FY 2017-2018.

- b. The Company has not appointed a Company Secretary and/or Compliance Officer in terms of Section 203 (1)(ii) of the Companies Act, 2013 and Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, from 30th August, 2016 till the end of the FY 2016-2017.

The Board with respect to the above mentioned qualification herewith submits that, the Board is in process of identifying a suitable candidate for the position of Company Secretary cum Compliance Officer.

Therefore for the time being Mrs. Venodhini Babu, Managing Director has been appointed as the compliance officer of the Company.

d. Internal Financial Control

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

e. Risk Management:

The Company has a robust Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The business risk framework defines the risk management approach across the enterprise at various levels

including documentation and reporting. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business segments. The Company has identified various risks and also has mitigation plans for each risk identified. The Risk Management Policy of the Company is available on our website www.onesourceideasventure.com.

f. Vigil Mechanism:

The Company has established a mechanism for Director's and employee's to report their concerns relating to fraud, malpractice or any other activity or event which is against the interest of the Company.

The Whistle Blower Policy is in place. Employees can report to the Management concerned unethical behaviour, act or suspected fraud or violation of the Company's Code of Conduct Policy. No Employee has been denied access to the Audit Committee. The Whistle Blower Policy is available on our website www.onesourceideasventure.com.

g. Statement on Material Subsidiary:

The Company currently do not have any Material Subsidiary. The Policy on Identification of Material Subsidiaries is available on our website www.onesourceideasventure.com.

5. Corporate Social Responsibility:

As per the provision of Section 135 of the Companies Act, 2013, all companies having a net worth of Rs.500 crore or more, or a turnover of Rs.1,000 crore or more or a net profit of Rs.5 crore or more during any financial year are required to constitute a CSR committee and hence our Company do not meet the criteria as mentioned above, the Company has not constituted

any Corporate Social Responsibility Committee; and has not developed and implemented any Corporate Social Responsibility initiatives and the provisions of Section 135 of the Companies Act, 2013 is not applicable to the Company.

a. Particulars on conservation of energy, research and development, technology absorption and foreign exchange earnings and outgo:

(i) Energy Conservation:

Conservation of energy continues to receive increased emphasis and steps are being taken to reduce the consumption of energy at all levels. The Company has taken steps to conserve energy in its office use, consequent to which energy consumption had been minimized. No additional Proposals/ Investments were made to conserve energy. Since the Company has not carried on industrial activities, disclosures regarding impact of measures on cost of production of goods, total energy consumption, etc, are not applicable.

(ii) Foreign Exchange Earnings and Outgo:

The Company has not earned or spent any foreign exchange during the year under review.

(iii) Research and Development & Technology Absorption:

The Company has not adopted any technology for its business and hence no reporting is required to be furnished under this heading. The Company will adopt necessary technology as and when required in the furtherance of the business.

6. Others:**a. Extract of Annual Return:**

In accordance with Section 134(3)(a) and Section 92(3) of the Companies Act, 2013, an extract of the Annual Return in the prescribed format is appended as **Annexure V** to this Report.

b. Significant and Material Orders:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

c. Disclosure under the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirement of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act 2013. All the employees (permanent, Contractual, temporary, Trainees) are covered under this policy.

During the year under review, no complaints were received falling under the category of Sexual Harassment of Women.

d. Other Disclosures:

Your Directors state that no disclosure or reporting is required in respect to the following items as there were no transactions on these items during the year under review:

- (i) Issue of equity shares with differential rights as to dividend, voting, or otherwise.
- (ii) Issue of shares (including sweat equity shares) to employees of the company under any scheme.
- (iii) Redemption of Preference Shares and/or Debentures.

e. Reporting of Fraud by Auditors:

No Fraud has been reported by the Auditors of the Company under Section 143(12) of the Companies Act, 2013.

f. Soliciting Shareholders Information:

This is to inform you that the company is in process of updation of records of the shareholders in order to reduce the physical documentation as far as possible.

With new BSE Uniform listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, we have to update your PAN No., Phone no. and e-mail id in our records. We would also like to update your current signature records in our system. To achieve this, we solicit your co-operation in providing the following details to us;

- a. If you are holding the shares in dematerialized form you may update all your records with your Depository Participant (DP).
- b. If you are holding shares in physical form, you may provide the following:
 - i. Folio No.
 - ii. Name
 - iii. Pan No.
 - iv. E-mail ID
 - v. Telephone No.
 - vi. Specimen Signatures (3 in Nos.)

7. Acknowledgement:

Your Directors wish to place on record their appreciation for the contribution made by the employees at all levels but for whose hard work, and support, your company's achievements would not have been possible. Your Directors also wish to thank its customers, dealers, agents, suppliers, investors and bankers for their continued support and faith reposed in the company.

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

**Date: 27.05.2017
Place: Chennai**

**Sd/-
VENODHINI BABU
(DIN: 00479516)
Managing Director**

**Sd/-
BHAGWATI PRASAD JHUNJHUNWALA
(DIN: 00479503)
Director cum Chairman**

Annexure I

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. INDIAN ECONOMY:

India has emerged as the fastest growing major economy in the world as per the Central Statistics Organisation (CSO) and International Monetary Fund (IMF). As per the Economic Survey 2016-17, the Indian economy should grow between 6.75 and 7.5 per cent in FY 2017-18.

India's gross domestic product (GDP) grew by 7 per cent year-on-year in October-December 2016 quarter, which is the strongest among G-20 countries, as per Organisation for Economic Co-operation and Development (OECD) Economic Survey of India, 2017. According to IMF World Economic Outlook Update (January 2017), Indian economy is expected to grow at 7.2 per cent during FY 2016-17 and further accelerate to 7.7 per cent during FY 2017-18.

The tax collection figures between April 2016 and January 2017 show an increase in Net Indirect taxes by 16.9 per cent and an increase in Net Direct Taxes by 10.79 per cent year-on-year, indicating a steady trend of healthy growth. The total number of e-filed Income Tax Returns rose 21 per cent year-on-year to 42.1 million in 2016-17 (till 28.02.17), whereas the number of e-returns processed during the same period stood at 43 million.

Corporate earnings in India are expected to grow by over 20 per cent in FY 2017-18 supported by normalisation of profits, especially in sectors like automobiles and banks, while GDP is expected to grow by 7.5 per cent during the same period, according to Bloomberg consensus.

