

**Notice of 29<sup>th</sup> Annual General Meeting**

NOTICE IS HEREBY GIVEN THAT THE 29<sup>th</sup> (TWENTY NINTH) ANNUAL GENERAL MEETING OF THE MEMBERS OF ONE GLOBAL SERVICE PROVIDER LIMITED (FORMERLY KNOWN AS OVERSEAS SYNTHETICS LIMITED) WILL BE HELD ON THURSDAY, 30<sup>th</sup> SEPTEMBER, 2021, AT 2.00 P.M. IST THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS (VC) TO TRANSACT THE FOLLOWING BUSINESS:

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**ORDINARY BUSINESS:**

1. **To consider, approve and adopt the Audited Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2021 together with the Reports of the Board and Auditor's thereon;**

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

**"RESOLVED THAT** the Audited Financial Statements of the Company for the Financial year ended March 31, 2021, together with the Reports of the Board and Auditors thereon laid before the Members, be and are hereby considered and adopted."

2. **To re-appoint Ms. Manjeet Sanjay Mehta (DIN: 07598290) who retires by rotation as a Director of the Company and being eligible, offers herself for re-appointment.**

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

**"RESOLVED THAT** Mrs. Manjeet Sanjay Mehta (DIN: 07598290), who retires by rotation and eligible for reappointment, subject to the approval of shareholders in the Annual General Meeting, be and is hereby appointed as Director of the Company."

**RESOLVED FURTHER THAT** Mr. Vijay Nanaji Dhawangale, Managing Director & Chairman, and/or Ms. Priyanka Garg, Company Secretary of the Company be and are hereby severally authorized to file necessary documents and forms with the Registrar of Companies and to do all such acts, deeds, matters and things as deem necessary, proper or desirable for the purpose of giving effect to the aforesaid resolution."

**ONE GLOBAL SERVICE PROVIDER LTD.**  
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CIN - L74110GJ1992PLC017316

Block No. 355, Manjusar Kumpad Road, Village - Manjusar,  
Taluka - Savli, Vadodara Gujarat 391775 India

### **SPECIAL BUSINESS**

#### **3 Reclassification of Members of Promoter/Promoter Group to the Public Shareholder Category**

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

**“RESOLVED THAT** pursuant to the provisions of Regulation 31A of SEBI(listing Obligations & Disclosure Requirements) Regulations 2015 (“SEBI LODR”) including any amendments made thereto and pursuant to other applicable laws (including any statutory modifications or reenactments thereof for the time being in force ) and subject to necessary approvals from the Stock Exchange and other appropriate authorities, as may be necessary, consent of members of the Company be and is hereby accorded for the reclassification of following Promoters from the “Promoter and Promoter Group” category to the “Public shareholders” category of the Company with below mentioned holdings :

<b>S No</b>	<b>Name of identified Promoter/Promoter Group to be reclassified as “Public Shareholders”</b>	<b>Number of shares held as on 31<sup>st</sup> August, 2021</b>
1.	Mr. Kamal Aggarwal	NIL
2.	Ms. Minal Aggarwal	NIL
3.	Mr. Naresh Goyal	NIL
4.	Mrs. Shubharangana Goyal	NIL
5.	Mr. Navdeep Goyal	NIL

**RESOLVED FURTHER THAT** in supersession of any provision, their special rights, if any, with respect to the Company through formal or informal arrangements including through any shareholders agreements, if any, stand withdrawn/terminated and be null and void, with immediate effect.

**RESOLVED FURTHER THAT** the above applicants confirmed that all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied with and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) Regulations, 2015 post reclassification from “Promoter & Promoter Group” to “Public”.

**RESOLVED FURTHER THAT** it is also hereby confirmed

1. That the applicants does not hold individually, more than 10% of the paid up equity Capital of the Company ;
2. That the applicants does not have any special rights through formal or informal arrangements/agreements;
3. That the applicants does not and shall not act as a Key Managerial Personnel for a period of more than 3 years from the date of Shareholders approval;
4. That the applicant does not directly or indirectly exercise Control over the affairs of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and/or the Company Secretary of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange, seeking approvals from the Securities and Exchange Board of India Limited (as applicable), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as maybe required and to take all such steps and decision in this regard to give full effect to the aforesaid resolutions.”

