

## NOTICE OF

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

NOTICE IS HEREBY GIVEN THAT THE 17<sup>th</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S FOCUS BUSINESS SOLUTION LIMITED WILL BE HELD ON **MONDAY, AT 23<sup>rd</sup> SEPTEMBER, 2024, AT 03:00 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, 2024 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. Mohamedyaseen Muhammadbhai Nathani (DIN: 02759578)** 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. **RE-APPOINTMENT OF MR. PARESHKUMAR ARJANBHAI PATEL (DIN: 08712881) AS AN INDEPENDENT DIRECTOR FOR THE SECOND TERM.**

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

**“RESOLVED** that pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 (‘the Act’), if any, read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, and the Articles of Association of the Company, as well as based on recommendation of the Nomination and Remuneration Committee, **Mr. Pareshkumar Arjanbhai Patel (DIN: 08712881)**, who was appointed as an Independent Director of the Company at Extra Ordinary General Meeting of the Company for a period of five years, i.e., **from February 28, 2020 to February 27, 2025**, (both days inclusive) and who is eligible for re-appointment and meets the criteria for independence as provided in Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for the second consecutive term of five years, i.e., **from February 28, 2025 to February 27, 2030 (both days inclusive)**.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof ) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

#### 4. RE-APPOINTMENT OF Ms. SABA BANU BAWANI (DIN: 08712681) AS AN INDEPENDENT DIRECTOR FOR THE SECOND TERM.

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 149, 152 and other applicable provisions of the Companies Act, 2013 (‘the Act’), if any, read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, and the Articles of Association of the Company, as well as based on recommendation of the Nomination and Remuneration Committee, **Ms. Saba Banu Bawani (DIN: 08712681)**, who was appointed as an Independent Director of the Company at Extra Ordinary General Meeting of the Company for a period of five years, i.e., **from February 28, 2020 to February 27, 2025**, (both days inclusive) and who is eligible for re-appointment and meets the criteria for independence as provided in Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for the second consecutive term of five years, i.e., **from February 28, 2025 to February 27, 2030 (both days inclusive)**.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof ) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

#### 5. RE-APPOINTMENT OF Mr. TUSHAR MOHANLAL MISTRY (DIN: 08713671) AS AN INDEPENDENT DIRECTOR FOR THE SECOND TERM.

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 149, 152 and other applicable provisions of the Companies Act, 2013 (‘the Act’), if any, read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, and the Articles of Association of the Company, as well as based on recommendation of the Nomination and Remuneration Committee, **Mr. Tushar Mohanlal Mistry (Din: 08713671)**, who was appointed as an Independent Director of the Company at Extra Ordinary General Meeting of the Company for a period of five years, i.e., **from February 28, 2020 to February 27, 2025**, (both days inclusive) and who is eligible for re-appointment and meets the criteria for independence as provided in Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for the second consecutive term of five years, i.e., **from February 28, 2025 to February 27, 2030 (both days inclusive)**.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof ) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**6. APPROVAL FOR AVAILING LOAN(S) CONVERTIBLE INTO EQUITY SHARES:**

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

**“RESOLVED THAT** pursuant to Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 and subject to all such approvals, permissions or sanctions as may be necessary and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approvals, permissions or sanctions, which may be agreed by the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the Board in respect of the financial assistance, including unsecured loans, to be availed from Financial Institutions/Banks/any Bodies Corporate/Directors (hereinafter collectively referred to as the “Lenders”) from time to time aggregating to a sum not exceeding **Rs. 1,00,00,000/- (Rupees One Crore Only)** (“Facilities”) in one or more tranches, such that in the event of request by the Company for restructuring the facilities under the lending arrangements as may be executed between the Lenders and the Company or upon exercise of an option provided/agreed under the lending arrangements, Lenders, may be able to convert the outstanding facilities or part thereof, into equity shares in the Company upon such terms and conditions as may be stipulated in the Loan agreement providing inter-alia the provision of such conversion as hereinbefore mentioned and subject to applicable laws.

