

## NOTICE OF

### 18<sup>th</sup> ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 18<sup>th</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S FOCUS BUSINESS SOLUTION LIMITED WILL BE HELD ON **MONDAY, AT 14<sup>TH</sup> JULY, 2025, AT 04:00 P.M.** AT THE REGISTERED OFFICE OF THE COMPANY SITUATED **AT 703, RAJHANS COMPLEX, NR. KADIWALA SCHOOL, RING ROAD, SURAT-395002** TO TRANSACT THE FOLLOWING BUSINESS:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2025 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 the following resolutions as an **Ordinary Resolution**:
2. 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 following resolution as an **Ordinary Resolution**:

#### SPECIAL BUSINESS:

#### **3. TO ISSUE BONUS SHARE**

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 Section 63 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Share Capital and Debentures) Rules, 2014 (“the Rules”), and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Foreign Management Act, 1999 and other applicable provisions of regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) from time to time, the enabling provisions of the Memorandum and Articles of Association of the Company, and pursuant to the recommendation of the Board of Directors of the Company (hereinafter referred to as “the Board”, which expression shall be deemed to include a Committee of Directors or officer(s) of the Company duly authorized in this behalf), and subject to such approvals as may be required in this regard, approval of the Members be and is hereby accorded to the Board for capitalization of a sum not exceeding **Rs. 2,67,22,311 (Rupees Two Crore Sixty Seven Lacs Twenty Two thousand Three Hundred and eleven Only)** from and out of the Company's Free Reserves and/or the securities premium account and/or or such other account as may be considered necessary by Board of Directors of the Company (“the Board”), for the purpose of the issue of bonus equity shares of Rs. 10/- each, credited as fully paid-up equity shares to the holders of the existing equity shares of the Company in consideration of their said holding and whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date as may be fixed in this regard by the Board, in the proportion of 29 (Twenty Nine) equity share of Rs. 10/- (Rupees Ten) each for every 50 (Fifty) existing

equity shares of Rs. 10/- (Rupees Ten) each held by the Members and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such Member.

**RESOLVED FURTHER THAT** the bonus equity shares so allotted shall rank pari-passu in all respects with the fully paid-up equity shares of the Company as existing on such date as may be fixed in this regard by the Board.

**RESOLVED FURTHER THAT** the bonus shares so allotted shall subject to the Memorandum of Association and Articles of Association of the Company.

**RESOLVED FURTHER THAT** in the case of members who hold shares or opt to receive the shares in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s) and in the case of members who hold equity shares in physical form, the share certificate(s) in respect of the bonus equity shares shall be dispatched, within such time as prescribed by law and the relevant authorities.

**RESOLVED FURTHER THAT** the issue and allotment of the bonus equity shares to the extent they relate to Non-Resident Indians (NRIs), Overseas Citizen of India, Overseas Corporate Bodies (OCBs), Foreign Portfolio Investors (FPIs) and other foreign investors of the Company will be subject to the approval of the RBI, if applicable and as may be necessary.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions, the Board including any Committee of the Board or person authorised by the Board, be and is hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and as it may in its sole and absolute discretion deem necessary, expedient or incidental in regard to issue of bonus shares, filing of any documents with the Securities and Exchange Board of India, Stock Exchanges where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/ or any concerned authorities, applying and seeking necessary listing approvals from the Stock Exchanges, and to settle any question, difficulty or doubt that may arise in regard thereto.

**RESOLVED FURTHER THAT** any equity shares being fractional shares, arising out of issue shall be ignored and no allotment shall be for the fractional equity shares and accordingly the number of issuance of bonus share may be reduced.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board including any Committee of the Board or person authorised by the Board, be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to filing of necessary forms/documents with the appropriate authorities and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto.”

#### 4. TO REVISE THE TERMS OF REMUNERATION OF MR. MOHAMEDYASEEN MUHAMMADBHAI NATHANI (DIN: 02759578) AS CHAIRMAN AND MANAGING DIRECTOR W.E.F.01 APRIL,2025

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and subject to such consent(s), approval(s) and permission(s) as may be required in this regard from any authority and as recommended by Nomination and Remuneration Committee and approved by the Board of Directors (hereinafter referred to as the Board, which term shall unless repugnant to the context by the Board in this behalf approval of the members be and is hereby accorded for revision of remuneration of Mr. Mohamedyaseen Muhammadbhai Nathani (Din: 02759578) as Chairman and Managing Director of the Company existing from Rs.48,00,000 p.a to Rs.60,00,000 p.a w.e.f. 01 April, 2025 to 05 January 2027 as contained in the explanatory statement annexed hereto.

