

6<sup>th</sup> September, 2022

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

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

**Sub** : Annual Report together with the Notice of 15<sup>th</sup> Annual General Meeting of the Company for the financial year 2021-22 in Compliance under Regulation 30 & 34 of SEBI (LODR) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A of Part -A of Schedule -III & Regulation 34 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, we attach herewith the Annual report for the Financial Year 2021-22 of the Company together with the Notice of 15<sup>th</sup> Annual General Meeting, scheduled to be held on Thursday, 29<sup>th</sup> September, 2022 at 11:30 AM. at the Registered office of the Company.

The Annual Report together with the Notice is also available on the website of the Company [www.focusbsl.com](http://www.focusbsl.com).

We request you to kindly acknowledge this and update in your records.

Thanking You,

Yours faithfully,

**For FOCUS BUSINESS SOLUTION LIMITED**

**MOHAMEDYASEEN MUHAMMADBHAI NATHANI**  
**Managing Director**  
**DIN: 02759578**

**Encl:** As above

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

# FOCUS BUSINESS SOLUTION LIMITED



## 15<sup>TH</sup> ANNUAL REPORT

## FOCUS BUSINESS SOLUTION LIMITED

# FOCUS BUSINESS SOLUTION LIMITED

## TABLE OF CONTENTS

Sr. No	Particulars	Page No.
1.	Company Information	3
2.	Notice of Annual General Meeting	6
3.	Board of Director's Report	18
	Annexures to the Board of Director's Report	
	Annexure I : Related Party Transaction (Form AOC-2)	31
	Annexure II : Secretarial Audit Report	32
	Annexure III :Disclosure required under Section 197(12) Of The Companies Act, 2013 Read With Rule 5(1) Of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014	37
	Annexure IV :Management Discussion and Analysis Report	39
4.	Independent Auditors Report	47
5.	Balance Sheet	59
6.	Statement of Profit & Loss Account	60
7.	Cash Flow Statement	61
8.	Notes to Accounts	71
9.	Attendance sheet	76
10.	Proxy Form	77

# FOCUS BUSINESS SOLUTION LIMITED

## CORPORATE INFORMATION

Name of the Company	FOCUS BUSINESS SOLUTION LIMITED
CIN	L74140GJ2006PLC049345
Financial year	2021-22
Telephone No.	0261-4002823 / 4003823 / 4004823
Email id	Focusbsl2006@gmail.com
Website	www.focusbsl.com
Registered office	703 Rajhans Complex, NR. Kadiwala School, Ring Road Surat-395002

## BOARD OF DIRECTORS

SR. NO	NAME OF THE DIRECTOR	DESIGNATION
1.	Mr. Mohamedamin Mohammad Nathani	Whole Time Director
2.	Mr. Mohamedyaseen Muhammadbhai Nathani	Managing Director & Chairman
3.	Ms. Saba Banu Bawani	Woman-Non-Executive Independent Director
4.	Mr. Pareshkumar Arjanbhai Patel	Non-Executive Independent Director
5.	Mr. Tushar Mohanlal Mistry	Non-Executive Independent Director

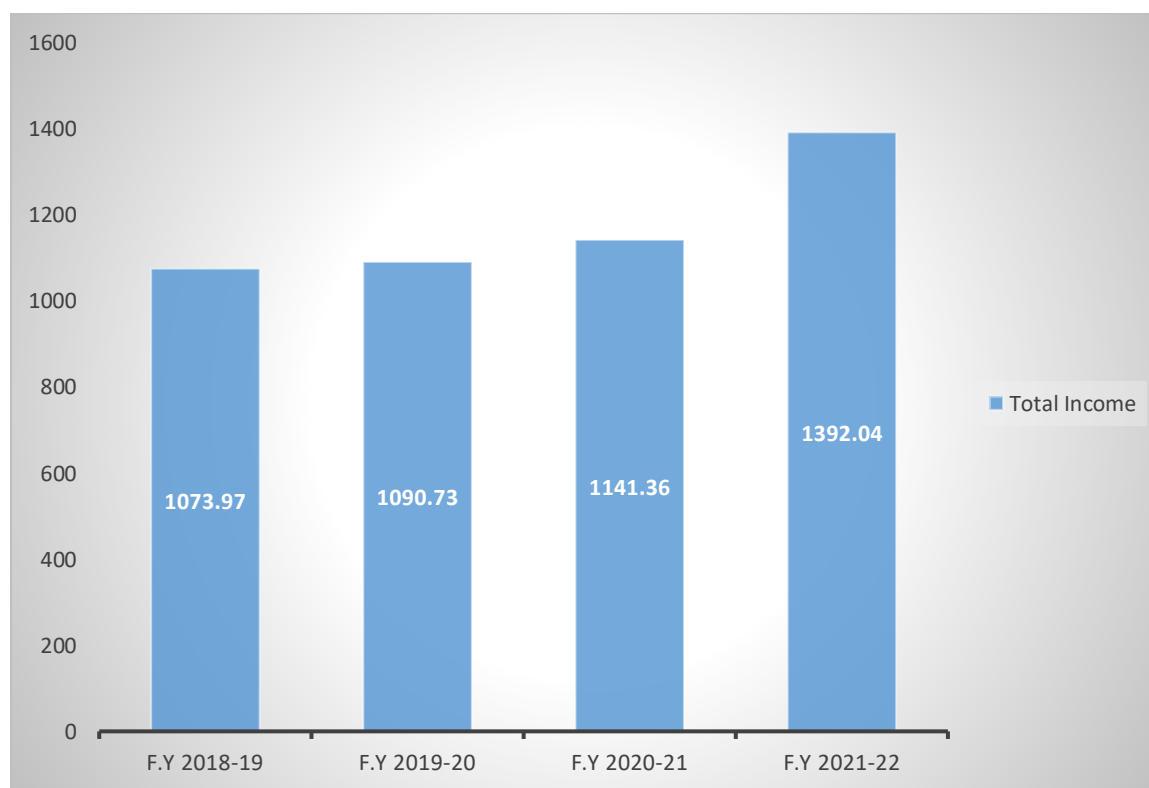
Chief Financial Officer	Mr. Mohammed Ilyas Shaikh (w.e.f 28.02.2020)
Company Secretary and Compliance Officer	Ms. Radha Rameshbhai Gohil (till 22.02.2022) Ms. Dinal Alpeshkumar Kansadwala (W.e.f 16.08.2022)
Statutory auditor	M/s Kansariwala & Chevli , Chartered Accountants
Internal auditor	M/s Jariwala & Associates , Chartered Accountants
Secretarial auditor	M/s D P Master & Associates Practicing Company Secretary
Registrar and share Transfer agent	Purva Sharegistry (India)Private Limited 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E) Mumbai – 400011, Tel: 022 2301 2518 / 8261, Email: support@purvashare.com Website: www.purvashare.com
Banker	ICICI Bank Ltd. Shree Shyam Chambers, Ring Road. STATE BANK OF INDIA Maan Darwaja, Ring Road
Listing Details	BSE Limited: SME Platform W.e.f (13th July, 2021)