**RESOLVED FURTHER THAT** either up on the acceptance of the option provided by the Company to the Lenders to convert Facilities into equity shares of the Company or on receipt of notice from the Lenders exercising the option of conversion of Facilities into equity shares in terms of the lending arrangements, for the conversion of Facilities (or part thereof), the Board be and is hereby authorised to do all such acts, deeds and things as the Board may think necessary and shall allot and issue requisite number of fully paid-up equity shares in the Company to such Lenders.

**RESOLVED FURTHER THAT** the equity shares to be allotted and issued to such Lenders, either pursuant to the request forwarded by the Company for conversion of the existing Facilities (either in full or in part) or upon the right of conversion exercised by the Lenders, shall rank pari passu in all respects with the then existing equity shares in the Company and be listed on the stock exchange(s) where the existing shares of the Company are listed.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things, execute all such documents, instruments and writings and give such directions as may be deemed necessary or expedient, to give effect to 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 : 22<sup>nd</sup> August, 2024**

**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, September 16, 2024 as the Record Date (i.e cutoff date)** for taking records of the Members of the Company for the purpose of 17<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 2023-2024 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 17<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, September 19, 2024 at 10:00 A.M
End of remote e- voting	Sunday, September 22, 2024 at 5.00 P.M

During this period shareholders of the Company, holding shares as on **the cut-off date i.e. Monday, September 16, 2024** 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, September 16, 2024**. 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, September 16, 2024**, 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 <b>CDSL Depository.</b>	<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 cdsl 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>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<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 redirected 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> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>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.</p>

**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	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <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)	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. <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: RE-APPOINTMENT OF MR. PARESHKUMAR ARJANBHAI PATEL (DIN: 08712881) AS AN INDEPENDENT DIRECTOR FOR THE SECOND TERM.**

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

**Mr. Pareshkumar Arjanbhai Patel (DIN: 08712881)** is currently an Independent Director of the Company and Chairman of Stakeholders Relationship Committee.

**Mr. Pareshkumar Arjanbhai Patel** was appointed as an Independent Director of the Company by the Members at the Extra Ordinary General Meeting of the Company held on July 25, 2020 for a period of five (5) consecutive years commencing from **February 28, 2020 to February 27, 2025**, and is eligible for re-appointment for a second term on the Board of the Company.

The NRC, taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation has recommended to the Board that **Mr. Pareshkumar Arjanbhai Patel's** qualifications and the rich experience of over the years in the above mentioned areas meets the skills and capabilities required for the role of Independent Director of the Company and his continued association would be of immense benefit to the Company.

Based on the recommendation of the NRC, the Board of Directors at its Meeting held on August 22, 2024, has proposed the re-appointment of **Mr. Pareshkumar Arjanbhai Patel** as an Independent Director of the Company for a second term commencing from **February 28, 2025 to February 27, 2030 (both days inclusive)**, not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Mr. Pareshlumar Arjan Bhai Patel holds a Bachelor of Commerce degree in Business Management and Information Systems from Gujarat University, earned in 2000. With professional expertise in information technology and management, Mr. Patel has established a significant presence in the IT industry. Since March 2006, he has been self-employed, serving as the head of Hardware & Technology Services at Falcon Computech. His extensive experience and knowledge in the field make him a valuable asset to Focus Business Solution Limited as an independent director.

The Company has in terms of Section 160(1) of the Act received a notice from a Member proposing his candidature for the office of Director. The Company has received a declaration from **Mr. Pareshkumar Arjanbhai Patel** confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). He has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority regarding appointment of Directors by the listed companies.

Further **Mr. Pareshkumar Arjanbhai Patel** has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members.

**Mr. Pareshkumar Arjanbhai Patel** has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent

Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). **Mr. Pareshkumar Arjanbhai Patel** has completed online proficiency self-assessment test conducted by IICA.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of **Mr. Pareshkumar Arjanbhai Patel** as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No. 3 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except of **Mr. Pareshkumar Arjanbhai Patel** is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations is annexed to this Notice.