**4 To consider the appointment of Scrutinizer to scrutinize the voting process for the 29th AGM in a fair and transparent manner.**

The members of the Board are hereby informed that in accordance with the provisions of Section 108 of the Companies Act, 2013, the Company is providing e-voting services to its members at the upcoming 29th Annual General Meeting. The members of the Board are further informed that consequently the Company is required to appoint a scrutinizer.

It is proposed to appoint CS Harsh Kapuriya, Partner at K H & Associates as the scrutinizer of the 29th Annual General Meeting to scrutinize the E-voting process in a fair and transparent manner.

The consent letter received from the proposed Scrutinizer shall be placed before the Board. The Board is requested to consider and approve the same and give Assent or dissent to the following resolution:

**“RESOLVED THAT** CS Harsh Kapuriya, Partner at K H & Associates, Company Secretaries be and is hereby authorized to act as scrutinizer to scrutinize the remote e- voting process at forthcoming Annual General Meeting of the Company in a fair and transparent manner.

**RESOLVED FURTHER THAT** Mr. Vijay Nanaji Dhawangale, Managing Director and/or Ms. Priyanka Garg, Company Secretary, Company Secretary be and are hereby severally authorized to negotiate and finalize their scope and terms and conditions including fees and to do all such things, Acts, Deeds to give effect to this resolution.”

By order of the Board

SD/-  
**Vijay Dhawangale**  
**Managing Director**  
DIN: 01563661

**Place:** Mumbai

**Date:** 7<sup>th</sup> September, 2021

**NOTES:**

1. In view of the continuing COVID-19 pandemic, Ministry of Corporate vide Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and Securities and Exchange Board of India vide its Circular SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (hereinafter collectively referred to as 'Circulars' ) permitted companies to hold AGM through video conference ( "VC" ) or other audio visual means ( "OAVM" ), without the physical presence of members at a common venue. Accordingly, the AGM of the Company will be held through VC. In accordance with the Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India ( "ICSI" ) read with Clarification/ Guidance on applicability of Secretarial Standards issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company. Since the AGM will be held through VC/ OAVM, the Route Map is not annexed to this Notice.
2. The AGM shall be deemed to be held at the Registered Office of the Company at 1205-1208, 12th Floor, Raheja Chambers, 213, Free Pass Journal Marg, Nariman Point, Mumbai – 400021.
3. The Circulars waived the requirement of permitting the members to appoint proxies to attend and vote on his/her behalf, as the AGM is being held through VC. Accordingly, the facility for appointment of proxies by the members will not be available. However, in pursuance of section 112 and section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC and cast their votes through e-voting.
4. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").

Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload on the VC portal/e-voting portal.

5. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 relating to the special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto. The relevant details, pursuant to regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ( "SEBI Listing Regulations" ) and Secretarial

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Standard on General Meetings issued by The Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.

6. NSDL will be providing facility for voting through remote e-Voting, for participation in the 29<sup>th</sup> AGM through VC/OAVM facility and e-Voting during the 29<sup>th</sup> AGM.
7. Members may note that the VC/OAVM facility, allows participation of at least 1,000 Members on a first-come-first-served basis. The large Shareholders (Shareholders holding more than 2%), promoters, Institutional investors, directors, Key managerial personnel, Chairperson of Audit/NRC/SRC Committee, Auditors etc, maybe allowed to attend the meeting without the restriction on account of first-come-first-served basis.
8. Members who need assistance before or during the AGM, can contact NSDL on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) / 1800-222-990 or contact Mr. Amit Vishal, Senior Manager – NSDL at [amitv@nsdl.co.in](mailto:amitv@nsdl.co.in) / 022-24994360 or Mr. Sagar Ghosalkar, Assistant Manager- NSDL at [sagar.ghosalkar@nsdl.co.in](mailto:sagar.ghosalkar@nsdl.co.in) / 022-24994553.
9. The Company has appointed MCS Share Transfer Agent Limited, 88 Sampatrao Colony, 1st Floor, Neelam Apartment, Above Chappanbhog Sweet, Alkapuri, Vadodara, Gujarat – 390007 as Registrars and Share Transfer Agents for Physical Shares. The said (RTA) is also the Depository interface of the Company with both NSDL & CDSL. Following information of RTA is as follows:

**Telephone No.** 079-26580461,

**E-mail address:** [mcsstaahmd@gmail.com](mailto:mcsstaahmd@gmail.com)

**Fax No.** 0265-2341639.

However, keeping in view the convenience of Shareholders, documents relating to shares will continue to be received by the Company at its Registered Office.

**Telephone No.** 0265 - 2981195

**Email:** [overseassltd@gmail.com](mailto:overseassltd@gmail.com)

10. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
11. The Register of Members and the Share Transfer Book of the Company will remain closed from **Wednesday, September 22, 2021 to Thursday, September 30, 2021** (both days inclusive) for the purpose of Annual General Meeting.

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12. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [overseassltd@gmail.com](mailto:overseassltd@gmail.com)
13. Members are requested to notify immediately change of address, if any, to their Depository Participants (DPs) in respect of their electronic share accounts and MCS Share Transfer Agent Limited (RTA), or to the Company at its Registered Office in respect of their physical shares.
14. Members desiring any information are requested to write to the Company 10 days in advance
15. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual reports, Notices, Circulars, etc. from the Company electronically.
16. In compliance with the Circulars, the Annual Report 2020-21, the Notice of the 29<sup>th</sup> AGM, and instructions for e-voting are being sent only through electronic mode to those members whose email addresses are registered with the Company / depository participant(s). The Members who have not yet registered their e-mail addresses are requested to register the same with RTA / Depositories.
17. Pursuant to the provisions of Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") and Secretarial Standards issued by the Institute of Company Secretaries of India, a brief note on the background and the functional expertise of the Directors of the Company seeking re-appointment along with the details of other Directorships, memberships, chairmanships of Board Committees, shareholding and relationships amongst directors inter-se is set out in the Brief Resume appended to this Notice.
18. The voting rights of members shall be in proportion to their shares Held in the paid up equity share capital of the Company as on the cut-off date i.e. **Wednesday 22<sup>nd</sup> September, 2021.**
19. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However,





If he / she is already registered with NSDL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.

20. The e-voting period commences on **Monday, September 27, 2021** (9:00 a.m. IST) and ends on **Wednesday, September 29, 2021** (5:00 p.m. IST). During this period, members holding share either in physical or dematerialized form, as on cut-off date may cast their votes electronically. The e-voting module will be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date.
21. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
22. A persons, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM as may be facilitated by NSDL.
23. In compliance with Section 108 of the Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by the National Securities Depository Limited (NSDL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for e-voting section which forms part of this Notice. The Board has appointed CS Harsh Kapuriya, Partner of K H & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
24. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "remote e-voting" or by such means as may be facilitated by NSDL for all those members who are participating in the AGM through Video Conferencing but have not cast their votes by availing the remote e-voting facility.
25. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a

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consolidated scrutinizer report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

26. The Result declared along with the report of the scrutinizer shall be placed on the website of the Company and on the website of NSDL the results shall simultaneously be communicated to the Stock Exchange (BSE), Mumbai.
27. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

28. Electronic Dispatch of Annual Report and Process for Registration of e-mail Id for obtaining the Annual Report:

Pursuant to Sections 101 and 136 of the Act read with the relevant Rules made there under and Regulation 36 of the SEBI Listing Regulations, companies can send Annual Reports and other communications through electronic mode to those Members who have registered their e-mail addresses either with the Company or with the Depository Participant(s). In accordance with the Circulars issued by MCA and SEBI and owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith) due to COVID-19 pandemic situation such statements including the Notice of the 29<sup>th</sup> AGM are being sent through electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice of the Meeting and the Annual Report 2020-21 is available on the Company's website <http://onegsp.smartwareinternational.ae/> , website of the Stock exchanges i.e. BSE i.e., [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of NSDL i.e. at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