# FOCUS BUSINESS SOLUTION LIMITED

## Some Trends – Financials Performance

### Total Income (In Lakhs)

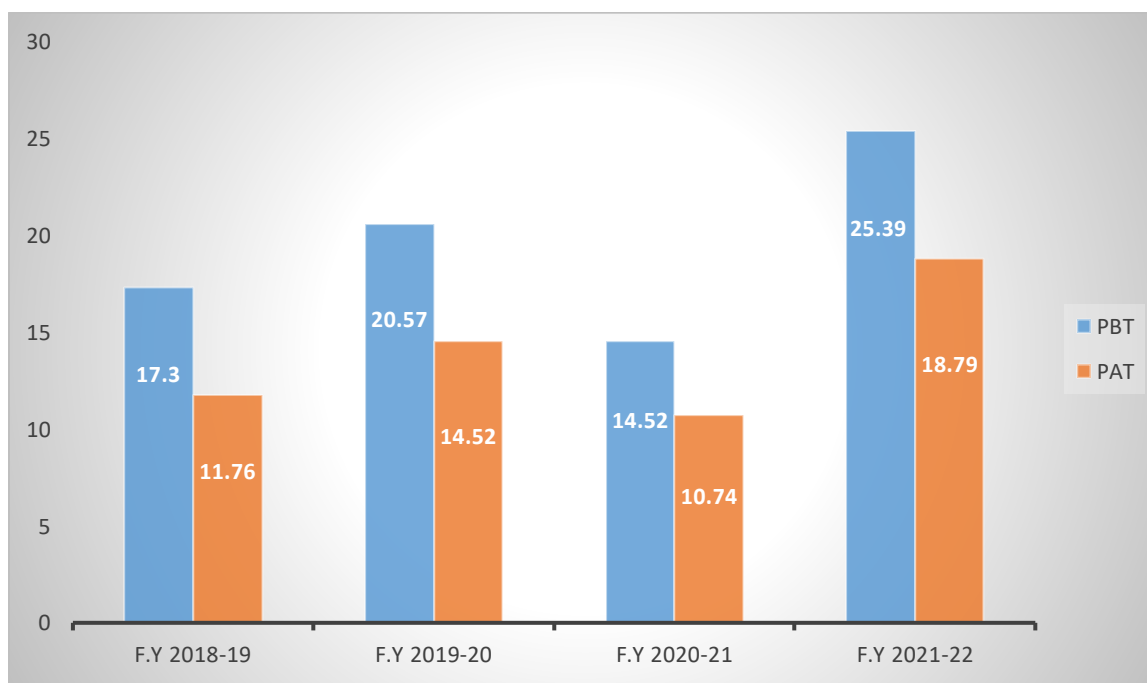
Year	F.Y 2018-19	F.Y 2019-20	F.Y 2020-21	F.Y 2021-22
Total Income	1073.97	1090.73	1141.36	1392.04



# FOCUS BUSINESS SOLUTION LIMITED

## Profit before Tax & Profit after Tax (In Lakhs)

Year	F.Y 2018-19	F.Y 2019-20	F.Y 2020-21	F.Y 2021-22
PBT	17.3	20.57	14.52	25.39
PAT	11.76	14.52	10.74	18.79



# FOCUS BUSINESS SOLUTION LIMITED

## NOTICE OF

### 15TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 15TH ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S FOCUS BUSINESS SOLUTION LIMITED WILL BE HELD ON **THURSDAY, AT 29TH SEPTEMBER, 2022, AT 11.30 A.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, 2022 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.
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.

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

**Sd/-**

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

**Date : 5th September, 2022  
Place : Surat  
Registered office: 703 Rajhans Complex,  
Nr. Kadiwala School,  
Ring Road Surat-395002**

# FOCUS BUSINESS SOLUTION LIMITED

## 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, such business is not for proposal in this AGM.
5. Pursuant to the provision of Section 91 of the Companies Act, 2013, the Company has fixed **Thursday, September 22, 2022 as the Record Date (i.e cutoff date)** for taking records of the Members of the Company for the purpose of 15th 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.