India has retained its position as the third largest startup base in the world with over 4,750 technology startups, with about 1,400 new start-ups being founded in 2016, according to a report by NASSCOM.

India's labour force is expected to touch 160-170 million by 2020, based on rate of population growth, increased labour force participation, and higher education enrolment, among other factors, according to a study by ASSOCHAM and Thought Arbitrage Research Institute.

India's foreign exchange reserves stood at US\$ 366.781 billion as on March 17, 2017 as compared to US\$ 360 billion by end of March 2016, according to data from the RBI.

The improvement in India's economic fundamentals has accelerated in the year 2015 with the combined impact of strong government reforms, Reserve Bank of India's (RBI) inflation focus supported by benign global commodity prices.

India's consumer confidence index stood at 136 in the fourth quarter of 2016-17, topping the global list of countries on the same parameter, as a result of strong consumer sentiment, according to market research agency.

Government Initiatives:

The Government of India announced demonetisation of high denomination bank notes of Rs 1000 and Rs 500, with effect on November 8, 2016, in order to eliminate black money and the growing menace of fake Indian currency notes, thereby creating opportunities for improvement in economic growth.

In the Union Budget 2017-18, the Finance Minister, Mr Arun Jaitley, verified that the major push of the budget proposals is on growth stimulation, providing relief to the middle class, providing affordable housing, curbing black money, digitalisation of the economy, enhancing transparency in political funding and simplifying the tax administration in the country.

India's unemployment rate has declined to 4.8 per cent in February 2017 compared to 9.5 per cent in August 2016, as a result of the Government's increased focus towards rural jobs and the Mahatma Gandhi National Rural Employment Guarantee Act (MGNREGA) scheme.

2. CONSULTANCY INDUSTRY IN INDIA:

India has a diversified service sector, which is undergoing rapid expansion. The sector comprises commercial banks, insurance companies, non-banking financial companies, co-operatives, pension funds, mutual funds and other smaller financial entities. India's services sector has always served the country's economy well, accounting for about 57 per cent of the gross domestic product (GDP). In this regard, the financial services sector has been an important contributor.

The Government of India has introduced reforms to liberalise, regulate and enhance this industry. At present, India is undoubtedly one of the world's most vibrant capital markets. Challenges remain, but the future of the sector looks good.

3. OPPORTUNITIES AND THREATS INVOLVED IN CONSULTANCY INDUSTRY

a. Compensation

The five-digit salary has consistently attracted new recruits and kept incumbents in the industry. Depending on the size of the firm, the country, and the assigned responsibilities, new graduates who get hired usually receive a five-digit salary. In addition to the generous compensation, consultants receive allowances, insurance, and other benefits. During a time of economic crisis, this package is an incentive to many job seekers.

b. Skill Development

The responsibilities of a consulting position will sharpen a consultant's analytical, organizational, and communication skills. These capabilities are utilized on a daily basis and therefore improve with extended experience. Even if a consultant decides to leave the industry, he or she will be able to employ these enhanced skills in future positions.

c. Wide Network

Consultants are assigned to work for different clients on diverse projects. Because of this, they can widen their network without putting forth much effort. Their connections, if properly nurtured, can lead to more opportunities, better employment, and lasting friendships.

d. Long Hours

Because of the nature of their job, consultants work long hours, anywhere from 60 to 80 hours per week. Their time is consumed with client and team meetings, interviews, workshops, problem solving, focused group discussions, and client communication. Hence, consultants need to work extra hours to conduct analyses and evaluations so they can timely and expertly comply with a client's demands.

e. **Travel**

One of the common misconceptions of aspiring consultants is that travelling is an exciting part of a consulting career. At first, travelling can be exciting, but when consultants realize how much of their time is spent on planes and in hotels, they miss the comforts of home. Travelling can also be exhausting; consultants are constantly adjusting to a new environment, new culture, and diverse people. Furthermore, consultants do not have time for leisure and sightseeing during their trips because they are consumed with work.

f. **Stress**

The research, analyses, and heavy workload can cause stress for any management consultant. In addition, consultants frequently deal with chaotic management and difficult employees. Consulting team members don't always get along because of differences in perspectives and personalities.

4. OUTLOOK FOR MAJOR SEGMENTS OF THE INDIAN CONSULTANCY INDUSTRY IN 2017:

- a. **IT/Technology Consultancy:** The Indian IT sector is expected to grow at a rate of 18-20 per cent for FY 2017-18 in constant currency terms. The sector is also expected to triple its revenue to reach US\$ 350 billion by FY 2025.
- b. **HR Consultancy:** The Human Resource industry in India has grown at a compounded annual growth rate of 20% over the past four years and is pegged to be around Rs. 25,000 crore.
- c. **Marketing & Sales Consultancy:** This industry is predicted to grow at 9.5% and to 25% by the end 2018.
- d. **Real Estate Consultancy:** The sector grew at 22% in 2016-2017.
- e. **Legal Consultancy:** Corporate work rose to 3.0% in the year 2016 – 2017.
- f. **Financial/Investment Consultancy:** The total asset value of the entire sector is nearly US\$ 270 billion.
- g. **Public Relations or PR Consultancy:** The PR industry in India is growing at an annual rate of 32%. PR is now becoming a part of the high-level management job touching upon the core values of an organization.

5. RISKS AND CONCERNS

a. **Attracting and developing new clients:**

This concern tops the list at 81%, and it is a key point: while new business is the overriding priority of every industry we studied, it tops the list by a considerably higher percentage for consulting firms. For comparison, 72% of all professional services firms cite generating new business as their number one challenge.

In the world of consulting, the need for new business is noted by over three times more respondents than the second-highest challenge. This is a defining concern for firms of all sizes, and the struggle for new clients is likely to shape the future for many firms.

b. Dealing with a difficult economy/competitive marketplace:

The signs of competitive pressure are echoed in the second business challenge, named by just over 25% of respondents in the consulting industry.

This is an active, increasingly global marketplace. Competition is heating up as multiple international players intensify their efforts. As economic sluggishness prevails in some markets, many firms are looking and will continue to look to others for opportunity.

c. Finding and keeping good people.

A highly competitive marketplace means a highly competitive talent environment as well. The research tells the story clearly. Finding and retaining the best people will be a top agenda for about one in four consulting firms (24%).

