

5th July, 2023

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

Scrip ID/ Code : FOCUS/543312

Sub : Outcome of Board Meeting held on 5th July, 2023

Reference No : Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you, that the Board of Directors of the Company at its meeting held on today, Wednesday, July 05, 2023, has inter-alia:

1. Approved the Notice of 16th Annual General Meeting for the financial year ended March 31, 2023 to be called and convened on Saturday, 29th July, 2023 at 12:30 PM at the registered office of the Company situated at 703, Rajhans Complex, Nr. Kadiwala School, Ring Road, Surat GJ 395002.
2. Considered and Approved Board of Directors Report for the financial year ended March 31, 2023.
3. Approved draft Annual Report for the Financial Year ended March 31, 2023.
4. Considered and Approved increase in the Authorized Share capital of the company from **Rs. 2,30,00,000 (Rupees Two Crore Thirty Lakhs only) to Rs. 7,50,00,000 (Rupees Seven Crore Fifty Lakhs Only)** and corresponding alteration of Clause V of the Memorandum of Association of the Company, Subject to the approval of the members;
5. Recommended the issue of **Bonus Shares in the ratio of 5:4** i.e. 4 (Four) Bonus equity share of Rs.10/- each for every 5 (Five) fully paid-up equity share of Rs. 10/- each held by the Members of the Company as on the Record Date, subject to approval of the Members of the Company.

The detailed disclosure for Bonus issue as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015, is attached as Annexure-I;

6. Considered and Approved the formulation of the "Focus Business Solution Limited - Employee Stock Option scheme ("ESOS") 2023" of the Company, with the authority to **create and grant from time to time, in one or more tranches, not exceeding 2,22,200 employee stock options** exercisable into not exceeding 2,22,200 equity shares of face value of 10 each of the Company, to the eligible employees of the Company, in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 subject to approval of the shareholders of the Company in Annual General Meeting.

7. Appointed a Director in place of Mr. Mohamedamin Mohammad Nathani (DIN: 02759560) who retires by rotation and being eligible offered himself for re-appointment.
8. Noted the Secretarial Audit report issued by M/S D P Master & Associates for the financial year ended March 31, 2023.
9. Fixed the Cutoff date & book closers dates Pursuant to Section 91 of the Companies Act , 2013 and regulation 42 of SEBI (LODR) Regulation , 2015 for purpose of AGM as per following:

Book Closure	Record Date/ Cutoff Date
Monday 24 th July, 2023 to Saturday 29 th July, 2023	End of Business Hour on 22 nd July, 2023

10. Considered and approved remote E-Voting facility which will be available during the following period after which portal shall forthwith be blocked and shall not be available.

Commencement of remote E-voting	10.00 A.M. (IST) on 26 th July, 2023
End of remote e-voting	05.00 P.M. (IST) on 28 th July, 2023

11. Appointed M/S D P Master & Associates, Practicing Company Secretary as scrutinizer for purpose of 16th AGM
12. Appointed M/S D P Master & Associates as Secretarial Auditor for the financial year 2023– 2024.
13. Considered other matters with permission of chairperson.

The Board Meeting was commenced at 4:45 p.m. and concluded at 5:30 p.m.

We request you to kindly take the above on your record.

Thanking you,
Yours faithfully,

For FOCUS BUSINESS SOLUTION LIMITED



MOHAMEDYASEEN MUHAMMADBHAI NATHANI
Managing Director
DIN: 02759578

Annexure-I

As per regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below disclosure regarding issue of bonus shares:

Sr. no	Particulars	Description
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
2.	Type of Issuance	Bonus Shares
3.	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	Rs. 1,77,76,000/- (Rupees One Crore Seventy Seven Lakhs Seventy Six Thousand Only)
4.	Whether bonus is out of free reserves created out of profits or share premium account	The bonus equity shares will be issued out of free reserves and/or securities premium account of the company available as at March 31, 2023
5.	Bonus ratio	4 (Four) Bonus equity share of Rs. 10/- each for every 5 (Five) fully paid-up equity shares of Rs. 10/- each held as on a record date.
6.	Details of share capital - pre and post bonus Issue	<p><u>Pre-Bonus paid-up share capital</u> Rs. 2,22,20,000/- (Rupees Two Crore Twenty Two Lakhs Twenty Thousands Only) divided into 22,22,000 (Twenty Two Lakhs Twenty Two Thousand Only) Equity Shares of Rs. 10/- each</p> <p><u>Post-Bonus paid-up share capital</u> Rs. 3,99,96,000/- (Rupees Three Crore Ninety Nine Lakhs Ninety Six Thousands Only) divided into 39,99,600 (Thirty Nine Lakhs Ninety Nine Thousand Six Hundred Only) Equity Shares of Rs. 10/- each</p>
7.	Free reserves and/ or share premium required for implementing the bonus issue	Securities Premium-Rs. 98.78 Lakhs General reserve- Rs. 78.98 Lakhs
8.	Free reserves and/or share premium available for capitalization and the date as on which such balance is available	As on 31st March, 2023, the Free Reserves premium and Securities Premium is Rs. 178.91 Lakhs
9.	Whether the aforesaid figures are audited	Yes
10.	Estimated date by which such bonus shares would be credited/dispatched	Within 2 months from the date of Board by 5 th September, 2023