## FOCUS BUSINESS SOLUTION LIMITED

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, in view of COVID-19 pandemic, the Notice of AGM and the Annual Report for the Financial Year 2021-2022 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.

# FOCUS BUSINESS SOLUTION LIMITED

## 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 15th Annual General Meeting by electronic means and business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).

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 NSDL 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://www.evoting.nsdl.com> or <http://www.focusbsl.com>.

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

Commencement of remote e- voting	Monday, September 26, 2022 at 10:00 A.M
End of remote e- voting	Wednesday, September 28, 2022 at 5.00 P.M

During this period shareholders of the Company, holding shares as on **the cut-off date i.e. Thursday, 22<sup>nd</sup> September, 2022** may cast their vote electronically. The remote e-voting module shall be disabled by NSDL 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 on the cut-off date of Thursday, 22<sup>nd</sup> September, 2022**. 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. Thursday, 22<sup>nd</sup> September, 2022**, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). 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.

# FOCUS BUSINESS SOLUTION LIMITED

## How Do I Vote Electronically Using NSDL E-Voting System?

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

### Step 1: Access to NSDL e-Voting system





#### **A. Login method for e-Voting for Individual shareholders holding securities in demat mode:**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for <b>IDeAS</b> e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>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 “<b>Login</b>” 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</li></ol>

## FOCUS BUSINESS SOLUTION LIMITED

	<p>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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p>  App Store          Google Play       </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi /Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e- Voting service provider i.e. NSDL</b>. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
Individual Shareholders	You can also login using the login credentials of your demat account through your Depository Participant registered with

## FOCUS BUSINESS SOLUTION LIMITED

(holding securities in demat mode) login through their depository participants	NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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 at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020990 and 1800 22 44 30.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

### B. Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

#### How to Log-in to NSDL e-Voting website?

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

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

4. Your User ID details are given below :

## FOCUS BUSINESS SOLUTION LIMITED

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a. For Members who hold shares in demat account with NSDL.	<p>8 Character DP ID followed by 8 Digit Client ID</p> <p>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.</p>
b. For Members who hold shares in demat account with CDSL.	<p>16 Digit Beneficiary ID</p> <p>For example if your Beneficiary ID is 12***** then your user ID is 12*****</p>
c. For Members holding shares in Physical Form.	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.

## FOCUS BUSINESS SOLUTION LIMITED

- (II) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
    - a) Click on **“Forgot User Details/Password?”**(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) **“Physical User Reset Password?”** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) .
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
  8. Now, you will have to click on “Login” button.
  9. After you click on the “Login” button, Home page of e-Voting will open.

### **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

#### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and who’s voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders:**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are

## FOCUS BUSINESS SOLUTION LIMITED

authorized to vote, to the Scrutinizer by e-mail to [csdhavalmaster@gmail.com](mailto:csdhavalmaster@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Name of NSDL Official) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**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. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [focusbsl2006@gmail.com](mailto:focusbsl2006@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [focusbsl2006@gmail.com](mailto:focusbsl2006@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e.Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



# FOCUS BUSINESS SOLUTION LIMITED

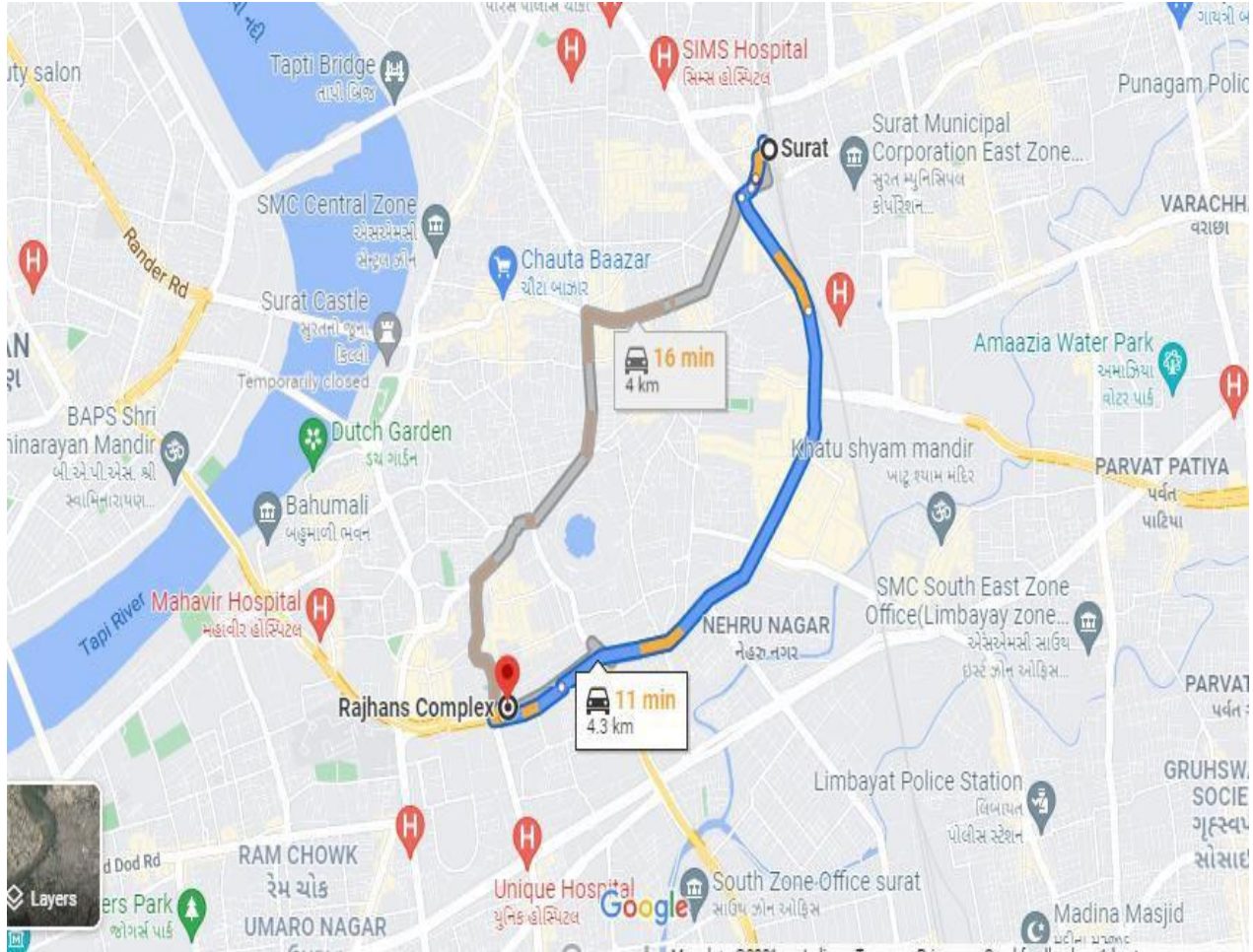
## **ANNEXURE I: DISCLOSURES REGARDING APPOINTMENT OR RE-APPOINTMENT OF DIRECTORS**