From the standpoint of setting marketing priorities, this is particularly notable. It may mean prioritizing the consideration of a specific audience, potential recruits.

d. Innovation/new ideas:

In addition to its strong focus on generating new business, this was another distinguishing feature for the consulting industry. In order to face this challenge, in the upcoming year, firms will have to find ways to not only generate those new ideas but share them effectively with their audiences. Those audiences will include both prospective clients and industry influencers.

To stay competitive in today's marketplace, you can't simply build a reputation on the claim or idea of innovation. Firms must showcase their expertise, thought processes, and results. The winners will be the organizations that show the world how they innovate.

e. Strategy / planning issues.

As we've seen, consulting firms face an array of diverse challenges. Given the urgent need to develop new clients, find and keep quality people, and continuously innovate, it's not surprising that coordinating all of these activities is a key concern among Consultancy firms (24%).

In order to contend with these many different pressures, organizations will have to identify sophisticated and efficient strategic approaches. They will have to continue to find ways to use time and resources more effectively as they work to counter new competitors and find new clients – all while competition encroaches.

6. RISK MANAGEMENT & INTERNAL CONTROL SYSTEM

The Company has a robust Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The business risk framework defines the risk management approach across the enterprise at various levels including documentation and reporting. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business segments. The Company has identified various risks and also has mitigation plans for each risk identified. The Risk Management Policy of the Company is available on our website www.onesourceideasventure.com.

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

7. DISCUSSION ON FINANCIAL PERFORMANCE:

During the year under review, the Company has incurred loss before Interest, Depreciation & Tax of **Rs.4,44,253/-** as compared to loss of **Rs. Rs.7,94,889/-** in previous year. Your Company is constantly looking for various new avenues in the segment of Consultancy, Advisory and Investing/Trading of Shares and securities.

8. HUMAN RESOURCE:

The Company firmly believes that human resources is an important instrument to provide proper communication of the Company's growth story to its stake holders and plays vital role in the overall prospects of the Company. So the Company takes possible steps for the welfare of its manpower. The employee relationship was cordial throughout the year. We as on 31st March, 2017 have 1 permanent employee on our rolls.

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

Date: 27.05.2017
Place: Chennai

Sd/-
VENODHINI BABU
(DIN: 00479516)
Managing Director

Sd/-
BHAGWATI PRASAD JHUNJHUNWALA
(DIN: 00479503)
Director cum Chairman

Annexure II

Details of Directors and Employee Remuneration

Information as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Sl. No.	Particulars	Details				
1	The ratio of the remuneration of each director to the median employee's remuneration for the financial year.	<table border="1"> <thead> <tr> <th>Name of the Director</th> <th>Ratio of the Median</th> </tr> </thead> <tbody> <tr> <td>Mrs. Venodhini Babu</td> <td>3.5 : 1.2</td> </tr> </tbody> </table> <p>The Monthly remuneration being paid to Mrs. Venodhini Babu is Rs. 35,000/- per month.</p> <p>The Median of the employees of the company as on 31st March, 2017 is Rs. 12,000/-.</p>	Name of the Director	Ratio of the Median	Mrs. Venodhini Babu	3.5 : 1.2
Name of the Director	Ratio of the Median					
Mrs. Venodhini Babu	3.5 : 1.2					
2	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	<ul style="list-style-type: none"> ➤ The Remuneration of the Managing Director has been increase by 16.66% as compared to that of previous year. ➤ The Remuneration of the Chief Financial Officer has been increase by 20.00% as compared to that of previous year. ➤ The Company Secretary of the Company resigned w.e.f., 29th August, 2016. Hence there is no question of percentage change does not arise. 				
3	The percentage increase in the median remuneration of employees in the financial year.	The Median remuneration of the employee as on 31 st March, 2016 was Rs. 11,250/- and as on 31 st March, 2017 was Rs. 12,000/-, thus the median employee remuneration has increased by 6.67%.				
4	The number of permanent employees on the rolls of company.	1 Employee as on 31 st March, 2017.				
5	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and any exceptional circumstances for increase in the managerial remuneration.	As the employee on the rolls of the Company is a Managerial Personnel, the average percentile increase already made in the salary of employee other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration cannot be calculated.				
6	Is the remuneration paid is as per the remuneration policy of the company.	It is hereby affirmed that the remuneration paid is as per the remuneration policy of the Company.				

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

Date: 27.05.2017
Place: Chennai

Sd/-
VENODHINI BABU
(DIN: 00479516)
Managing Director

Sd/-
BHAGWATI PRASAD JHUNJHUNWALA
(DIN: 00479503)
Director cum Chairman

Annexure III

NOMINATION AND REMUNERATION POLICY

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto as amended from time to time and Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

1. DEFINITIONS:

“Remuneration” means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

“Key Managerial Personnel” means:

- i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- ii) Chief Financial Officer;
- iii) Company Secretary; and
- iv) such other officer as may be prescribed.

“Senior Managerial Personnel” mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

2. OBJECTIVE:

The objective of the policy is to ensure that

- a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors, Key Managerial Personnel’s and Senior Managerial Personnel’s of the quality required to run the company successfully;
- b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

3. ROLE OF THE COMMITTEE:

The role of the NRC will be the following:

- a) To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- b) To formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors.
- c) To devise a policy on diversity of Board of Directors.
- d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down.
- e) To make recommendations for the appointment and removal of directors;

- f) To decide whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance of evaluation of Independent Directors.
- g) To Ensure that the Company has formal and transparent procedures for the selection and appointment of new directors to the board and succession plans;
- h) Ensure that our Company has in place a programme for the effective induction of new directors;
- i) To review, on an on going basis, the structure of the board, its committees and their inter relationship;
- j) To recommend to the Board, the remuneration packages of our Company's Managing / Joint Managing / Deputy Managing / Whole time / Executive Directors, including all elements of remuneration package (i.e. salary, benefits, bonuses, perquisites, commission, incentives, stock options, pension, retirement benefits, details of fixed component and performance linked incentives along with the performance criteria, service contracts, notice period, severance fees etc.);
- k) To implement, supervise and administer any share or stock option scheme of our Company; and
- l) To attend to any other responsibility as may be entrusted by the Board.

4. APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

5. TERM / TENURE:

- a) **Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

- b) **Independent Director:**

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of up to maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Companies Act, 2013 and Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015.