**RESOLVED FURTHER THAT** the Board of Director be and is hereby authorised to vary, alter and modify the terms and conditions of reappointment including as to designation and remuneration/remuneration structure of Mr. Mohamedyaseen Muhammadbhai Nathani within the limits prescribed in the explanatory statement to this resolution and to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

#### 5. TO REVISE THE TERMS OF REMUNERATION OF MR. MOHAMEDAMIN MOHAMMAD NATHANI (DIN: 02759560) AS WHOLE TIME DIRECTOR W.E.F.01 APRIL,2025

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and subject to such consent(s), approval(s) and permission(s) as may be required in this regard from any authority and as recommended by Nomination and Remuneration Committee and approved by the Board of Directors (hereinafter referred to as the Board, which term shall unless repugnant to the context by the Board in this behalf), approval of the members be and is hereby accorded for revision of remuneration of Mr. Mohamedamin Mohammad Nathani (Din: 02759560) as Whole Time Director of the Company existing from Rs.48,00,000 p.a to Rs.60,00,000 p.a w.e.f. 01 April, 2025 to 05 January 2027 as contained in the explanatory statement annexed hereto.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to increase, alter and/or vary the remuneration and perquisites including the monetary value thereof as may be permitted or authorised in accordance with the provisions of the Companies Act, 2013, for the time being in force, provided, however, that the remuneration payable to Mr. Mohamedamin Mohammad Nathani shall be within the limits as prescribed in Schedule V of the Companies Act, 2013”.

## 6. TO APPROVE INCREASE IN BORROWING LIMITS OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:

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

**“RESOLVED THAT** in supersession of earlier Resolution passed in this regard, pursuant to the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) and any approvals, consents, sanctions, permissions as may be necessary from any governmental authorities and all other appropriate statutory and regulatory authorities, and such other rules made thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for time being in force) and the Articles of Association of the Company and all other provisions of applicable laws, the consent of the shareholders of the Company, be and is hereby accorded to the Board of Directors of the Company (which term shall be deemed to include any Committee of Directors thereof which the Board may have constituted or hereafter constitute for the time being exercising the powers conferred on the Board by this Resolution), to borrow from time to time, any sum or sums of monies as it may deem requisite for the purpose of the business of the Company, inter alia, by way of Loan/Financial Assistance from various Bank(s), Financial Institution(s) and/or other Lender(s), issue of Debentures/Bonds or other Debt Instruments, with or without security, whether in India or abroad and through acceptance of Fixed Deposits and Inter Corporate Deposits, on such terms and conditions as the Board at its sole discretion may deem fit, notwithstanding that the monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained/to be obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of its Paid-Up Share Capital of the Company and its free reserves, and Securities Premium, provided that the total amount up to which monies may be borrowed by the Board of Directors shall not exceed the sum of **Rs.100 Crore (Rupees hundred Crore only)** at any point of time.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, and things including delegating powers to officers and/ or employees of the Company, as they may in their absolute discretion deem necessary or expedient in respect of matters and things incidental or related thereto and settle any question or doubt, to give effect to the aforesaid Resolution.”

## 7. TO INCREASE THE LIMIT TO SELL, LEASE, MORTGAGE, OR OTHERWISE DISPOSE OF OR TO CREATE CHARGE, MORTGAGE, AND/OR HYPOTHECATE ON THE PROPERTIES/UNDERTAKINGS OF THE COMPANY UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013:

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

**“RESOLVED THAT** in supersession of earlier Resolution passed in this regard, pursuant to the provision of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) and/or re-enactment thereof for the time being in force) and any approvals, consents, sanctions, permissions as may be necessary from any governmental authorities and all other appropriate statutory and regulatory authorities, and such other rules made

thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for time being in force) and the Articles of Association of the Company and all other provisions of applicable laws, consent of the Shareholders of the Company, be and is hereby accorded to the Board of Directors of the Company (which term shall be deemed to include any Committee of Directors thereof which the Board may have constituted or hereafter constitute for the time being exercising the powers conferred on the Board by this Resolution) to Sell, Lease, Mortgage, Or Otherwise Dispose of or to Create Charge, Mortgage, and/or hypothecate , on the Company's assets and/or properties, both present and future, whether movable or immovable, including the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings, on such terms and conditions as the Board at its sole discretion may deem fit, subject to a maximum amount of **Rs.100 Crore (Rupees Hundred Crore only)**.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, and things including delegating powers to officers and/ or employees of the Company, as they may in their absolute discretion deem necessary or expedient in respect of matters and things incidental or related thereto and settle any question or doubt, to give effect to the aforesaid Resolution.

#### **8. TO INCREASE THE LIMIT TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND SECURITY IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIE'S ACT, 2013**

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

**"RESOLVED THAT** in supersession of earlier Resolution passed in this regard, pursuant to the provisions of Section 186 of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modification(s) or reenactment thereof for the time being in force), the consent of the Members be and is hereby accorded to the Board of Directors (which term shall be deemed to include any Committee of Directors thereof which the Board may have constituted or hereafter constitute for the time being exercising the powers conferred on the Board by this Resolution), of the Company to grant loans and advances or make investments in the securities of any other body corporate or provide securities or guarantees for such an amount that the aggregate of such loans and investments made or to be made, the amounts for which guarantee or security so far provided in connection with a loan to any other body corporate or person, along with the investment, loan, guarantee or security proposed to be made or given by the Company in excess of the limits prescribed under Section 186 of the Act, viz., 60% of the Company's paid up share capital, free reserves and securities premium account or 100% of the Company's free reserves and securities premium, whichever is more, upon such terms and conditions as the Board may think fit, provided that the amount of such total loans or investments made, guarantees given and securities provided shall not at any time exceed Rs.100 crore.