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

Particulars	Mr. Mohamedyaseen Muhammadbhai Nathani
Date of birth	July 14, 1977
Date of appointment	Originally appointed on 10.11.2006 and re-designated as Managing Director w.e.f. 25.07.2020
Qualification	B. Com
Expertise in specific functional areas	More than 16Years' experience in the field of collection services business
Directorship held in other public Companies	Nil
Membership/Chairmanship of committees of other public companies (includes only Audit committees and Stakeholders relationship Committee.)	Nil
Number of shares held in the Company	10,35,000 equity shares

# FOCUS BUSINESS SOLUTION LIMITED

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



# FOCUS BUSINESS SOLUTION LIMITED

## DIRECTORS' REPORT

To  
The Members,  
Focus Business Solution Limited

The Board of Directors has pleasure in presenting herewith their 15th Annual Report together with the Audited Accounts of your Company for the year ended 31st March 2022.

### FINANCIAL PERFORMANCE

- a) The Company's financial performance during the year ended 31st March 2022 compared to the previous financial year is summarized below:

Particulars	For the Financial Year Ended 31st March, 2022 (In lakhs)	For the Financial Year Ended 31st March, 2021 (In lakhs)
Revenue from operations	1386.07	1136.57
Other Income	5.97	4.79
(less) Total Expense	1366.65	1126.84
Profit Before Depreciation and finance cost	63.97	56.77
Depreciation	37.65	41.36
Finance Cost	0.93	0.87
Profit/(Loss) before Tax	25.39	14.52
Income Tax Expense	6.68	6.55
Deferred tax	(0.08)	(2.77)
Profit/ (Loss) After Tax	18.79	10.74

### **Primary Business & Operation of the Company**

The Company is evolved as a financial services company and is engaged in the business of debt collection services for Banks, NBFC and financial institutions. We entered into the agreements with India's leading Banks, Financial Institutions and Non-Banking Financial companies to act as authorised recovery/collection agents on behalf of them. The Company i.e focus strategically is based on aging of delinquent account with emphasis of traditional methods such as tele-calling and field visits.

# FOCUS BUSINESS SOLUTION LIMITED

The Company achieved the Revenue from Operations of 1386.07 Lakhs during the financial year ended on 31st March, 2022 as against Rs. 1136.57 Lakhs achieved during the previous year ended on 31st March, 2021.

During the year Company incurred Net Profit of Rs. 18.79 Lakhs as against Net Profit of Rs. 10.74 Lakhs during the previous year ended on 31st March, 2021.

## **TRANSFER TO RESERVES:**

The Company has not transfer any amount to the General Reserve Account during the financial year ended 31st March, 2022.

## **SUBSIDIARIES AND ASSOCIATE COMPANIES:**

The Company does not have any subsidiary or joint venture or Associate Company.

## **ALTERATION IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

The Company had adopted new set of Memorandum of association on table A set out under Schedule I to the Companies Act, 2013 in place of existing MOA, instead of amending it by alteration/incorporation of provisions of the Companies act, 2013 vide Meeting of shareholders of the company held on 04th May, 2021.

## **SHARE CAPITAL**

### **Issue and allotment Equity of Shares:**

The Company has issued 6,42,000 (Six Lakhs Forty Two thousand) equity shares by way of Initial Public Offer and the said shares were allotted at the meeting of the Board of Directors held on 8th July, 2021.

### **Issued Subscribed & Paid Up Capital**

The Issued, Subscribed and Paid Up Capital of the Company increased from 1,58,00,000 (Rupees one crore Fifty Eight lakhs only) to 2,22,20,000 (Rupees Two crore Twenty Two lakhs Twenty Thousands only) consequent to the issue of 6,42,000 (Six lakhs Forty Two thousand only) Equity shares during the year under review.

## **DIVIDEND**

The Board of Directors of your Company, after considering holistically the relevant circumstances, has decided that it would be prudent, to be recommend dividend in the further year with review of the financials for the future growth of the Company.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

- A. Conservation of energy and technology absorption:** Conservation of energy continues to receive increased emphasis and steps are being taken to reduce the consumption of energy at all levels. The Company has taken steps to conserve energy in its office use, consequent to which energy consumption had been minimized. No additional Proposals/ Investments were made to conserve

## FOCUS BUSINESS SOLUTION LIMITED

energy. Since the Company has not carried on industrial activities, disclosure regarding impact of measures on cost of production of goods, total energy consumption, etc, is not applicable Therefore provision of section 134(m) is not applicable to the company.