6. EVALUATION:

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

7. REMOVAL:

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

8. RETIREMENT:

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

9. POLICY FOR REMUNERATION TO DIRECTORS/ KMP/ SENIOR MANAGEMENT PERSONNEL:

a) Remuneration to Managing Director / Whole-time Directors:

- i) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- ii) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

b) Remuneration to Non-Executive / Independent Directors:

- i) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

- ii) All the remuneration of the Non-Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
 - iii) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.
 - iv) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (ii) above if the following conditions are satisfied:
 - The Services are rendered by such Director in his capacity as the professional; and
 - In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.
- c) **Remuneration to Key Managerial Personnel and Senior Management:**
- i) The remuneration to Key Managerial Personnel and Senior Management may consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
 - ii) The Fixed pay shall include monthly remuneration and may include employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.
 - iii) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

10. IMPLEMENTATION:

- a) The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- b) The Committee may Delegate any of its powers to one or more of its members.

Annexure IV

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2017

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
M/s. Onesource Ideas Venture Limited
T2, 3rd Floor, Sindur Pantheon Plaza,
346, Pantheon Road, Egmore, Chennai - 600 008

I have conducted the Secretarial audit of the Compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Onesource Ideas Venture Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended 31st March, 2017, complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 in accordance to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings ¹;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999²;

¹Not applicable to the Company as the Company does not have any Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings during the audit period.

²Not applicable to the Company, as the Company has not provided any Employee Stock Option Scheme or Employee Stock Purchase Scheme to its employees during the audit period.

- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008³;
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993⁴, regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009⁵; and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998⁶;
- i) The Securities and Exchange Board of India (Listing obligations & Disclosure Requirements) Regulations, 2015;

I have also examined compliance with the applicable clauses of the following:

- a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- b) Uniform Listing Agreement entered into by the Company with BSE Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observation;

- i. *The Company has not appointed an Auditor/Firm of Auditors who has/have subjected himself/themselves to peer review process and holds a valid certificate issued by Peer Review Board of Institute of Chartered Accountants of India as stipulated under Regulation 33 (1)(d) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.*
- ii. *b. The Company has not appointed a Company Secretary and/or Compliance Officer in terms of Section 203 (1)(ii) of the Companies Act, 2013 and Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, from 30th August, 2016 till the end of the FY 2016-2017.*

I further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance (not less than seven days), and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions at the Board Meeting(s) and Committee Meetings(s) were carried out unanimously as recorded in the minutes of the meeting of Board of Directors or Committee(s) as the case may be.

³Not applicable to the Company, as the Company has not issued any debt instrument during the audit period.

⁴Not applicable to the Company, as the Company has not registered itself as a Registrars to an Issue and Share Transfer Agents.

⁵Not applicable to the Company, as no delisting of its securities were undertaken by the company from any of the Stock Exchange where its securities are listed during the audit period.

⁶Not applicable to the Company, as the Company did not undertake any Buy Back of Securities during the audit period.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

This report is to be read along with Annexure A of even date which forms integral part of this Report.

**PLACE : CHENNAI
DATE : 27.05.2017**

**Sd/-
DEEPIKA.K
COMPANY SECRETARY
ACS – 40527 COP – 18437**

Annexure A

To,
The Members,
M/s. Onesource Ideas Venture Limited
T2, 3rd Floor, Sindur Pantheon Plaza,
346, Pantheon Road, Egmore, Chennai- 600 008

My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the relevant records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of Financial and Tax records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**PLACE : CHENNAI
DATE : 27.05.2017**

**Sd/-
DEEPIKA.K
COMPANY SECRETARY
ACS – 40527 COP – 18437**

Annexure V

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i	CIN:	L74900TN1994PLC097983
ii	Registration date	08/12/1994
iii	Name of the Company	Onesource Ideas Venture Limited
iv	Category / Sub-Category of the Company	Company having Share Capital
v	Address of the Registered office and contact details	T-2, 3 rd Floor, Sindur Pantheon Plaza, 346, Pantheon Road, Egmore, Chennai- 600 008. (T) : 044-42134343 (F) : 044-42134333 Email: onesourceideasventure@gmail.com , anugrahajewellersltd@gmail.com
vi	Whether listed company	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
vii	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Purva Sharegistry (India) Pvt. Ltd. No-9, Shiv Shakti Industrial Estate, Ground Floor, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (E), Mumbai - 400 011 (T) (91)- 022-2301 6761 / 2301 8261 (F) (91)- 022-2301 2517 Email: purvashr@mtnl.net.in/busicomp@gmail.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Financial Advisory and Consultancy Services	Division 66	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sl. No.	Name And Address of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	-	-	-	-	-

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	71,824	-	71,824	31.92	71,824	-	71,824	31.92	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Director's Relative	8,550	-	8,550	3.80	8,550	-	8,550	3.80	-
Sub-total (A) (1):-	80,374	-	80,374	35.72	80,374	-	80,374	35.72	-
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks /FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	80,374	-	80,374	35.72	80,374	-	80,374	35.72	-
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(S)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (Market Maker)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-
(2) Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i. Indian	5,534	8,790	14,324	6.37	5,529	8,790	14,319	6.36	-
ii. Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	22,015	93,117	1,15,132	51.17	22,030	93,107	1,15,137	51.18	-
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (Specify)	-	-	-	-	-	-	-	-	-
NRI/OCB	100	-	100	0.04	100	-	100	0.04	-
HUF	15,070	-	15,070	6.70	15,070	-	15,070	6.70	-
Sub-Total (B)(2)	42,719	1,01,907	1,44,626	64.28	42,719	1,01,907	1,44,626	64.28	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	42,719	1,01,907	1,44,626	64.28	42,719	1,01,907	1,44,626	64.28	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1,23,093	1,01,907	2,25,000	100	1,23,093	1,01,907	2,25,000	100	-

ii. Shareholding of Promoters:

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in Shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	B.P.Jhunjhunwala & Others HUF	71,824	31.92	-	71,824	31.92	-	-
2	Mala Jhunjhunwala	8,550	3.80	-	8,550	3.80	-	-

iii. Change in Promoters' Shareholding (please specify, if there is no change):

Sl. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	B.P.JHUNJHUNWALA & OTHERS HUF					
	01.04.2016	71,824	31.92	-	-	
	Date wise Increase / Decrease in Promoters' Shareholding during the year.	-	-	-	-	
	31.03.2017	-	-	71,824	31.92	
2	MALA JHUNJHUNWALA					
	01.04.2016	8,550	3.80	-	-	
	Date wise Increase / Decrease in Promoters' Shareholding during the year.	-	-	-	-	
	31.03.2017	-	-	8,550	3.80	

