

31<sup>st</sup> July, 2023

To,  
**BSE Limited**  
Phiroze Jeejeebhoy towers,  
Dalal Street,  
Mumbai-400 001.

**Scrip ID/ Code:** FOCUS/543312

**Sub** : Voting Result in accordance with the Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Reference No** : 16<sup>th</sup> Annual General Meeting of the Company

Dear Sir/ Madam,

In pursuant to Regulations 44(3) of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015, we are pleased to enclosure herewith the details of Voting Results of the 16<sup>th</sup> Annual General Meeting of the Company held on Saturday, 29<sup>th</sup> July, 2023 which commenced at 12.30 PM and concluded at 01:30 p.m. at 703 Rajhans Complex, Nr. Kadiwala School, Ring Road Surat-395002.

We are also enclosing the Scrutinizer's Report dated 31<sup>st</sup> July, 2023 on the physical ballot voting process and remote e-voting process carried out by the Company at the Annual General Meeting. The above are being uploaded on the Company's official website [www.focusbsl.com](http://www.focusbsl.com).

Thanking you,

Yours faithfully,

**For Focus Business Solution Limited**

**Dinal Kansadwala**  
**Company Secretary & Compliance Officer**  
**ACS No: 65092**

**Date: 29<sup>th</sup> July, 2023**

**Place: Surat**

**FOCUS BUSINESS SOLUTION LIMITED**  
**CIN: L74140GJ2006PLC049345**

General information about company	
Scrip code	543312
NSE Symbol	
MSEI Symbol	
ISIN	INE0DXR01010
Name of the company	Focus Business Solution Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-07-2023
Start time of the meeting	12:30 PM
End time of the meeting	01:30 PM

Scrutinizer Details	
Name of the Scrutinizer	Dhaval Master
Firms Name	D P Master & Associates
Qualification	CS
Membership Number	34204
Date of Board Meeting in which appointed	05-07-2023
Date of Issuance of Report to the company	31-07-2023

Voting results	
Record date	22-07-2023
Total number of shareholders on record date	62
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	3
b) Public	5
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)	
Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon and, in this regard, to consider and if thought fit, to pass resolutions as an Ordinary Resolution

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1580000	1500000	94.9367	1500000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1580000	1500000	94.9367	1500000	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	642000	288000	44.8598	288000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	642000	288000	44.8598	288000	0	100	0
Total		2222000	1788000	80.468	1788000	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Mohamedamin Mohammad Nathani (DIN: 02759560) who retires by rotation and being eligible offered himself for re-appointment ,in this regard, to consider and if thought fit, to pass the resolution as an Ordinary Resolution				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	E-Voting	1580000	1101000	69.6835	1101000	0	100	0
	Poll							
	Postal							

Promoter Group	Ballot (if applicable)							
	Total	1580000	1101000	69.6835	1101000	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting		288000	44.8598	288000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	642000	288000	44.8598	288000	0	100	0
Total		2222000	1389000	62.5113	1389000	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Increase In Authorized Share Capital And Consequent Amendment to the Capital Clause of the Memorandum Of Association and if thought fit, to pass, with or without modification(s) the resolution as an Ordinary Resolution				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1500000	94.9367	1500000	0	100	0
	Poll							
	Postal Ballot (if applicable)	1580000						
	Total	1580000	1500000	94.9367	1500000	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							

	Total							
Public- Non Institutions	E-Voting	642000	288000	44.8598	288000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	642000	288000	44.8598	288000	0	100	0
Total		2222000	1788000	80.468	1788000	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To issue Bonus Share and if thought fit, to pass, with or without modification(s) the Resolution as an Ordinary Resolution				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1580000	1500000	94.9367	1500000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1580000	1500000	94.9367	1500000	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	642000	288000	44.8598	288000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	642000	288000	44.8598	288000	0	100	0
Total		2222000	1788000	80.468	1788000	0	100	0

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approve the Execution of Focus Business Solution Limited- Employees' Stock Option Scheme 2023 ("ESOS 2023") and In this regard to consider and, if thought fit, to pass the resolution as Special Resolution				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1580000	1500000	94.9367	1500000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1580000	1500000	94.9367	1500000	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	642000	288000	44.8598	288000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	642000	288000	44.8598	288000	0	100	0
Total		2222000	1788000	80.468	1788000	0	100	0
Whether resolution is Pass or Not.				Yes				
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes

Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

**FORM NO. MGT. 13**  
**Scrutinizer Report**

***[Pursuant to section 108 & 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 as amended]***

To,

**The Chairman**

Focus Business Solution Limited  
(CIN: L74140GJ2006PLC049345)  
703, Rajhans Complex, Ring Road,  
Surat 395002, Gujarat

**Subject:** Consolidated Scrutinizer's Report for Remote e-Voting and voting by physical ballot forms received from the members at the 16<sup>th</sup> Annual General Meeting ('**AGM**') of the Company held on Saturday, 29<sup>th</sup> July 2023 at 12:30 PM at 703, Rajhans Complex, Ring Road, Surat 395002, Gujarat.