- B. Foreign Exchange Earnings and Outgo:** There were no foreign exchange earnings and outgoing for the year ended as on 31st March, 2022.

### DIRECTORS

**a) Appointment/Cessation:**

During the year under review, there was no appointment or cessation of any director during the year.

**b) Retires by rotation**

In accordance with the applicable provisions of the Companies Act, 2013 ('the Act') and the Articles of Association of the Company, Mr. Mohamedyaseen Muhammadbhai Nathani (DIN: 02759578), Executive Director, retires by rotation at the ensuing Annual General Meeting ('AGM') and being eligible, offers himself for re-appointment.

**c) Key managerial personal**

The following persons were designated as Key Managerial Personnel as on 31.03.2022:

1. Mr. Mohamedyaseen Muhammadbhai Nathani - Managing Director & Chairman
2. Mr. Mohamedamin Mohammad Nathani - Whole Time Director
3. Mr. Mohammed Ilyas Shaikh – Chief Financial Officer
4. Ms. Radha Gohil - Company Secretary & Compliance officer (upto 22.02.2022)
5. Ms. Dinal Kansadwala\* - Company Secretary & Compliance officer (w.e.f 16.08.2022)

\*The Company has appointed Ms. Dinal Kansadwala as Company Secretary & Compliance Officer of the Company w.e.f. 16th August, 2022. Ms. Dinal Kansadwala, aged 25 years is a Member of Institute of Company Secretaries of India and having degree of Bachelors of Commerce. Ms. Dinal Kansadwala is well versed with the provisions and compliance of the corporate laws, corporate governance and various other Securities laws related matter.

The company has complied with the requirements of having Key managerial Personnel as per provisions of section 203 of the companies Act, 2013.

**d) Declaration given by the Independent Directors**

All the Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 (6) of the Act and Regulation 16 (1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

## FOCUS BUSINESS SOLUTION LIMITED

Regulations, 2015, hereinafter referred to as 'Listing Regulations'. In the opinion of the Board, they fulfil the conditions of independence as specified in the Act and the Listing Regulations and are independent of the management. Further, the Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act.

### e) Directors' Responsibility Statement:

Pursuant to sub-section (5) of Section 134 of the Companies Act, 2013 and to the best of their knowledge and belief and according to the information and explanations obtained / received from the operating Management, your Directors make the following statement and confirm that

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

During the year under review, the Company has not developed the policy on Corporate Social Responsibility as the Company does not fall under the prescribed classes of Companies mentioned under section 135(1) of the Companies Act, 2013.

### **DISCLOSURE ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE**

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder for prevention and redressal of complaints of sexual harassment at workplace. The Company has not received any complaint on sexual harassment in FY 2021-22.

### **GOVERNANCE/SECRETARIAL**

#### **Corporate Governance Report**

Since the Company has listed its securities on SME platform of BSE Limited during the year under review, the provisions of Corporate Governance as specified in regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of Securities and Exchange Board of India

# FOCUS BUSINESS SOLUTION LIMITED

(Listing Obligations and Disclosure Requirements) Regulations, 2015, are not applicable to the Company for the financial year ended 31st March, 2022.

## **BUSINESS RESPONSIBILITY REPORT**

Since the Company has listed its securities on SME platform BSE limited during the year under review, Business Responsibility report are not applicable to the Company for the financial year ended 31st March, 2022.

## **BOARD MEETINGS**

The Board of Directors (herein after called as “the Board”) met for Thirteen times during the Year under review:

<b>Sr.No.</b>	<b>Date of Meeting</b>	<b>Board strength</b>	<b>No. Of Directors Present</b>
1	04.05.2021	05	05
2	18.06.2021	05	05
3	06.07.2021	05	05
4	08.07.2021	05	05
5	16.08.2021	05	05
6	03.09.2021	05	05
7	07.10.2021	05	05
8	29.10.2021	05	05
9	06.12.2021	05	05
10	01.01.2022	05	05
11	01.02.2022	05	05
12	22.02.2022	05	05
13	26.02.2022	05	05

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

# FOCUS BUSINESS SOLUTION LIMITED

## PRESENCE/ATTENDANCE OF DIRECTORS IN THE MEETINGS

Sr. No.	Name of Director	Board Meeting			Committee Meeting			AGM
		No of Meeting held	No of Meeting attended	%	No of Meeting held	No of Meeting attended	%	
1.	Mr. Mohamed AminMohammad Nathani	13	13	100	0	0	0	Yes
2.	Mr. Mohamedyaseen Muhammadbhai Nathani	13	13	100	0	0	0	Yes
3.	Mr. Saba Banu Bawani	13	13	100	8	8	100	Yes
4.	Mr. Pareshkumar Arjanbhai Patel	13	13	100	8	8	100	Yes
5.	Mr. Tushar Mohanlal Mistry	13	13	100	8	8	100	Yes

## COMMITTEES OF BOARD:

During the year under review, your Directors have constituted wherever required, the following committees of the Board in accordance with the requirements of the Companies Act, 2013. The composition, terms of reference and other details of all the Board level committees have been elaborated in the report.