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	ABHIJEET HODA HUF					
	01.04.2016	14,800	6.58	-	-	
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-	
	31.03.2017	-	-	14,800	6.58	
2	WELSPUN FINANCE LTD					
	01.04.2016	5,000	2.22	-	-	
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-	
	31.03.2017	-	-	5,000	2.22	
3	PRABHAKARAN V M					
	01.04.2016	3,230	1.44	-	-	
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-	
	31.03.2017	-	-	3,230	1.44	
4	TARUNABEN R SHAH					
	01.04.2016	3,020	1.34	-	-	
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-	
	31.03.2017	-	-	3,020	1.34	
5	RUBY TRADERS & EXPORTERS LIMITED					
	01.04.2016	2,700	1.20	-	-	
	Less 17.06.2016 Market Sales	2,700	1.20	-	-	
	31.03.2017	-	-	-	-	
6	G KOKILA					
	01.04.2016	1,819	0.81	-	-	
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-	
	31.03.2017	-	-	1,819	0.81	

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
7	FORESIGHT FINANCIAL SER LTD A/C PMS				
	01.04.2016	1,470	0.65	-	-
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	31.03.2017	-	-	1,470	0.65
8	PRAVINA C SHAH				
	01.04.2016	1,330	0.59	-	-
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	31.03.2017	-	-	1,330	0.59
9	SANDHYA S SHAH				
	01.04.2016	1,185	0.53	-	-
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	31.03.2017	-	-	1,185	0.53
10	JITEN C SHAH				
	01.04.2016	1,175	0.52	-	-
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	31.03.2017	-	-	1,175	0.52
11	MEENAKSHI ENTERPRISES LTD				
	* Entered in Top Ten on 17.06.2016	3,200	1.42	-	-
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	31.03.2017	-	-	3,200	1.42

v. Shareholding of Directors and Key Managerial Personnel:

Sl. No	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	01.04.2015	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year	-	-	-	-
	31.03.2017	-	-	-	-

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	-	-	-	-
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the End of the financial year				
i. Principal Amount	-	-	-	-
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Rs.In Lacs

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		VENODHINI BABU	
1	Gross salary		
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4.55	4.55
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Options	-	-
3	Sweat Equity	-	-
4	Commission		
	- As % of Profit	-	-
	- Others, specify	-	-
5	Others, Please specify	-	-
	Total (A)	4.55	4.55
	Ceiling as per the Act (in accordance with Section II of the Schedule V of the Companies Act, 2013)		30.00

B. Remuneration to other directors:

Rs.In Lacs

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
1.	Independent Directors:		
	• Fee for attending board / committee meetings	-	-
	• Commission	-	-
	• Others, Please specify	-	-
	Total (1)	-	-
2	Other Non-Executive Directors		
	• Fee for attending board / committee meetings	-	-
	• Commission	-	-
	• Others, please specify	-	-
	Total (2)	-	-
	Total (B)=(1+2)	-	-
	Total Managerial Remuneration	-	-
	Overall Ceiling as per the Act	-	-

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

Rs.In Lacs

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	0.63	1.44	2.07
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Options	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- As % of Profit	-	-	-	-
	- Others, specify	-	-	-	-
5	Others, Please specify	-	-	-	-
	Total	-	0.63	1.44	2.07

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty /Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

By Order of the Board of Directors
For ONESOURCE IDEAS VENTURE LIMITED

Date: 27.05.2017
Place: Chennai

Sd/-
VENODHINI BABU
(DIN: 00479516)
Managing Director

Sd/-
BHAGWATI PRASAD JHUNJHUNWALA
(DIN: 00479503)
Director cum Chairman

INDEPENDENT AUDITORS' REPORT
To the Members of Onesource Ideas Venture Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of M/s. Onesource Ideas Venture Limited ("the Company"), which comprise the balance sheet as at 31st March, 2017 and the statement of profit and loss and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the

reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- a. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017; and
- b. In the case of the Statement of Profit and Loss, the loss for the year ended on that date;

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, and the Statement of Profit and Loss and Cash Flow dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid (Standalone) financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company.

For and on behalf of K D M AND CO
Chartered Accountants
FRN: 0013630S

Sd/-
Dharmaraj P
Partner
Membership No: 224216

Place: Chennai
Date: 27th May, 2017

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2017:

- 1) There is no fixed asset in the company. Accordingly, the provisions of clause (i) of the Order are not applicable to the Company and hence not commented upon.
- 2) There is no inventory in the company except Equity shares held as stock in trade, hence, the provisions of clause (ii) of the Order are not applicable to the Company.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the clause (iii) of the Order is not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at year end for a period of more than six months from the date on when they become payable.
(b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order are not applicable to the Company.

- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For and on behalf of K D M AND CO.,
Chartered Accountants,
FRN: 0013630S**

**Sd/-
Dharmaraj P
Partner
M.No: 224216**

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

Annexure B" to the Independent Auditor's Report**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **Onesource Ideas Venture Limited** ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are

being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

**For and on behalf of K D M AND CO.,
Chartered Accountants,
FRN: 0013630S**

**Sd/-
Dharmaraj P
Partner
M.No: 224216**

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

BALANCE SHEET AS ON 31ST MARCH, 2017

(Amount in INR)

Particulars	Note	31.03.2017	31.03.2016
		Rs.	Rs.
Equity and liabilities			
Shareholders' Funds			
(a) Share capital		22,50,000	22,50,000
(b) Reserves and Surplus	2	(21,35,819)	(16,91,566)
(c) Money received against Share warrants	3	-	-
		1,41,181	5,58,434
Current Liabilities			
Trade Payables	4	3,23,000	20,000
		3,23,000	20,000
TOTAL		4,37,181	5,78,434
Assets			
Non- Current Assets			
(a) Fixed Assets (Tangible Assets)		-	-
(b) Deferred Tax Assets (Net)		19,866	19,866
(c) Long Term Loans & Advances	5	1,67,888	1,67,888
(d) Other Non- Current Assets		-	-
		1,87,754	1,87,754
Current Assets			
(a) Inventories	6	1,000	1,000
(b) Trade Receivable	7	18,000	-
(c) Cash & Cash Equivalents	8	1,15,927	2,87,180
(d) Short Term Loans & Advances	9	1,14,500	1,02,500
		2,49,427	3,90,680
TOTAL		4,37,181	5,78,434
The notes are an integral part of Financial Statements			
Significant Accounting Policies	1		