**RESOLVED FURTHER THAT** any Director, Chief Financial Officer or Company Secretary of the Company be and is hereby authorized to do and perform all such acts, deeds and things and to take all steps as may be considered necessary, proper and expedient to carry on the purpose of this resolution.”

**By the order of the Board of Directors  
FOR FOCUS BUSINESS SOLUTION LIMITED**

**Sd/-**

**Mr. Mohamedyaseen Muhammadbhai Nathani  
Managing Director & Chairman  
DIN: 02759578**

**Date : 20<sup>th</sup> June, 2025  
Place : Surat  
Registered office: 703 Rajhans Complex,  
Nr. Kadiwala School,  
Ring Road Surat-395002**

NOTES:THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

1. The Annual General Meeting will be held at the said venue by strictly adhering to the Social Distancing Norms and other Safety Protocols including face masks, hand sanitization, Infrared Thermometer etc. as per the latest guidelines/advisories/SOP's issued by the Ministry of Health & Family Welfare, Govt. of India and the State Govt. amid COVID-19 Pandemic.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON POLL TO VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

*Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.*

3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
4. Explanatory statement pursuant to section 102 of the Companies Act, 2013 setting out the details relating to the special business to be transacted at the Annual General Meeting, is also annexed to this notice.
5. Pursuant to the provision of Section 91 of the Companies Act, 2013, the Company has fixed **Monday, July 7, 2025 as the Record Date (i.e cutoff date)** for taking records of the Members of the Company for the purpose of 18<sup>th</sup> Annual General Meeting.
6. All documents referred to in accompanying Notice and Statement pursuant to section 102 shall be open for inspection at the Registered Office of the Company during the office hours on all working days between 11.00 AM to 3:00 PM up to the date of conclusion of AGM.
7. Members/Proxies should bring the attendance slip duly filled in and signed for attending the AGM. Duplicate attendance slip will not be provided at the hall.
8. As per regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, the brief profile of the Directors including those proposed to be re-appointed is annexed to this Notice.
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 their PAN to their Depository Participants with whom they are maintaining their DEMAT account.
10. Queries on accounts and operations of the Company, if any, may be sent to the Company Secretary of the Company, ten days in advance of the meeting so as to enable the Management to keep the information ready at the meeting.



11. Members can inspect the register of Director and Key Managerial personnel and their shareholding, required to be maintained under section 170 of the Companies Act, 2013 during the course of the AGM at the venue.
12. All transfer deeds, requests for change of address, bank particulars/mandates/ECS mandates, PAN in respect of the shares held in electronic form should be sent to the respective Depository Participants by the members well in time.
13. Members are requested to bring their copy of Annual Report to the AGM. Members/ Proxies should bring the attendance slip duly filled in and signed for attending the AGM.
14. In case of the joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
15. Members holding shares in electronic mode are requested to intimate any change in their address to their Depository Participant (s).
16. In terms of section 101 & 136 of the Act, read together with the rules made there under, the Listed Companies may send the notice of AGM and the Annual Report including all Financial Statements, Board Report etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their e-mail IDs with their respective DPs or with the Share Transfer Agent of the Company. The e-mail addresses indicated in your respective Depository Participant (DP) accounts, which will be periodically downloaded from NSDL/CDSL, will be deemed to be your registered e-mail address for serving notices/documents including those covered under Section 136 of the Companies Act, 2013 read with rule 11 of the Companies (Accounts) Rules, 2014. Further in consonance with the MCA Circulars and the SEBI Circular dated May 12, 2020, The Notice of AGM and the Annual Report for the Financial Year 2024-25 is being sent only through electronic mode to all the Shareholders. The Notice of AGM and the copies of audited financial statements, Board's Report, Auditor's Report etc. will also be displayed on Company's website [www.focusbsl.com](http://www.focusbsl.com) and on the website of Bombay Stock Exchange (BSE) [www.bseindia.com](http://www.bseindia.com). As per the green initiative taken by Ministry of Corporate Affairs, all the members are requested to ensure to keep their e-mail addresses updated with the Depository Participants to serve them documents/all communications including Annual Reports, Notices, Circulars etc. in electronic form.

#### 17. E- VOTING PROCESS:

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in pursuance to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 your Company is pleased to provide members facility to exercise their right to vote at the 18<sup>th</sup> Annual General Meeting by electronic means and business may be transacted through e-voting services provided by Purva Sharegistry (India) Private Limited.

It is hereby clarified that it is not mandatory for a member to vote using the E-voting facility and a member may avail of the facility at his/her discretions, subject to compliance with the instruction for E-Voting given below. In case of Members who are entitled to vote but have not exercised their right to vote by electronic means, the Chairman of the Company may order a poll on his own motion in terms of Section 109 of the Companies Act, 2013 for the businesses specified in the accompanying notice. For abundant clarity, in the event of poll, please note that the Members who have exercised their right to vote by electronic means shall not vote by way of poll at the Meeting. The Company is pleased to offer e-voting facility for its Members to enable them to cast their votes electronically. The procedure and instructions for the same are as follows:



The Company has approached Purva Sharegistry (India) Private Limited for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://evoting.purvashare.com/> or <http://www.focusbsl.com>.