### **I. Audit Committee:**

The Committee was constituted on 22<sup>nd</sup> July, 2021 and it consists of 3 (Three) Non-Executive Independent Directors, all three directors are Independent Directors. The Chairman of the Committee is an Independent Director. The Composition of the Committee and Attendance of the members are as under:

Sr No.	Name of the Members	Designation	Number of Meeting entitled	Number of meeting attended
1	Mr. Tushar Mohanlal Mistry	Chairman (Independent Director)	04	04
2	Mr. Pareshkumar Arjanbhai Patel	Member (Independent Director)	04	04
3	Ms. Saba Banu Bawani	Member (Independent Director)	04	04

During the year, 4 meetings of the Audit Committee were held during the financial year 2021-22 on following dates:



# FOCUS BUSINESS SOLUTION LIMITED

18.06.2021, 03.09.2021, 29.10.2021, 22.02.2022

Requisite quorum was present during the meetings.

The primary objective of the Audit Committee is to monitor and provide effective supervision of the management's financial reporting process, to ensure accurate and timely disclosures, integrity and quality of financial reporting. The Committee oversees the work carried out in the financial reporting process by the management, the Statutory Auditors, Internal Auditor, the Cost Auditor, the Secretarial Auditor and notes the processes and safeguards employed by each of them.

The Composition and the Terms of Reference of the Audit Committee is as mentioned in the provisions of Section 177 of the Companies Act, 2013 as amended from time to time.

## II. Nomination and Remuneration Committee:

The Committee was constituted on 22<sup>nd</sup> July, 2021 and it consists of 3 (three) non-executive Directors, all three directors are Independent Directors. The Chairman of the Committee is an Independent Director. The Composition of the Committee and Attendance of the members are as under is as under:

Sr No.	Name of the Members	Designation	Number of Meeting entitled	Number of meeting attended
1	Mr. Tushar Mohanlal Mistry	Chairman (Independent Director)	02	02
2	Mr. Pareshkumar Arjanbhai Patel	Member (Independent Director)	02	02
3	Ms. Saba Banu Bawani	Member (Independent Director)	02	02

During the year, 2 meetings of the Nomination and Remuneration Committee were held during the financial year 2021-22 on following dates:

08.07.2021 and 22.02.2022

Requisite quorum was present during all the meetings.

The primary objective of the Nomination and Remuneration Committee ("NRC") is to identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down including remuneration payable to the senior management, recommend to the Board their appointment and carry out evaluation of every director's performance.

The Composition and the Terms of Reference of the nomination & Remuneration Committee is as mentioned in the provisions of Section 178 of the Companies Act, 2013 as amended from time to time.

## FOCUS BUSINESS SOLUTION LIMITED

### III. Stakeholders' Relationship Committee:

The Committee was constituted on 22nd July, 2021 and it consists of 3 (three) Directors, all three directors are Independent Directors. The Chairman of the Committee is an Independent Director; The Composition of the Committee and Attendance of the members are as under is as under:

Sr No.	Name of the Members	Designation	Number of Meeting entitled	Number of meeting attended
1	Mr. Pareshkumar Arjanbhai Patel	Chairman (Independent Director)	02	02
2.	Ms. Saba Banu Bawani	Member (Independent Director)	02	02
3	Mr. Tushar Mohanlal Mistry	Member (Independent Director)	02	02

During the Financial year, 2(Two) meeting of the Stakeholder Relationship Committee were held on following dates:

08.07.2021 and 22.02.2022

The Committee looks into the grievances of the Shareholders related to transfer of shares, payment of dividend and non-receipt of annual report and recommends measure for expeditious and effective investor service.

The Composition and the Terms of Reference of the Stakeholder Relationship Committee is as mentioned in the provisions of Section 178 of the Companies Act, 2013 as amended from time to time.

The Company has duly appointed Registrar and Share Transfer Agent (R&T Agent) for servicing the shareholders holding shares in physical or dematerialized form. All requests for dematerialization of shares are likewise processed and confirmations thereof are communicated to the investors within the prescribed time. There were no complaints received during the year ended 31st March 2022.

#### **CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

The company has entered into transactions with related parties in accordance with the provisions of the Companies Act, 2013 read with rules and the particulars of contracts or arrangements with related parties referred to in Section 188(1), as prescribed in Form AOC-2 of the rules prescribed under Chapter IX relating to Accounts of Companies under the Companies Act, 2013, is appended as "Annexure – I".

#### **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:**

The details of the Investments and Loans covered under the provisions of Section 186 of the Act are given in the notes to the financial statements.

# FOCUS BUSINESS SOLUTION LIMITED

## **DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S OPERATION IN FUTURE:**

There were no significant and material orders passed by the Regulators /Courts that would impact the going concern status of the Company and its future operations.

## **EXTRACT OF ANNUAL RETURN:**

As required pursuant to section 92(3) of the Companies Act, 2013 read with Section 134(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, the copy of Annual Return is available on the website of the company i.e. [www.focusbsl.com](http://www.focusbsl.com)

## **PARTICULARS OF EMPLOYEES & MANAGERIAL REMUNERATION:**

Details Pertaining to Remuneration as Required under Section 197(12) Of the Companies Act, 2013 Read with Rule 5(1), 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as Annexure-III.

## **AUDITORS AND AUDITORS' REPORT:**

### **Statutory Auditors & their Report**

The Company's Statutory Auditors, M/s. Kansariwala & Chevli, Chartered Accountants (firms' registration no:123689W) were appointed as Statutory Auditors of the Company for a period of Five year at the 14<sup>th</sup> Annual General Meeting held on September 28, 2021 and his remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors.

There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Report that may call for any explanation from the Directors. Further, the notes to accounts referred to in the Auditor's Report are self-explanatory.

### **Secretarial Auditor & their Report**

Pursuant to the requirements of Section 204(1) of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s D P Master and Associates, Company Secretary in Practice to conduct the secretarial audit for the financial year 2021-22. The Secretarial Audit Report as received from Mr. Dhaval Master, Company Secretary in Practice is appended as Annexure-II to this Report.