#### **ITEM NO. 4 RE-APPOINTMENT OF Ms. SABA BANU BAWANI (DIN: 08712681) AS AN INDEPENDENT DIRECTOR FOR THE SECOND TERM.**

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

**Ms. Saba Banu Bawani (DIN: 08712681)** is currently an Independent Director of the Company and Member of Audit, Nomination and Remuneration and Stakeholders Relationship Committee.

**Ms. Saba Banu Bawani (DIN: 08712681)** was appointed as an Independent Director of the Company by the Members at the Extra Ordinary General Meeting of the Company held on July 25, 2020 for a period of five (5) consecutive years commencing from **February 28, 2020 to February 27, 2025**, and is eligible for re-appointment for a second term on the Board of the Company.

The NRC, taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation has recommended to the Board that **Ms. Saba Banu Bawani (DIN: 08712681)**'s qualifications and the rich experience of over years in the above mentioned areas meets the skills and capabilities required for the role of Independent Director of the Company and her continued association would be of immense benefit to the Company.

Based on the recommendation of the NRC, the Board of Directors at its Meeting held on August 22, 2024, has proposed the re-appointment of **Ms. Saba Banu Bawani (DIN: 08712681)** as an Independent Director of the Company for a second term commencing from **February 28, 2025 to February 27, 2030 (both days inclusive)**, not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Ms. Saba Banu Bawani is a B.S.C graduate from Gujarat University, where she specialized in Agriculture (Agronomy), Forestry, and Veterinary Science, completing her degree in 2020. With professional expertise in academics and agriculture, Ms. Bawani has been imparting knowledge as a high school teacher since March 2019. Her dual experience in education and agriculture brings a unique perspective to her role as an independent director at Focus Business Solution Limited, where she contributes to the company's strategic vision and growth.

The Company has in terms of Section 160(1) of the Act received a notice from a Member proposing his candidature for the office of Director. The Company has received a declaration from **Ms. Saba Banu Bawani (DIN: 08712681)** confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). She has also confirmed that she is not debarred from holding

the office of Director by virtue of any SEBI Order or any such authority regarding appointment of Directors by the listed companies.

Further **Ms. Saba Banu Bawani (DIN: 08712681)** has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of **Ms. Saba Banu Bawani** as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No. 4 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except of **Ms. Saba Banu Bawani** is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations is annexed to this Notice.

#### **ITEM NO. 5: RE-APPOINTMENT OF MR. TUSHAR MOHANLAL MISTRY (DIN: 08713671) AS AN INDEPENDENT DIRECTOR FOR THE SECOND TERM.**

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

**Mr. Tushar Mohanlal Mistry (DIN: 08713671)** is currently an Independent Director of the Company and Chairman of Audit Committee and Nomination and Remuneration Committee meeting.

**Mr. Tushar Mohanlal Mistry (DIN: 08713671)** was appointed as an Independent Director of the Company by the Members at the Extra Ordinary General Meeting of the Company held on July 25, 2020 for a period of five (5) consecutive years commencing from **February 28, 2020 to February 27, 2025**, and is eligible for re-appointment for a second term on the Board of the Company.

The NRC, taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation has recommended to the Board that **Mr. Tushar Mohanlal Mistry's** qualifications and the rich experience of over years in the above mentioned areas meets the skills and capabilities required for the role of Independent Director of the Company and his continued association would be of immense benefit to the Company.

Based on the recommendation of the NRC, the Board of Directors at its Meeting held on August 22, 2024, has proposed the re-appointment of **Mr. Tushar Mohanlal Mistry (DIN: 08713671)** as an Independent Director of the Company for a second term commencing from **February 28, 2025 to February 27, 2030 (both days inclusive)**, not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Mr. Tushar Mohanlal Mistry completed his H.S.C. from Gujarat in 1994, majoring in Information Technology. With professional expertise in IT and marketing management within the industrial sector, Mr. Mistry has been self-employed as a Design Computer Operator at Samana Times since January 2017, working in the newspaper and advertisement industry. His extensive experience in both information technology and marketing management makes him a valuable addition to the board of Focus Business Solution Limited as an independent director, where he leverages his skills to support the company's objectives.