The remote e- voting facility will be available during the following voting period:

Commencement of remote e- voting	Thursday, July 10, 2025 at 10:00 A.M
End of remote e- voting	Sunday, July 13, 2025 at 5.00 P.M





During this period shareholders of the Company, holding shares as on **the cut-off date i.e. Monday, July 7, 2025** may cast their vote electronically. The remote e-voting module shall be disabled by Purva Sharegistry (India) Private Limited for voting thereafter. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company **as the cut-off date i.e. Monday, July 7, 2025**. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares **as of the cut-off date i.e. Monday, July 7, 2025**, may obtain the login ID and password by sending a request at [evoting@purvashare.com](mailto:evoting@purvashare.com). The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. A person, 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 through ballot paper.

### **Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository.	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> </ol>

	<ol style="list-style-type: none"> <li>3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

	<p><b>NSDL Mobile App is available on</b></p> <p>  App Store          Google Play       </p> <div style="display: flex; justify-content: space-around;">   </div> <p>5. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact toll free no. 1800 22 55 33

**Step 2 : Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

**(i) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.**

1. The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
2. Click on “Shareholder/Member” module.
3. 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. Shareholders holding shares in Physical Form should enter EVENT Number followed by Folio Number registered with the company. For example if folio number is 001\*\*\* and EVENT is 8 then user ID is 8001\*\*\*
4. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) or [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
5. If you are a first-time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details  <b>OR</b> Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVENT NO. For **Focus Business Solution Limited** on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (vi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (vii) 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.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [evoting@purvashare.com](mailto:evoting@purvashare.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.
  - 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.
  - Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [focusbsl2006@gmail.com](mailto:focusbsl2006@gmail.com), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

**Process for those shareholders whose email ids are not registered with the depositories/ company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. For Physical shareholders- please provide necessary details like 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 Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-49614132 and 022-35220056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022- 022-49614132 and 022-35220056.

ANNEXURE TO NOTICE**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (THE "ACT")**

The following Statement sets out all material facts relating to the Ordinary/Special Business mentioned in the Notice:

**ITEM NO. 3: TO ISSUE BONUS SHARE**

The following Statement sets out the material facts relating to the Special Business item no. 3 as mentioned in the Notice:

The equity shares of your Company are listed and actively traded on the BSE Limited. With a view to encourage the participation of retail investors in the long term, increasing the overall tradeable float/activity level in the Equity shares and retail diversification of shareholding, the Board of Directors at its meeting held on June 20, 2025, subject to consent of the members of the Company, approved and recommended issue of bonus equity shares of Rs. 10/- (Rupee Ten only) each credited as fully paid-up to eligible members of the Company in the proportion of 29 (Twenty Nine) equity share of Rs. 10/- (Rupees Ten) each for every 50 (Fifty) existing equity shares of Rs. 10/- (Rupees Ten) each by capitalizing a sum not exceeding **Rs. 2,67,22,311 (Rupees Two Crore Sixty Seven Lacs Twenty Two thousand Three Hundred and eleven Only)** from and out of the Company's Free Reserves and/or the securities premium account and/or or such other account as may be considered necessary by Board of Directors of the Company ("the Board").

Article 39 of the Articles of Association of the Company permits capitalization of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts (including securities premium account and capital redemption reserve account), or to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards payment of unissued shares to be issued to the members as fully paid bonus shares.

The Bonus Shares so allotted shall rank pari- passu in all respects with the fully paid-up Equity Shares of the Company as on the Record Date and shall be made according to the regulations as specified under Chapter IX of SEBI (ICDR) Regulations 2018.

None of the Directors or Key Managerial Personnel of the Company including their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of the stock options/equity shares held by them in the Company.

The Board recommends this resolution as set out in Item no. 3 of the Notice for your approval as an Ordinary Resolution.

**ITEM NO. 4 TO REVISE THE TERMS OF REMUNERATION OF MR. MOHAMEDYASEEN MUHAMMADBHAI NATHANI (DIN: 02759578) AS CHAIRMAN AND MANAGING DIRECTOR W.E.F.01 APRIL, 2025**

The following Statement sets out the material facts relating to the Special Business item no. 4 as mentioned in the Notice:

The Board of Directors of the Company ("Board"), at its meeting held on January 6, 2024, approved the re-appointment of Mr. Mohamedyaseen Muhammadbhai Nathani as Managing Director of the Company for a period of five years, commencing from January 6, 2024, to January 5, 2029. The said re-appointments were subsequently approved by the members at the Extra-Ordinary General Meeting held on March 23, 2024.

On the recommended of NRC, the Board of directors has approved its meeting held on 20<sup>th</sup> June, 2025 has revised of terms of Remuneration payable to Mr. Mohamedyaseen Muhammadbhai Nathani as the Managing Director, w.e.f. 01 April, 2025, subject to the approval of Members in the annual general meeting.