### **Explanation to the Qualifications in Secretarial Audit Report:**

Qualification/ Adverse Remark	Explanation
The Company is yet to file Form MGT-14 (Approval of Financial Statement, Director Report and Appointment of Secretarial Auditor) pursuant to Section 179(3) of Companies Act, 2013.	The filing of form lapsed due to inadvertence and it was noticed by the management on receipt of auditor report the management is pursuing to comply as soon as possible with the filing of necessary form with the department.

# **FOCUS BUSINESS SOLUTION LIMITED**

## **Internal Auditor**

The Company has appointed M/s Jariwala & Associates, Chartered Accountants of the Company as Internal Auditor of the Company for conducting Internal Audit of Company for the period of 5 years from the Financial Year 2020-2021 to 2024-25, according to the Section 138 of the Companies Act, 2013 and read with the Rule 13 of The Companies (Accounts) Rules, 2014.

## **Cost Auditor**

The Company is not required to appoint Cost Auditor and maintain a cost records during the year under review.

## **DEPOSITS:**

The Company has not accepted any deposits within the meaning of Section 73(1) of the Companies Act, 2013 and the Rules made thereunder.

## **MANAGEMENT DISCUSSION & ANALYSIS**

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion & Analysis forms part of the Annual Report and is annexed as Annexure IV.

## **THE DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:**

The Company has identified and documented all key internal financial controls, which impact the financial statements. The financial controls are tested for operating effectiveness through ongoing monitoring and review process of the management and independently by the Internal Auditors. In our view the Internal Financial Controls, affecting the financial statements are adequate and are operating effectively.

## **MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

Initial Public Offer & consequent listing of Shares on SME platform of BSE Limited: The Company made initial Public Offer (IPO) for 6,42,000 Equity Shares for cash at a price of Rs. 10/- per share including a premium of Rs. 19/- per share aggregating to Rs.121.98 lakhs through an Initial Public Offer. Your Directors are pleased to inform you that the Company's securities have been listed on SME platform of BSE Limited w.e.f 13th July, 2021.

## **DETAILS OF APPLICATION UNDER THE IBC 2016, DURING THE YEAR ALONG WITH THEIR STATUS:**

During the year under review, there were no applications made or proceedings pending in the name of the company under the Insolvency Bankruptcy Code, 2016.

## **DEATAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON THE ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANK AND FINANCIAL INSTITUTIONS:**

# FOCUS BUSINESS SOLUTION LIMITED

During under the review, there has been no one time settlement of Loans taken from Banks and Financial Institutions.

## **INVESTOR EDUCATION AND PROTECTION FUND**

During the year under review, there were no amounts, required to be transferred to the Investor Education and Protection Fund.

## **PROHIBITION OF INSIDER TRADING**

With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a Code of Conduct for Prohibition of Insider Trading. Investor Grievance Redressal During the financial year under review, there were no pending complaints or share transfer cases as on 31st March 2022.

## **INVESTOR EDUCATION AND PROTECTION FUND**

During the year under review, there were no amounts, required to be transferred to the Investor Education and Protection Fund.

## **HUMAN RESOURCE DEVELOPMENT**

The Company is pleased to report that during the year under reporting, the industrial relations were cordial.

## **RISK MANAGEMENT**

During the financial year under review, the company has identified and evaluated elements of business risk. Consequently, a Business Risk Management framework is in place. The Risk management framework defines the risk management approach of the company and includes periodic review of such risks and also documentation, mitigation controls, and reporting mechanism of such risks. The framework has different risk models which help in identifying risks trend, exposure, and potential impact analysis at a company level as also separately for business.

## **POLICIES ADOPTED BY THE COMPANY**

Your company has adopted various policies for the smooth working of the company which are as follows:

- **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:**

The current policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on 31st March, 2022, the Board consists of 5 Members, 2 is Executive Director and 3 of who are Non-Executive Independent Directors.

## FOCUS BUSINESS SOLUTION LIMITED

The Board periodically evaluates the need for change in its composition and size. The Policy of the Company on Director's appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of director and other matters provided under Section 178(3) of the Companies Act, 2013, adopted by the Board can be viewed on our website i.e [www.focusbsl.com](http://www.focusbsl.com). We affirm that the remuneration paid to the director is as per the terms laid out in the said policy.

- **INSIDER TRADING:**

There are many information's that are important and price sensitive and required to be kept confidential on the part of the company, if the information is disclosed this will harm the image of the company, in the definition of the insider it will include all the persons connected with the company including all employees. The policy relating to this is available on the website of the company.

This policy is applicable to all employees and KMP's of the company to not to disclose the confidential information of the company which affects the performance of the company, policy related to this available at the website of the Company i.e [www.focusbsl.com](http://www.focusbsl.com).

- **RELATED PARTY TRANSACTIONS:**

The Objective of the Policy is to set out:

- (a) The materiality thresholds for related party transactions; and
- (b) The manner of dealing with the transactions between the Company and its related parties based on the Act, your company adopted this policy for dealing with parties in a transparent manner available at the website of the Company i.e [www.focusbsl.com](http://www.focusbsl.com).

- **RISK ASSESSMENT AND MANAGEMENT:**

Risk is the part of the every one's life, while running any business there are many kind of risk is involved to minimis the business risk and all the factors that will negativity effects the organization every company tries to follows a certain procedure for the forecasting of the risk and its management policy relating to this is available in the website of the Company i.e [www.focusbsl.com](http://www.focusbsl.com).