The Company has in terms of Section 160(1) of the Act received a notice from a Member proposing his candidature for the office of Director. The Company has received a declaration from **Mr. Tushar Mohanlal Mistry** confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). He has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority regarding appointment of Directors by the listed companies.

Further **Mr. Tushar Mohanlal Mistry (DIN: 08713671)** has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members.

**Mr. Tushar Mohanlal Mistry (DIN: 08713671)** has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). **Mr. Tushar Mohanlal Mistry (DIN: 08713671)** has completed online proficiency self-assessment test conducted by IICA.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of **Mr. Tushar Mohanlal Mistry** as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No. 5 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except of **Mr. Tushar Mohanlal Mistry** is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations is annexed to this Notice.

#### **ITEM NO. 6: APPROVAL FOR AVAILING LOAN(S) CONVERTIBLE INTO EQUITY SHARES.**

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

Pursuant to Section 62(3) of the Companies Act, 2013, to enable the Company to raise loans to be converted into equity shares of the Company, the Company is required to pass Special Resolution prior to the raising of such loans.

With a view to expansion of Business and meet its working capital requirements of the Company, Management of the Company desires to raise loans from the various types of lenders to be converted into equity shares of the Company. The Board of Directors in their meeting held on 22.08.2024 accorded approval for conversion of any loan that the Company may borrow from Various Lenders via Loan Agreement executed/ to be executed by the Company upto amount of Rs. 1,00,00,000/ (Indian Rupees One Crore only) in one or more tranches, and such loan can be converted into the Equity Shares of the Company at a later date, at the option of the Lenders, upon such terms and conditions as may be deemed appropriate by the Board and as stipulated in the Loan Agreement at a price will be decided at the time of conversion. This would provide an enabling option to the Various Lenders, to convert the whole or any part of such outstanding loans into fully paid up Equity Shares of the Company.



Accordingly, the Board recommends the resolution as set forth in the item no. 6 of the Notice, for the consideration and approval of the Members of the Company as Special Resolution, to enable the Company to raise loans from Various types of Lenders, the whole or part of their respective outstanding loans into the fully paid Equity Shares of the Company, at their option, upon such terms and conditions as may be deemed appropriate by the Board and/or as stipulated in the Loan Agreement.

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

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

**Date: 22<sup>nd</sup> August, 2024**

**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;

Name of Director	Mr. Mohamedyaseen Muhammadbhai Nathani	Mr. Pareshkumar Arjanbhai Patel	Mr. Tushar Mohanlal Mistry	Ms. Saba Banu Bawani
DIN	02759578	08712881	08713671	08712681
Designation	Chairman & Managing Director	Independent Director	Independent Director	Independent Director
Date of birth	14/07/1977	16/03/1979	23/10/1976	22/02/2000
Date of first appointment	Since Incorporation	February 2, 2020	February 2, 2020	February 2, 2020
Nationality	Indian	Indian	Indian	Indian
Qualification	B. Com	B.Com in Business Management and Information Systems	H.S.C	B.S.C
Brief Resume	<p>Mr. Mohamedyaseen Muhammadbhai Nathani, aged 45 years, is the Promoter and Managing Director of our Company. He holds Bachelor degree in Commerce. He is on Board of Company since incorporation i.e. 10th November, 2006. He has an experience of more than 20 years in business management. He looks after of routine operational activities of our Company. With his multifunctional experience, he guides company in growth strategies and lighting the company in increasing its scale in leaps and bounds. He is responsible for the overall operations of the Company.</p>	<p>Mr. Pareshlumar Arjan Bhai Patel holds a Bachelor of Commerce degree in Business Management and Information Systems from Gujarat University, earned in 2000. With professional expertise in information technology and management, Mr. Patel has established a significant presence in the IT industry. Since March 2006, he has been self-employed, serving as the head of Hardware &amp; Technology Services at Falcon Computech. His extensive experience and knowledge in the field make him a valuable asset to Focus Business Solution Limited as an independent director.</p>	<p>Mr. Tushar Mohanlal Mistry completed his H.S.C. from Gujarat in 1994, majoring in Information Technology. With professional expertise in IT and marketing management within the industrial sector, Mr. Mistry has been self-employed as a Design Computer Operator at Samana Times since January 2017, working in the newspaper and advertisement industry. His extensive experience in both information technology and marketing management makes him a valuable addition to the board of Focus Business Solution Limited as an independent director, where he leverages his skills to support the company's objectives.</p>	<p>Ms. Saba Banu Bawani is a B.S.C graduate from Gujarat University, where she specialized in Agriculture (Agronomy), Forestry, and Veterinary Science, completing her degree in 2020. With professional expertise in academics and agriculture, Ms. Bawani has been imparting knowledge as a high school teacher since March 2019. Her dual experience in education and agriculture brings a unique perspective to her role as an independent director at Focus Business Solution Limited, where she contributes to the company's strategic vision and growth.</p>