The principal terms and conditions of Mr. Mohamedyaseen Muhammadbhai Nathani as the Managing Director of the Company is as follows:

**Remuneration:**

**1. Basic Salary:**

Current basic salary has been increased to Rs. 60,00,000 (Rupees Sixty Lakhs Only) per annum which shall not exceeded the maximum limits as laid down in Section 197 (1) read with schedule V of the Companies Act, 2013, subject to approval of the shareholders of the Company with the effect from 1<sup>st</sup> April, 2025 to 05 January 2027.

**2. Benefits, Perquisites, Allowances:**

- I. Perquisites and Allowances including Travel Concession/Allowance, Other Allowances (including any special allowance)
- II. Contribution to Provident Fund as per the Rules of the Company.
- III. The Managing Director shall be entitled to leaves in accordance with the Rules of the Company.
- IV. Other facilities as per the Rules of the Company includes Telecommunication facilities, Car facility etc.

**3. Commission:**

Such remuneration by way of commission, in addition to the salary and perquisites and allowances payable, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of the Company at the end of each financial year, subject to the overall ceilings stipulated in Section 197 of the Companies Act, 2013 or any modification or enactment thereof.

**4. Minimum Remuneration:**

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company will pay to the Managing Director a remuneration by way of Salary, Benefits, Perquisites and Allowances, and Incentive Remuneration as specified above.

**5. Other Terms of Appointment:**

The terms and conditions of the said re-appointment may be altered and varied from time to time by the Board as it may in its discretion deem fit, irrespective of the limits stipulated under Schedule V of the Act or any amendments made hereafter in this regard, in such manner as may be agreed to between the Board and the Managing Director, subject to such approvals as may be required.

None of the Directors or KMP of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

**ITEM NO. 5 TO REVISE THE TERMS OF REMUNERATION OF MR. MOHAMEDAMIN MOHAMMAD NATHANI (DIN: 02759560) AS WHOLE TIME DIRECTOR W.E.F.01 APRIL, 2025**

The following Statement sets out the material facts relating to the Special Business item no. 5 as mentioned in the Notice:

The Board of Directors of the Company ("Board"), at its meeting held on January 6, 2024, approved the re-appointment of Mr. Mohamedamin Mohammad Nathani as Whole-Time Director of the Company for a period of five years, commencing from January 6, 2024, to January 5, 2029. The said re-appointments were subsequently approved by the members at the Extra-Ordinary General Meeting held on March 23, 2024.

On the recommended of NRC, the Board at its meeting held on 20<sup>th</sup> June, 2025, has, subject to the approval of Members, revised of terms of Remuneration payable to Mr. Mohamedamin Mohammad Nathani as the whole Time Director, w.e.f. 1<sup>st</sup> April, 2025 to 05 January 2027.

The principal terms and conditions of Mr. Mohamedamin Mohammad Nathani as the whole Time Director of the Company are as follows:

**Remuneration:**

**1. Basic Salary:**

Current basic salary has been increased to Rs. 60,00,000 (Rupees Sixty Lakhs Only) per annum which shall not exceeded the maximum limits as laid down in Section 197 (1) read with schedule V of the Companies Act, 2013, subject to approval of the shareholders of the Company with the effect from 1<sup>st</sup> April, 2025 to 05 January 2027.

**2. Benefits, Perquisites, Allowances:**

- I. Perquisites and Allowances including Travel Concession/Allowance, Other Allowances (including any special allowance)
- II. Contribution to Provident Fund as per the Rules of the Company.
- III. The whole Time Director shall be entitled to leaves in accordance with the Rules of the Company.
- IV. Other facilities as per the Rules of the Company includes Telecommunication facilities, Car facility etc.

**3. Commission:**

Such remuneration by way of commission, in addition to the salary and perquisites and allowances payable, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of the Company at the end of each financial year, subject to the overall ceilings stipulated in Section 197 of the Companies Act, 2013 or any modification or enactment thereof.

**4. Minimum Remuneration:**

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Whole time director, the Company has no profits or its profits are inadequate, the Company will pay to the Managing Director & Whole time director a remuneration by way of Salary, Benefits, Perquisites and Allowances, and Incentive Remuneration as specified above.

**5. Other Terms of Appointment:**

The terms and conditions of the said re-appointment may be altered and varied from time to time by the Board as it may in its discretion deem fit, irrespective of the limits stipulated under Schedule V of the Act or any amendments made hereafter in this regard, in such manner as may be agreed to between the Board and Whole time director, subject to such approvals as may be required.

None of the Directors or KMP of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

**ITEM NO. 6: INCREASE IN BORROWING LIMITS OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:**

The following Statement sets out the material facts relating to the Special Business item no. 6 as mentioned in the Notice:

As per the provisions of Section 180(1)(c) of the Companies Act, 2013, the Borrowings (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) by the Company beyond the aggregate of the Paid-Up Share Capital of the Company and its Free Reserves and Securities Premium requires approval from the Shareholders of the Company.