This is the Balance Sheet referred to in our report of even date

For K D M AND CO.,
Chartered Accountants
FRN : 013630S

For and on Behalf of the Board

Sd/-
Dharmaraj P
Partner
M. No. 224216

Sd/-
Venodhini Babu
DIN: (00479516)
Managing Director

Sd/-
B. P. Jhunjunwala
DIN: (00479503)
Director

Sd/-
Vasalakotram Sampath Sudhakar
CFO

Place : Chennai
Date : 27th May, 2017

Place : Chennai
Date : 27th May, 2017

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST , 2017

(Amount in INR)

Particulars	Note	31.03.2017	31.03.2016
		Rs.	Rs.
Income			
Revenue From Operations	10	9,95,000	9,00,000
Other Income	11	3,250	4,337
Total revenue		9,98,250	9,04,337
Expenses			
Changes in Inventories	12	-	-
Employee Benefit Expenses	13	8,50,500	6,36,670
Finance Cost	14	11,853	3,120
Operation Expenses	15	5,80,150	10,59,436
Total expenses		14,42,503	16,99,226
Profit/(Loss) Before Exceptional And Extraordinary Items And Tax		(4,44,253)	(7,94,889)
Exceptional Items		-	-
Profit/(Loss) Before Extraordinary Items And Tax		(4,44,253)	(7,94,889)
Extraordinary Items		-	-
Profit/(Loss) Before Tax		(4,44,253)	(7,94,889)
Tax Expense			
(a) Current tax		-	-
(b) Deferred Tax Liability		-	-
Profit/(Loss) For The Year From Continuing Operations		(4,44,253)	(7,94,889)
Profit/(Loss) for the Year from Discontinuing Operations		-	-
Tax Expense of Discontinuing Operations		-	-
Profit/(Loss) from Discontinuing Operations After Tax		-	-
Profit/(Loss) for the Period		(4,44,253)	(7,94,889)
Earnings/(Loss) per Equity Share:			
(Face Value Rs. 10/- Per Share)	17		
Basic and Diluted (including extraordinary item)		(1.97)	(3.53)
Basic and Diluted (excluding extraordinary item)		(1.97)	(3.53)
The notes are an integral part of Financial Statements			
Significant Accounting Policies	1		

This is the Statement of Profit & Loss referred to in our Report of even date

For K D M AND CO.,
Chartered Accountants
FRN : 013630S

For and on Behalf of the Board

Sd/-
Dharmaraj P
Partner
M. No. 224216

Sd/-
Venodhini Babu
DIN: (00479516)
Managing Director

Sd/-
B. P.Jhunjunwala
DIN: (00479503)
Director

Sd/-
Vasalakotram Sampath Sudhakar
CFO

Place : Chennai
Date : 27th May, 2017

Place : Chennai
Date : 27th May, 2017

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

(Amount in INR)

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
<u>Cash Flow From Operating Activities</u>		
Net Profit/(Loss) Before Tax for the year	(4,44,253)	(7,94,889)
Adjustments for:		
Profit on Sale of Assets	-	-
Interest	(3,150)	(4,337)
Depreciation	-	-
Operating Profit Before Working Capital Changes	(4,47,403)	(7,99,226)
Adjustments for:		
Decrease / (Increase) in Inventories	-	-
Decrease / (Increase) in Trade Receivables	(18,000)	-
Decrease / (Increase) in Short Term Loans & Advances	(12,000)	(6,157)
Decrease / (Increase) in Long Term Loans & Advances	-	75,000
Increase /(Decrease) in Trade Payables	(3,03,000)	(94,428)
Decrease / (Increase) in Other Long Term Liabilities	-	-
Cash Generated from Operations	(1,74,403)	(8,24,811)
Income Tax Paid	-	-
Net Cash Flow from Operating Activities(A)	(1,74,403)	(8,24,811)
<u>Cash Flow From Investing Activities(B)</u>		
<u>Cash Flow From Financing Activities</u>		
Share Fraction Payment	-	(58)
Interest received	3,150	4,337
Net Cash Flow from Financing Activities(C)	3,150	4,279
Net Increase /(Decrease) in Cash & Cash Equivalents	(1,71,253)	(8,20,532)
Cash & Cash Equivalents at the beginning of the year	2,87,180	11,07,712
Cash & Cash Equivalents at the end of the year	1,15,927	2,87,180

NOTES:

- 1)The above cash flow statement has been prepared under indirect method set out in the Accounting Standard (AS Cash flow statement)
- 2)Previous year's figures have been regrouped/rearranged where considered necessary.

For K D M AND CO.,
Chartered Accountants
FRN : 013630S

For and on Behalf of the Board

Sd/-
Dharmaraj P
Partner
M. No. 224216

Sd/-
Venodhini Babu
DIN: (00479516)
Managing Director

Sd/-
B. P.Jhunjhunwala
DIN: (00479503)
Director

Sd/-
Vasalakotram Sampath Sudhakar
CFO

Place : Chennai
Date : 27th May, 2017

Place : Chennai
Date : 27th May, 2017

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017**1. SIGNIFICANT ACCOUNTING POLICIES:****General Corporate Information**

Onesource Ideas Venture Limited ("the company") was incorporated on December 8, 1994 under the Companies Act, 1956 having its registered office at Chennai. The company provides financial and corporate advisory services to various clients.

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENT

These financial statements have been prepared in accordance with the generally Accepted Accounting Principles in India under the historical cost convention on accrual. Pursuant to Section 133 of the Companies Act 2013 read with rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) of the Companies Act, 1956 (Companies (Accounting Standards) Rules, 2006 as amended) and other relevant provisions of the Companies Act, 2013

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act 2013. Based on the nature of products or services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non current classification of assets and liabilities.

1.2. USE OF ESTIMATES

The preparation of the financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the Balance Sheet date, reported amount of revenues and expenses for the year and disclosure of contingent liabilities as of the Balance Sheet date. The estimates and assumptions used in these financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results could differ from these estimates.

1.3 INVENTORIES

Inventories are stated at lower of cost and net realisable value. Cost is determined on weighted average basis and includes expenditure incurred in the normal course of business in bringing inventories to its location and condition, labour and overhead, where applicable. Inventories are written down for obsolete/slow moving/non moving items wherever necessary.