Expertise in specific functional areas	More than 22 Years in in the field of collection services business	More than 10 years' experience in the field of Hardware and Software consultancy service	More than 8 years' experience in information technology and marketing management	More than 4 years' experience in academics and agriculture
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.	Strategic oversight and governance, well-supported by the candidate's experience.	Governance and strategic insight, aligned with the candidate's proven background	Expert governance and oversight, matched by the candidate's solid experience.
disclosure of relationships between directors inter-se	Other Executive director is related to Mr. Mohamedyaseen Nathani	Mr. Pareshkumar Arjanbhai is not related to any of the Directors of the Company.	Mr. Tushar Mohanlal Mistry is not related to any of the Directors of the Company.	Ms. Saba Banu Bawani is not related to any of the Directors of the Company.
Directorship held in other public Companies	NIL	NIL	NIL	NIL
Membership/Chairmanship of committees of other listed companies	NIL	NIL	NIL	NIL
Number of shares held in the Company	22,53,000 equity shares	NIL	NIL	NIL
shareholding of non-executive directors	NIL	NIL	NIL	NIL

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

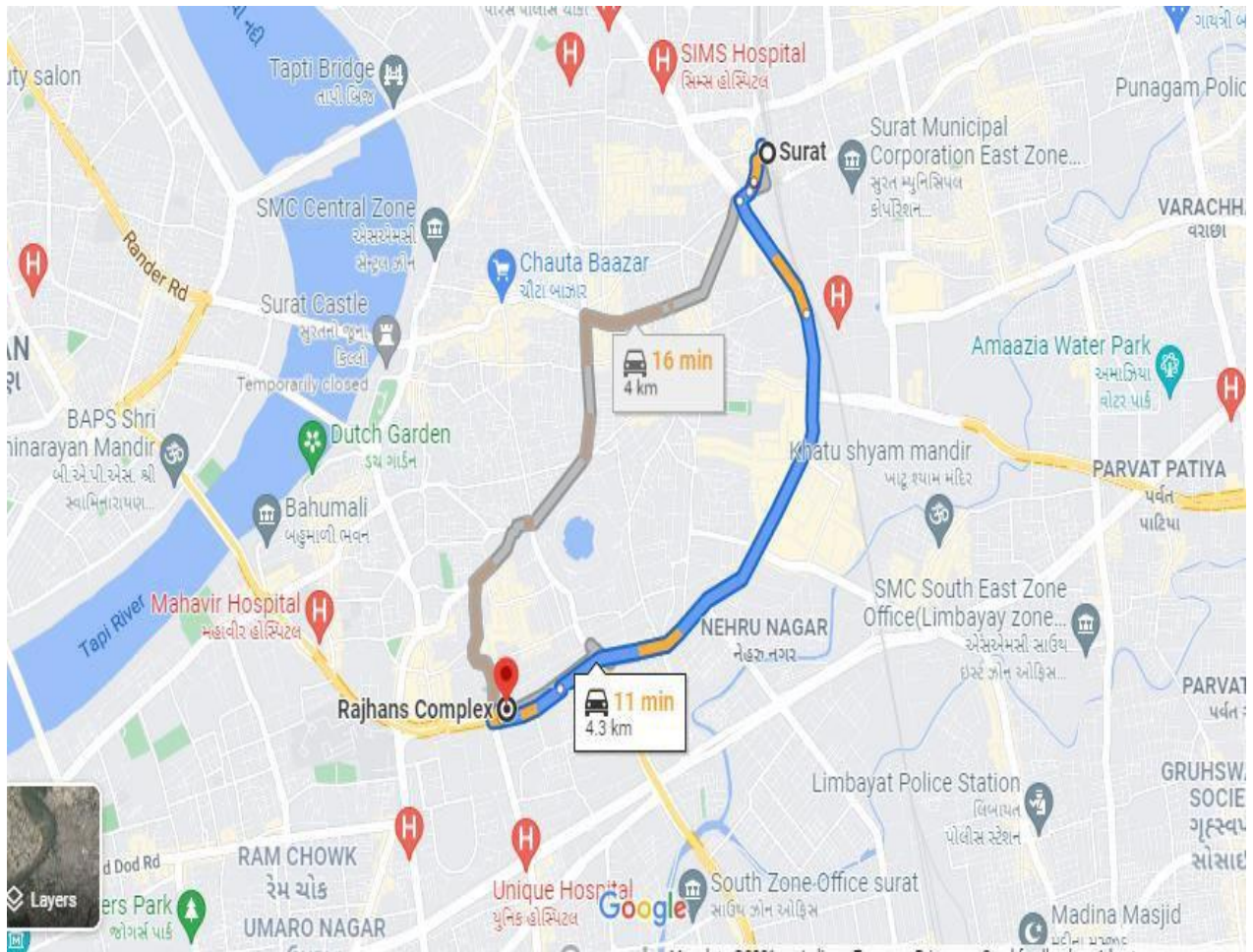
**Mr. Mohamedyaseen Muhammadbhai Nathani  
Managing Director & Chairman  
DIN: 02759578**

**Date: 22<sup>nd</sup> August, 2024**

**Place : Surat**

**Registered office: 703 Rajhans Complex,  
Nr. Kadiwala School,  
Ring Road Surat-395002**