The Members at their Extra Ordinary General Meeting held on February 26, 2021, had accorded their consent Vide Special Resolutions in this regard and authorized the Board of Directors to borrow monies for the purpose of the business of the Company not exceeding Rs.5 Crore (including the temporary loans obtained/to be obtained from the Company's bankers in the ordinary course of business) from time to time on behalf of the Company in terms of Section 180(1)(c) of the Companies Act, 2013 ('the Act').

Considering the future business plans of the Company and to meet the funding requirements for the business of the Company, the Board of Directors may need to resort to further borrowings from time to time, inter alia, by way of Loan/ Financial Assistance from the various Bank(s)/Financial Institution(s) and/or other Lender(s), issue of Debentures/Bonds or other Debt Instruments and through acceptance of Fixed Deposits, Inter-Corporate Deposits, etc. Accordingly, it is proposed to seek approval of the Members of the Company for revising the limits of borrowing from the existing Rs.5 Crore to Rs.100 Crore.

None of the Directors or KMP of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the accompanying Notice.

The Board of Directors accordingly recommends the Special Resolutions set out in Item No.6 this Notice for approval of the Members.

**ITEM NO. 7: TO INCREASE THE LIMIT TO SELL, LEASE, MORTGAGE, OR OTHERWISE DISPOSE OF OR TO CREATE CHARGE, MORTGAGE, AND/OR HYPOTHECATE ON THE PROPERTIES/UNDERTAKINGS OF THE COMPANY UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013:**

The following Statement sets out the material facts relating to the Special Business item no. 7 as mentioned in the Notice:

The Members at their Extra Ordinary General Meeting held on February 26, 2021, had accorded their consent Vide Special Resolutions in this regard and authorized the Board of Directors to Sell, Lease, Mortgage, or otherwise dispose of or to Create Charge, Mortgage, and/or Hypothecate on the Company's assets and/or properties, both present and future, whether movable or immovable, including the whole or substantially the whole of the Company's undertaking or undertakings, for securing the borrowings up to limit of Rs.5 Crore in terms of Section 180(1)(a) of the Act.

Considering the future business plans of the Company and to meet the funding requirements for the business of the Company, the Board of Directors may need to resort to further borrowings from time to time, inter alia, by way of Loan/ Financial Assistance from the various Bank(s)/Financial Institution(s) and/or other Lender(s), issue of Debentures/Bonds or other Debt Instruments and through acceptance of Fixed Deposits, Inter-Corporate Deposits, etc. These borrowings may also have to be secured by the creation of mortgages, charges, liens, hypothecation, and/or other securities on the Company's assets and/or properties, both present and future, whether movable or immovable, including the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking of the whole or substantially the whole of any of such undertakings, in favour of Bank(s)/ Financial Institution(s)/ other Lender(s)/ Mutual Fund(s)/ Debenture Trustee/ Security Trustee/ Fixed Deposits Trustee.

Accordingly, it is proposed to seek approval of the Members of the Company for revising the limits to Sell, Lease, Mortgage, or otherwise dispose of or to Create Charge, Mortgage, and/or Hypothecate on the Company's assets and/or properties from the existing Rs.5 Crore to Rs.100 Crore.

None of the Directors or KMP of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the accompanying Notice.

The Board of Directors accordingly recommends the Special Resolutions set out in Item No.7 of this Notice for approval of the Members.

**ITEM NO. 8 : TO INCREASE THE LIMIT TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND SECURITY IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The following Statement sets out the material facts relating to the Special Business item no. 8 as mentioned in the Notice:

As per Section 186 (2) of the Companies Act, 2013 ('the Act'), the Company can give loans, advances, guarantees or provide any security in connection with the loan:

- up to 60% of its paid-up share capital, free reserves and security premium account; or
- 100% of its free reserves and securities premium account, whichever is more.

As per Section 186 (3) of the Act, the Company can give loans and make investments exceeding the aforesaid limits, after taking prior approval of members by means of a Special Resolution passed at a General Meeting of the Company.

The Shareholders had approved the proposal for giving loans, guarantees and making investments upto Rs 5 crore, keeping in mind the foreseeable growth in business activities based on the assessment made at that point in time. The limit was subsequently approved by the Members of the Company by way of Special Resolution in Extra ordinary General Meeting held on February 26, 2021.

Keeping in mind Company's existing and future business prospects and possibility of surplus of funds in view of increased borrowing limits, it is proposed to enhance the limit of loans and investments by way of subscription, purchase or otherwise, the securities of any other body corporate, giving loans, guarantees and providing securities in connection with a loan of any person or other body corporate under Section 186 of the Act in excess of the limit upto an extend of Rs.100 crore.

None of the Directors or KMP of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the accompanying Notice.

In view of the above, the approval of the Members of the Company by passing Special Resolution would be required to be obtained for enhancing the limit of loans and investments under Section 186 of the Act.