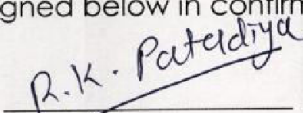
Dear Sir,

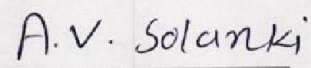
I, Dhaval P Master, Company Secretary in Practice, (ACS: 34204, CP No. 13653) Proprietor of M/s. D P Master & Associates, Company Secretaries have been appointed by the Company in their Board Meeting held on 05<sup>th</sup> July, 2023 as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of Scrutinizing Remote e-Voting and voting by physical ballot forms received from the members at the 16<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Saturday, 29<sup>th</sup> July 2023 at 12:30 PM at 703, Rajhans Complex, Ring Road, Surat 395002, Gujarat and concluded at 01:30 PM.

**I do hereby submit my report as under:**

1. Pursuant to Section 108 of the Companies Act, 2013 [the Act] read with Rule 20 of the Companies Management and Administration) Rules, 2014 the Rules, as amended, the Company has confirmed that the Notice convening the 16<sup>th</sup> AGM of the Company along with the instructions for the remote e-voting at the AGM and the Annual Report for the financial year 2022-23 were send through electronic mode to those Members whose mail addresses were registered with the Company/Depository Participants for communication purposes.

2. The Company has provided remote voting facility to its members in respect of business to be transacted at AGM. The Company had appointed National Securities Depository Limited (NSDL) as the service provider for the facility of remote voting to its Members.
3. The voting period begins on Wednesday, July 26, 2023 at 10.00 AM and ends on Friday, July 28, 2023 at 05.00 PM. During this period shareholders of the Company holding shares, either in physical form or in dematerialized form, as on the cut-off date Saturday, July 22, 2023, were entitled to cast their vote electronically.
4. The e-Voting module was disabled and blocked by NSDL for voting Friday, July 28, 2023 at 05.00 PM.
5. The facility for voting through postal ballot/polling paper was made available at AGM for the members attending the meeting and who had not cast their vote through Remote E-voting. On completion of the voting at Company provided to us the list of the shareholders who were present at the meeting either in person or through proxies and who had cast their votes, their holding details and the details of the votes cast on the resolution.
6. After counting of the votes conducted at the venue of the AGM, through ballot paper, the vote cast through remote e-voting facility was duly unblocked by me as a scrutinizer in the presence of two witnesses Mr. Rajan Patdiya and Ms. Aartiben Solani who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.  

  
\_\_\_\_\_  
(Rajan Patdiya)

  
\_\_\_\_\_  
(Aartiben Solani)
7. I did not find any ballot/poll papers invalid
8. Thereafter, the details of equity shareholders, who voted "**For**" or "**Against**" each of the resolution that were put to vote, were generated from the e-voting website i.e. <https://www.evotingindia.com>
9. The consolidated result of e-Voting and voting by physical ballot forms held at the aforesaid AGM is as under:

**Item No. 1 (Ordinary Resolution)**

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon

Particulars	Number of Votes Contained in						
	Remote E-Voting		Voting at the AGM		Total		% of total valid votes cast
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	25	1788000	0	0	25	1788000	80.47
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

**Item No. 2 (Ordinary Resolution)**

To appoint a Director in place of Mr. Mohamedamin Mohammad Nathani (DIN: 02759560), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

Particulars	Number of Votes Contained in						
	Remote E-Voting		Voting at the AGM		Total		% of total valid votes cast
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	24	1389000	0	0	24	1389000	62.51
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

**Item No. 3 (Ordinary Resolution)**

To increase in authorized share capital and consequent amendment to the capital clause of the memorandum of association;

Particulars	Number of Votes Contained in						
	Remote E-Voting		Voting at the AGM		Total		% of total valid votes cast
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	25	1788000	0	0	25	1788000	80.47
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

**Item No. 4 (Ordinary Resolution)**

To issue Bonus Shares

Particulars	Number of Votes Contained in						
	Remote E-Voting		Voting at the AGM		Total		% of total valid votes cast
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	25	1788000	0	0	25	1788000	80.47
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

**Item No. 5 (Special Resolution)**

To approve the execution of focus business solution limited- employees' stock option scheme 2023 ("ESOS 2023")

Particulars	Number of Votes Contained in						
	Remote E-Voting		Voting at the AGM		Total		% of total valid votes cast
	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	No. of members voted	No. of Votes cast by them	
Voted in favour	25	1788000	0	0	25	1788000	80.47
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results, all the resolutions voted through Remote e-Voting and voting by physical ballot forms held during the AGM were passed with '**REQUISITE MAJORITY**'

The e-voting reports containing a list of members who voted "**FOR**" and "**AGAINST**" each resolution and all other relevant records will be sealed and handed over to the Company Secretary of the Board for safe keeping.

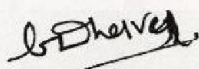
Thanking you,

Yours faithfully,

**For D P Master & Associates**

Company Secretaries

Unique Identification No.: I2014GJ1203300

  
**(Dhaval P Master)**

Proprietor

UDIN: A034204E000708229

ACS - 34204, COP - 13653

Peer Review Certificate No. 1845/2022



**COUNTERSIGNED BY**

Focus Business Solution Limited

  
Mohamedyaseen Nathani  
Managing Director  
DIN: 02759578



Surat, 31<sup>st</sup> July 2023