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



**ATTENDANCE SLIP****17<sup>th</sup> Annual General Meeting on Monday, 23<sup>rd</sup> September, 2024 at 03:00  
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 17<sup>th</sup> Annual General Meeting of the Company to be held on Monday, 23<sup>rd</sup> September, 2024 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 17<sup>th</sup> Annual general meeting, to be held on Monday, 23<sup>rd</sup> September, 2024 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, 2024 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 Mr. Mohamedyaseen Muhammadbhai Nathani (DIN: 02759578) 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.	Re-Appointment of Mr. Pareshkumar Arjanbhai Patel (Din: 08712881) as an Independent Director For The Second Term and if thought fit, to pass, with or without modification(s) the resolution <b>Special Resolution</b> :		
4.	Re-Appointment of Ms. Saba Banu Bawani (DIN: 08712681) as an Independent Director For The Second Term and if thought fit, to pass, with or without modification(s) the resolution <b>Special Resolution</b> :		
5.	Re-Appointment of Mr. Tushar Mohanlal Mistry (Din: 08713671) as an Independent Director For The Second Term and if thought fit, to pass, with or without modification(s) the resolution <b>Special Resolution</b> :		
6.	Approval For Availing Loan(S) Convertible Into Equity Shares and if thought fit, to pass, with or without modification(s) the resolution <b>Special Resolution</b> :		

Signed this \_\_\_\_ day of September, 2024

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.