**By the order of the Board of Directors  
FOR FOCUS BUSINESS SOLUTION LIMITED  
Sd/-**

**Mr. Mohamedyaseen Muhammadbhai Nathani  
Managing Director & Chairman  
DIN: 02759578**

**Date: 20<sup>th</sup> June, 2025  
Place : Surat  
Registered office: 703 Rajhans Complex,  
Nr. Kadiwala School,  
Ring Road Surat-395002**

**ANNEXURE I: DISCLOSURES REGARDING APPOINTMENT OR RE-APPOINTMENT OF DIRECTORS**

As required under regulation 36(3) of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards;

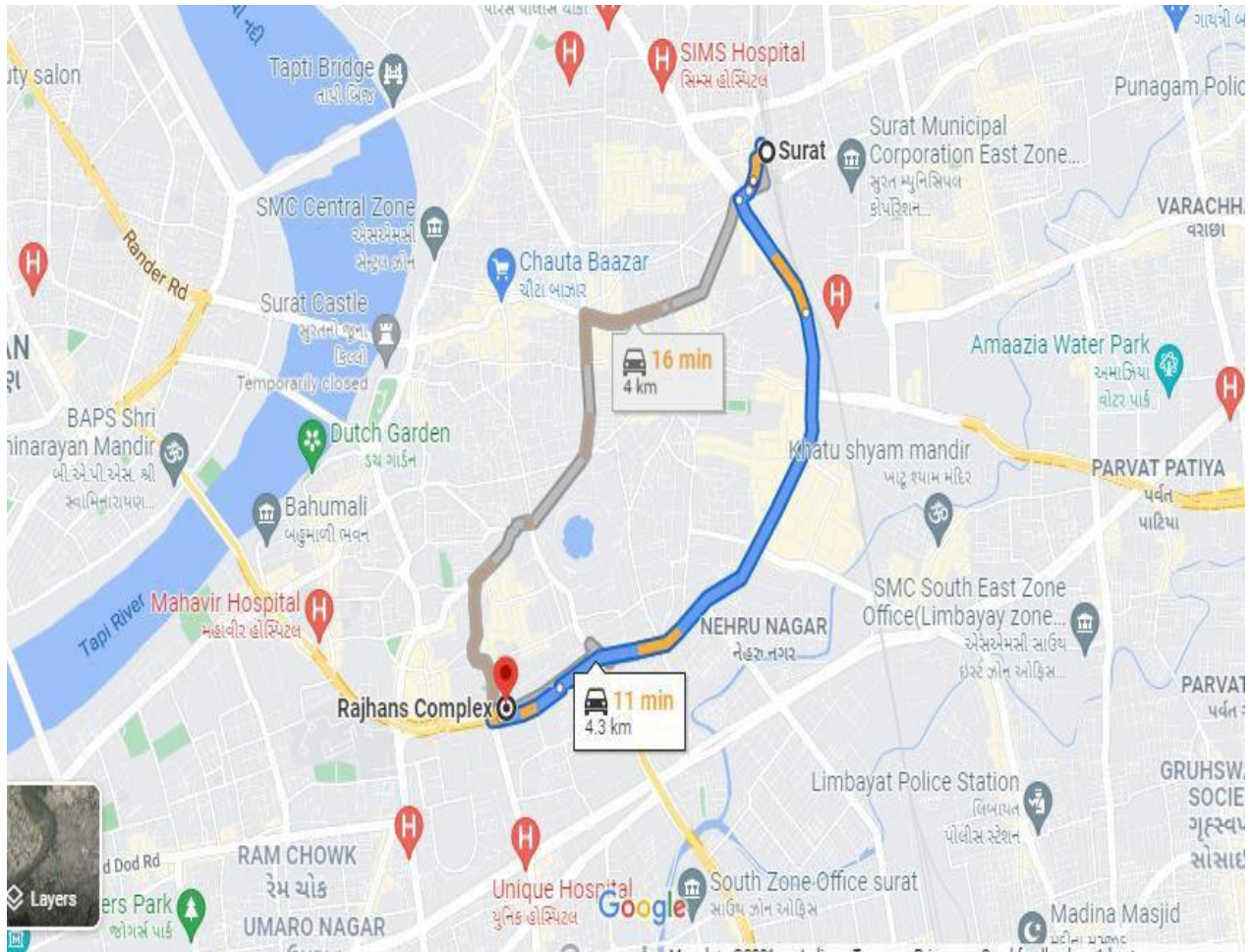
<b>Name of Director</b>	<b>Mr. Mohamedamin Muhammadbhai Nathani</b>
DIN	02759560
Designation	Whole Time Director
Date of birth	August 20, 1975
Date of first appointment	Since Incorporation
Nationality	Indian
Qualification	B. Com
Brief Resume	Mr. Mohamedamin Mohammad Nathani, aged 47 years, is the Promoter and Whole-Time Director of our Company. He holds Bachelor degree in Commerce. He is on Board of Company since incorporation i.e. 10th November, 2006. He is a seasoned entrepreneur and has a rich experience of more than 22 years in banking and financial industry. He looks after of routine operational activities of our Company. He is responsible for the manpower management of company and liasioning with clients.
Expertise in specific functional areas	More than 22 Years in in the field of collection services business
skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Strong leadership, strategic vision, and industry expertise, all met by the candidate's proven experience.
disclosure of relationships between directors inter-se	Mr. Mohamedyaseen Nathani (Chairman and Managing director) is related to Mr. Mohamedamin Nathani
Directorship held in other public Companies	NIL
Membership/Chairmanship of committees of other listed companies	NIL
Number of shares held in the Company	22,53,000 equity shares
shareholding of non-executive directors	NIL