29. Instructions for Members for participating in the AGM through VC/OAVM

- I. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) under members login by using the remote e-voting credentials. The link for VC/OAVM will be available in Members login where the EVEN of Company will be displayed.
- II. The Members can start joining in 30 (thirty) minutes before the scheduled time of AGM and it will be kept open for 15 (fifteen) minutes after the start of AGM.
- III. Members may note that the VC/OAVM facility, allows participation of at least 1,000 Members on a first-come-first-served basis. The large Shareholders (Shareholders holding more than 2%), promoters, Institutional investors, directors, Key managerial



Personnel, Chairperson of Audit/NRC/SRC Committee, Auditors etc, maybe allowed to attend the meeting without the restriction on account of first-come-first-served basis.

#### IV. User Guidelines/Compatibility for viewing of AGM:

- ✓ All you need is a computer with an Internet connection (high speed service such as DSL or cable works best) and speakers Compatible Browser list: Google Chrome 50 | Microsoft Edge | Internet Explorer 10 & above | Firefox | Safari | Opera
- ✓ Video Buffering/Video Stuck but not audible: Check on the Internet Connection, Check whether you have sufficient bandwidth for viewing the Same, To check whether if you have sufficient bandwidth for viewing the same, click on the system check tab or visit speed test.net Minimum Internet Speed should be 10 MBPS with the Upload and Download Ratio of 1:1.
- ✓ Allow third party cookies.
- ✓ You may also use a headset instead of speakers.
- ✓ Please refresh your browser (for laptop / desktop kindly press CTRL+F5)

#### 30. Procedure to raise questions / seek clarifications with respect to Agenda of AGM:

- As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, Demat account number / folio number, email id, mobile number to [overseassltd@gmail.com](mailto:overseassltd@gmail.com). Questions / queries received by the Company till 5:00 p.m. IST on Saturday, **25<sup>th</sup> September 2021** shall only be considered and responded to during the AGM.
- Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending an email to any time before 5:00 p.m. IST on Saturday, 25th September 2021, mentioning their name, Demat account number/ folio number, email id, mobile number. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM, depending on availability of time.

#### 31. Voting through electronic means

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- I. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, the Company is pleased to provide its members, as on the cut-off date the facility to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice, at the 29th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).
- II. The facility for voting shall be made available at the AGM and the members attending the meeting through VC who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through such mode as may be facilitated by NSDL.
- III. The remote e-voting period commences on **Monday, September 27, 2021** (9:00 a.m. IST) and ends on **Wednesday, September 29, 2021** (5:00 p.m. IST). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote by remote e-voting. The remote E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- IV. How do I vote electronically using NSDL e-Voting system?

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

**Step 1:** Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

**Step 2:** Cast your vote electronically on NSDL e-Voting system.

**Details on Step 1 are mentioned below:**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at

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<https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.

4. Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.

b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?

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- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address
5. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - (a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - (b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - (c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - (d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
6. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
7. Now, you will have to click on "Login" button.
8. After you click on the "Login" button, Home page of e-Voting will open.

**Details on Step 2 are given below:**

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

3. Select "EVEN" of company for which you wish to cast your vote.
  4. Now you are ready for e- voting as the Voting page opens.
  5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
  6. Upon confirmation, the message "Vote cast successfully" will be displayed.
  7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
  8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
- Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice
- a) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested) scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) by email to [sadhananitro@sncl.com](mailto:sadhananitro@sncl.com)
  - b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) to [sadhananitro@sncl.com](mailto:sadhananitro@sncl.com).

### **General Guidelines for shareholders**

1. Institutional shareholders (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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [khassociates2016@gmail.com](mailto:khassociates2016@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or





“Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

By order of the Board

SD/-  
**Vijay Dhawangale**  
**Managing Director**  
**DIN: 01563661**

**Place:** Mumbai

**Date:** 7<sup>th</sup> September, 2021

## **Explanatory Statement**

### **Pursuant to Section 102(1) of the Companies Act, 2013**

#### **Item no. 4**

The company has received request from the previous promoters of the Company for reclassification from “Promoter & Promoter Group” Category to “Public” Category.