1.4 REVENUE RECOGNITION

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific criteria must also be met before revenue is recognized:

Revenue from Services

Revenue is recognized on rendering of the services.

Interest Income

Interest Income is recognised on a time proportion basis taking into account the amount outstanding and applicable interest rate.

Dividend Income

Dividend Income is recognized if the right to receive is established by the reporting date.

1.5 EMPLOYEE BENEFITS**i) Short term**

Short term employee benefits (i.e., benefits falling due within one year after the end of the period in which the employees render the related service) are recognised as expense in the period in which employee services are rendered as per the Company's schemes based on expected obligations on undiscounted basis.

ii) Post retirement**i. Gratuity**

The Company has not made any liability for gratuity as per the provisions of the Payment of Gratuity Act, 1972 is not applicable to the company, since no employee of the company is eligible for such benefits as per the Act.

ii. Provident Fund:

The provisions of the Employees Provident Fund are not applicable to the company since the number of employees employed during the year was less than the minimum prescribed for the benefits.

iii. Leave Salary:

In respect of Leave Salary, the same is accounted as and when the liability arises in accordance with the provision of law governing the establishment.

1.6 CURRENT TAX AND DEFERRED TAX

Current tax is provided as the amount of tax payable in respect of taxable income for the period, measured using the applicable tax rates and tax laws. Deferred tax is provided on timing differences between taxable income and accounting income, measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date.

Minimum Alternate Tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax in excess of MAT during the specified period. Such asset is reviewed at each balance sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax in excess of the MAT during the specified period

1.7 PROVISIONS AND CONTINGENT LIABILITIES

Provisions: Provisions are recognised when the Company has a present obligation as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date and are not discounted to its present value

Contingent Liabilities: Contingent liabilities are disclosed when the Company has a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

Note 2. Share Capital:

Particulars	31.03.2017		31.03.2016	
	Number	Rs.	Number	Rs.
Authorised:				
Equity Shares of Rs. 10/- each(Previous Year Rs. 10/-) (5,000,000 shares of Rs. 10 each)	50,00,000	5,00,00,000	50,00,000	5,00,00,000
Issued, Subscribed & Paid Up:				
Equity Shares of Rs.10/- each (Previous Year Rs. 10/-) (225,000 shares of Rs. 10 each fully paid up)	2,25,000	22,50,000	2,25,000	22,50,000
Total	2,25,000	22,50,000	2,25,000	22,50,000

Detailed note on the terms of the rights, preferences and restrictions relating to each class of shares including restrictions on the distribution of dividends and repayment of capital :

- i) The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. During the year ended 31st March 2016, the Company has not declared any dividend.
- ii) In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

Reconciliation of number of equity shares outstanding at the beginning and at the end of the period:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
No.of shares at the beginning of the year	2,25,000	45,00,000
No.of shares at the end of the year	2,25,000	2,25,000

Details of Share held by shareholders holding more than 5% of the aggregate shares in the company:

Particulars	31.03.2017		31.03.2016	
	Number	%	Number	%
M/s. B.P. Jhunjhunwala & Others HUF	71,824	31.92	71,824	31.92
M/s. Abhijit Hooda (HUF)	14,800	6.58	14,800	6.58

Detailed note on shares reserved to be issued under options and contracts / commitment for the sale of shares / divestments including the terms and conditions :

The company does not have any such contract / commitment as on reporting date.

Detailed terms of any securities convertible into shares, e.g. in the case of convertible warrants, debentures, bonds etc. :

The company does not have any securities convertible into shares as on reporting date.

Note 3. Reserves and Surplus:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Surplus in Profit & Loss Account		
Balance at the beginning of the year	(16,91,566)	(8,96,619)
Add: Profit/(Loss) for the Year	(4,44,253)	(7,94,889)
Less: Adjustment for Fraction Shares	-	(58)
Balance at the end of the year	(21,35,819)	(16,91,566)

Note 4. Trade Payables:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Dues to micro and small enterprises (Refer note below)	-	-
Dues to creditors other than micro and small enterprises	3,23,000	20,000
Total	3,23,000	20,000

Dues to Micro, Small and Medium enterprises

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the Micro, Small and Medium Enterprise Development Act, 2006 ('the Act'). Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31 March 2017 has been made in the financial statements based on information received and available with the Company. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier as at the balance sheet date.

Particulars	As at March, 31 2017	As at March, 31 2016
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting period		
- Principal	-	-
- Interest	-	-
The amount of interest paid by the buyer in terms of Section 16, of the Micro, Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting period; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the Micro Small and Medium Enterprise Development Act, 2006.	-	-

Note 5. Long Term Loans & Advances:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
(a) Security Deposits		
Unsecured, Considered Good		
Interest Free Refundable Deposits	1,67,888	1,67,888
Total	1,67,888	1,67,888

Note 6. Inventories:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Raw – Materials	-	-
Work-in-Progress	-	-
Finished Goods	-	-
Stock-in-Trade	1,000	1,000
Total	1,000	1,000

Note 7. Trade Receivables:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
(i) Due for a period exceeding six months		
- Unsecured, Considered good	-	-
- Doubtful	-	-
Less : Provision for Doubtful Debts	-	-
(ii) Others		
- Unsecured, Considered good	18,000	-
- Doubtful	-	-
Less : Provision for Doubtful Debts	-	-
Total	18,000	-

Note 8. Cash & Cash Equivalents:

Particulars	31.03.2017		31.03.2016
	Rs.		Rs.
Cash & Cash Equivalents			
(i) Balances with Banks			
-In Current Accounts	95,927		2,49,344
-Deposit Accounts	-		-
(ii) Cash in hand	20,000		37,835
(iii) Cheques & Drafts in hand	-		-
Total	1,15,927		2,87,180
Particulars	Specified Bank Notes (SBN)*(Rs.)	Other denominati on notes (Rs.)	Total (Rs.)
Closing Cash in hand as on 08-11-2016	-	-	-
Add: Permitted Receipts	-	-	-
Less: Permitted Receipts	-	-	-
Less: Amount deposited in Banks	-	-	-
Closing Cash in hand as on 30-12-2016	-	-	-

* The term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic

Note 9. Short Term Loans & Advances

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Advances		
Unsecured, considered good	-	-
Balance with Government Authorities	1,14,500	1,02,500
Total	1,14,500	1,02,500