**By the order of the Board of Directors  
FOR FOCUS BUSINESS SOLUTION LIMITED  
Sd/-**

**Mr. Mohamedyaseen Muhammadbhai Nathani  
Managing Director & Chairman  
DIN: 02759578**

**Date: 20<sup>th</sup> June , 2025  
Place : Surat  
Registered office: 703 Rajhans Complex,  
Nr. Kadiwala School,  
Ring Road Surat-395002**



**ROUTE MAP (VENUE OF ANNUAL GENERAL MEETING):**



**ATTENDANCE SLIP****18<sup>th</sup> Annual General Meeting on Monday, 14<sup>th</sup> July, 2025 at 04:00 P.M**

Registered Folio No./ DP ID/Client ID	
No. of Shares	
Name and address of the Member(s)  Joint Holder 1  Joint Holder 2	

**Serial No. 1**

I/We hereby record my/our presence at the 18<sup>th</sup> Annual General Meeting of the Company to be held on Monday, 14<sup>th</sup> July, 2025 at 703 Rajhans Complex Nr. Kadiwala School, Ring Road Surat-395002, Gujarat

Member's/Proxy's name in Block Letters	Member's/Proxy's Signature

Please hand it over at the Attendance Verification Counter at the entrance of the meeting hall.

**Form No.MGT-11**  
**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(s) :	
Registered address :	
E-mail Id :	
Folio No./Client ID No:	
DP ID No:	

I/We, being the member (s) of equity shares of the Focus Business Solution Limited, hereby appoint.

1.

Name			
Address			
E-mail ID		Signature:	

2.

Name			
Address			
E-mail ID		Signature:	

3.

Name			
Address			
E-mail ID		Signature:	

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 18<sup>th</sup> Annual general meeting, to be held on Monday, 14<sup>th</sup> July, 2025 at registered office situated at 703 Rajhans Complex Nr. Kadiwala School, Ring Road Surat-395002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	*For	Against
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2025 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 the following resolutions as an <b>Ordinary Resolution</b> .		
2.	To appoint a Director in place of <b>Mr. Mohamedamin Mohammad Nathani (DIN: 02759560)</b> who retires by rotation and being eligible offered himself for re-appointment, in this regard, to consider and if thought fit, to pass the following resolution as an <b>Ordinary Resolution</b> .		
3.	To Issue Bonus Share, in this regard, to consider and if thought fit, to pass, with or without modification(s) the resolution <b>Ordinary Resolution</b> :		
4.	To Revise the terms of Remuneration of Mr. Mohamedyaseen Muhammadbhai Nathani (Din: 02759578) as Chairman and Managing Director W.E.F.01 April,2025, in this regard, to consider and if thought fit, to pass, with or without modification(s) the resolution <b>Special Resolution</b> :		
5.	To Revise the terms of Remuneration of Mr. Mohamedamin Mohammad Nathani (Din: 02759560 as Whole Time Director W.E.F. 01 April,2025, in this regard, to consider and if thought fit, to pass, with or without modification(s) the resolution <b>Special Resolution</b> :		
6.	To Approve to Increase In Borrowing limits of the Company Under Section 180(1)(C) Of the Companies Act, 2013, in this regard, to consider and if thought fit, to pass, with or without modification(s) the resolution <b>Special Resolution</b>		
7.	To Approve to Increase in the Limit to Sell, Lease, Mortgage, or otherwise dispose of or to Create Charge, Mortgage, and/or Hypothecate on the Properties/Undertakings Of The Company Under Section 180(1)(a) Of The Companies Act, 2013, in this regard, to consider and if thought fit, to pass, with or without modification(s) the resolution <b>Special Resolution</b>		
8.	To Approve to increase the limit to make Investments, Give Loans, Guarantees and Security in excess of limits Specified under Section 186 of the Companies Act, 2013, in this regard, to consider and if thought fit, to pass, with or without modification(s) the resolution <b>Special Resolution</b> :		

Signed this \_\_\_\_ day of July, 2025

Signature of Shareholder

Signature of Proxy Holder(s)

Affix Revenue  
stamp here

**Notes:**

1. Please put (✓) or (x) in the box in the appropriate column against the respective resolutions. If you leave the For or Against column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she deems fit.
2. A Proxy need not be a member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013 a person can act as proxy on behalf of not more than 50 members and holding in aggregate not more than 10 % of the total share capital of the Company. Members holding more than 10% of the total share capital may appoint a single person as proxy, who shall not act as proxy for any other member.

This form of Proxy to be effective should be deposited at the registered office of the Company not later than 48 hours before the commencement of the AGM.

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