The following are the details regarding the shareholding in the company:

<b>S No</b>	<b>Name of identified Promoter/Promoter Group to be reclassified as “Public Shareholders”</b>	<b>Number of shares held as on 31<sup>st</sup> August, 2021</b>
1.	Mr. Kamal Aggarwal	NIL
2.	Ms. Minal Aggarwal	NIL
3.	Mr. Naresh Goyal	NIL
4.	Mrs. Shubharangana Goyal	NIL
5.	Mr. Navdeep Goyal	NIL

Pursuant to Regulation 31A of SEBI (LODR), 2015 (the ‘listing regulation’) along with amendments thereto, the Board of Directors of the Company shall analyze the request, place the same before the shareholders in General meeting or approval and apply for stock exchanges’ approval subsequently.

The Promoters seeking reclassification confirmed that:

- I. The, do not hold (individually and/or together) more than 10% of the total Voting Rights in the Company;
- II. They do not exercise (individually and/or together) control over the affairs of the Company directly or indirectly;
- III. They do not have any special rights (individually and/or together) with respect to the Company through formal or informal arrangements including through any shareholder arrangements;
- IV. They do not represent on the board of directors (including not having a nominee director) of the Company;
- V. They do not act as KMP in the Company;
- VI. They are not, ‘wilful defaulter’ as per the RBI Guidelines;
- VII. They are not fugitive economic offender.

Further, they have confirmed that subsequent to reclassification they would continue to comply with the requirements as mentioned in Regulation 31A of Listing Regulations.

**ONE GLOBAL SERVICE PROVIDER LTD.**

*(Formerly known as Overseas Synthetics Limited)*

CIN - L74110GJ1992PLC017316

Block No. 355, Manjusar Kumpad Road, Village - Manjusar,  
Taluka - Savli, Vadodara Gujarat 391775 India



The said requests for reclassification were considered, analyzed and approved by the Board of Directors at its meeting held on September 7<sup>th</sup>, 2021, subject to members' approval and stock exchanges' approval subsequently.

None of the Directors/KMP of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out.

The board recommends the resolution set forth in Item no. 4 for approval of the Members.

By order of the Board

SD/-  
**Vijay Dhawangale**  
**Managing Director**  
**DIN: 01563661**

**Place:** Mumbai

**Date:** 7<sup>th</sup> September, 2021

**Brief resume of Directors being re-appointed (in pursuance of Regulation 36(3) (a) of the Listing Regulations) and Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS-2) regarding Director seeking appointment / re-appointment**

**(Annexure-1)**

Sr. No.	Particulars	Details
1	Name of Person	Ms. Manjeet Sanjay Mehta
2	Date of Birth	19 <sup>th</sup> January, 1964
3	Age	56
4	Date of Appointment	July 30, 2020
5	Expertise in specific Functional area	Genetics
6	Experience	30 years
7	Brief Resume	<p>Mrs. Manjeet Sanjay Mehta is having 30 years Plus of vast experience in Genetics. She has been HOD Genetics at various labs and hospitals.</p> <p>She is also Director in- Genomics at several labs, Diagnostic Centers and other institutions.</p> <p>She is a Certified Technical Assessor at NABL for Genetics &amp; Molecular Biology. She is also the head of Clinical Diagnostics, Global Gene Corp.</p>
8	Qualifications	Medical Geneticist
9	Terms & Conditions of Re-appointment	With effect from 30/09/2021 Ms. Manjeet Sanjay Mehta shall be Director of the Company for the subsequent 5 financial years
10	No. of Board Meetings attended	5
11	List of other Indian Directorships/partnership held (Directorship/Membership/Chairmanship of Committees of Board)	<ul style="list-style-type: none"> <li>• NEO GENETICS LAB LLP</li> <li>• GENETIC WORLD MOLECULAR GENETICS LABORATORY LLP</li> </ul>
12	Number of Shares held in the Company	NIL
13	Relationship with other Directors	Not related to any of the directors of the Company.

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