Note 10. Revenue from Operations:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Other Operating Income	9,95,000	9,00,000
- Retainership and professional income		
Total	9,95,000	9,00,000

Note 11. Other Income:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Interest Income	3,150	4,337
Dividend Income	100	-
Total	3,250	4,337

Note 12. Change in Inventories of Stock-in-Trade:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Opening Stock		
Stock-in-Trade	1,000	1,000
Closing Stock		
Stock-in-Trade	1,000	1,000
Total	-	-

Note 13. Employee Benefits Expenses:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Salaries, Wages & Bonus	3,95,500	2,46,670
Director's Remuneration	4,55,000	3,90,000
Total	8,50,500	6,36,670

Note 14. Finance Cost:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Bank Charges	3,120	3,120
Total	3,120	1,729

Note 15. Other Expenses:

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
Filing Fees	8,300	10,800
General Expenses	203	394
Payment to Auditors:		
- Audit Fees	19,500	15,000
- Limited Review Fees	6,500	5,000
Listing Fees	2,29,000	2,53,220
Printing & Stationery	1,150	3,06,513
Postage & Telephone	5,213	94,118
NSDL/CDSL/RTA Expenses	98,811	31,151
Rent Expenses	66,000	66,000
Retainership Fees	30,000	30,000
Travelling & Vehicle Maintenance	-	33,063
Advertisement & Subscription	48,561	88,402
Legal & Professional Charges	31,000	90,876
Telephone Charges	30,564	29,598
Website Expenses	5,348	5,301
Total	10,59,436	10,59,436

Note 16. Earnings Per Equity Share

Particulars	31.03.2017	31.03.2016
	Rs.	Rs.
a. Net profit/(Loss) after tax attributable to equity shareholders for Basic EPS	(4,44,253)	(7,94,889)
Add/Less: Adjustment relating to potential equity shares	-	-
Net profit after tax attributable to equity shareholders for Diluted EPS	(4,44,253)	(7,94,889)
b. Weighted average no. of equity shares outstanding during the during the year for basic EPS	2,25,000	2,25,000
c. Face Value per Equity Share (Rs.)	10.00	10.00
Basic & Diluted EPS	-1.97	-3.53

Note 17. Contingent Liabilities :

There are no contingent liabilities or capital commitments which require to be disclosed by the company.

Note 18. Transaction with Related Parties

Key Managerial personnel Particulars	Venodhini Babu (Managing Director)	
	31.03.2017	31.03.2016
Director Remuneration	4,55,000	3,90,000

There is no related party transaction during the year.

Note 19. Earnings/Expenditure in foreign currency

There are no earnings or expenditure in foreign currency during the year or any balance outstanding in foreign currency as at end of the year.

Note 20. Segment Reporting

There are no reportable business or Geographical segments in the company.

Note 21. Previous Year Figures

The figures of the previous year have been re-arranged, re-grouped and re- classified wherever necessary to conform to the current year's presentation.

Vide our report of even date attached

**For K D M AND CO.,
Chartered Accountants
FRN : 013630S**

For and on Behalf of the Board

Sd/-
Dharmaraj P
Partner
M. No. 224216

Sd/-
Venodhini Babu
DIN: (00479516)
Managing Director

Sd/-
B. P.Jhunjhunwala
DIN: (00479503)
Director

Sd/-
Vasalakotram Sampath Sudhakar
CFO

Place : Chennai
Date : 27th May, 2017

Place : Chennai
Date : 27th May, 2017

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ONESOURCE IDEAS VENTURE LIMITED

CIN : L74900TN1994PLC097983

Reg. Off:T2, Third Floor, Sindur Pantheon Plaza, 346 Pantheon Road, Egmore Chennai – 600 008

(T) (91)- 044-42134343, (F) (91) -044-42134333,

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

ATTENDANCE SLIP

(To be presented at the entrance)

23RD 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.

ONESOURCE IDEAS VENTURE LIMITED

CIN : L74900TN1994PLC097983

Reg. Off:T2, Third Floor, Sindur Pantheon Plaza, 346 Pantheon Road, Egmore Chennai – 600 008

(T) (91)- 044-42134343, (F) (91) -044-42134333,

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

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 Jhunjhunwala , 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) _____

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.

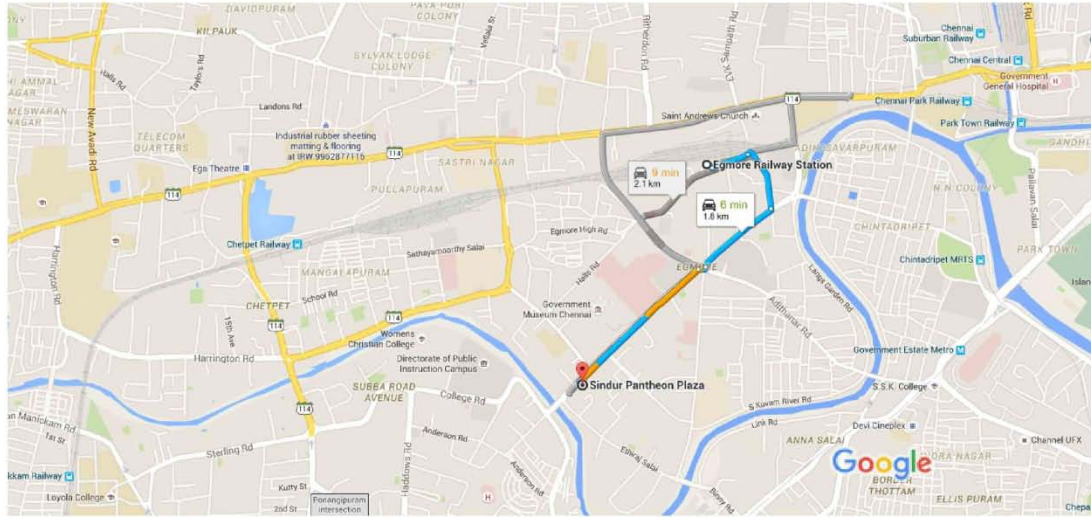
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ROUTE MAP TO THE VENUE OF THE AGM








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

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If undelivered return to:

Onesource Ideas Venture Limited

T-2, 3rd Floor, Sindur Pantheon Plaza,

346 Pantheon Road,

Egmore, Chennai – 600 008

Tamil Nadu

(T) (91) - 044 - 4213 4343