- **WHISTLE BLOWER AND VIGIL MECHANISM:**

While running the big organization there are certain good and bad things may be happened in order to control the fraud, misconduct and malpractices this procedure is adopted by the Company and reporting of this procedure is done under the vigil mechanism, by adopting this kind of system company can control the unethical acts and practices policy relating to this is available at the website [www.focusbsl.com](http://www.focusbsl.com).

# FOCUS BUSINESS SOLUTION LIMITED

## OTHERS

### **Registrar and Transfer Agent:**

The Company had appointed PurvaShareregistry (India) Pvt. Ltd as the Registrar and Transfer Agent (RTA). The Company's RTA have adequate infrastructure to process investor grievances with regards to transfers, transmission and other such matters.

### **Statutory Compliances**

The Company has complied with all the statutory requirements. The Company ensures compliance of the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and various statutory authorities on quarterly/half yearly basis.

### **Secretarial Standards**

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board and General Meetings of the Company.

## CAUTIONARY STATEMENT

Statement in the Annual Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations, may constitute "forward looking statements " within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual Results might differ.

## ACKNOWLEDGEMENTS

Your Directors would like to express their sincere appreciation for the commitment, dedication and hard work done by the employees of the Company and the positive co-operation extended by Banks, Government Authorities, Customers and various other stakeholders. Your Directors also wish to place on record their deep gratitude towards the shareholders for their continued support and confidence.

**For and on behalf of the Board Focus  
Business Solution Limited**

**Sd/-  
Mr. Mohamedyaseen  
Muhamadbhai Nathani  
Managing Director & Chairman  
DIN: 02759578**

**Sd/-  
Mr. Mohamedamin Mohammad  
Nathani  
Whole Time Director  
DIN:02759560**

**Date: 05<sup>th</sup> September, 2022  
Place: Surat**

# FOCUS BUSINESS SOLUTION LIMITED

## **ANNEXURE I** **FORM NO. AOC-2**

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts / arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third provision thereto:

### **1. Details of contracts or arrangements or transactions not at arm's length basis:**

All contracts/arrangements/transactions entered into by the Company with related parties during the year ended March 31, 2021 were at arm's length basis.

### **2. Details of material contracts or arrangement or transactions at arm's length basis:**

<b>Sr. No</b>	<b>Name of Related Party</b>	<b>Nature of Contract / Arrangement / Transactions</b>	<b>Duration of the contracts /arrangements / transactions</b>	<b>Salient terms of the contracts or arrangements or transactions including the value, if any</b>	<b>Date of Approval by the Board, if any.</b>
1.	Mr. Mohamed amin Mohammad Nathani	Rent paid	As Per Agreement	Transaction entered between the parties at arm length basis	04.05.2021
2.	Mr. Mohamedyaseen Muhammadbhai Nathani	Rent paid	As Per Agreement	Transaction entered between the parties at arm length basis	04.05.2021
3.	Mr. Sajid Nathani	Salary	Ongoing	Transaction entered between the parties at arm length basis	04.05.2021
4.	Mr. Aslam Nathani	Salary	Ongoing	Transaction entered between the parties at arm length basis	04.05.2021
5.	Nathani Software Pvt. Ltd.	Purchase	Ongoing	Transaction entered between the parties at arm length basis	04.05.2021



# FOCUS BUSINESS SOLUTION LIMITED

## *Annexure II*

### *Form MR - 3*

#### *Secretarial Audit Report*

#### *for the Financial Year Ended 31<sup>st</sup> March, 2022*

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

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

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Focus Business Solution Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **Focus Business Solution Limited**, books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **March 31, 2022** reasonably complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Focus Business Solution Limited** ("the Company") for the financial year ended on **March 31, 2022** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under to the extent of Regulation 55A;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

## FOCUS BUSINESS SOLUTION LIMITED

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not Applicable as the Company has not issued and listed any debt securities during the financial year under review];**
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2015; **[Not Applicable as there was no reportable event during the period under review];**
  - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **[Not Applicable as there was no reportable event during the period under review];**
  - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **[Not Applicable as there was no reportable event during the period under review]**
- (vi) Based on the representations made by the Company and its officers and my verification of the relevant records on test check basis, the operations of the Company includes debt collection services for Banks, NBFC and financial institutions as well as authorised recovery/collection agents of the said bank, NBFC and financial institutions as stated in the Memorandum of Association of the Company. In my opinion, the Company being operating in the aforesaid activities, No laws/regulations are applicable to it.

I have also examined compliance with the applicable clauses of:

- (i) The Secretarial Standards issued by the Institute of Company Secretaries of India;
- (ii) The Listing Agreement entered by the Company with the Bombay Stock Exchange Limited (BSE).

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, subject to the observation that

- I. The Company is yet to file Form MGT-14 (Approval of Financial Statement, Director Report and Appointment of Secretarial Auditor) pursuant to Section 179(3) of Companies Act, 2013.

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

# FOCUS BUSINESS SOLUTION LIMITED

## I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

During the period under review, decisions were carried out with unanimous approval of the Board and no dissenting views were observed, while reviewing the minutes.

I further report that based on the review of the Compliance mechanism established by the Company and on the basis of Compliance Certificates issued by the Chairman and taken in record by the Board of Directors at their meetings, I am of the opinion that there are generally adequate systems and processes in the company commensurate with its size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations, circulars, notifications, directions and guidelines.

I further report that during the audit period, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

- I. During the period under review, the Company came out with an initial public offer (IPO) of equity shares of the company aggregating to 121.98 Lakhs. The company had filed Prospectus with Registrar of Companies, Gujarat on June 23, 2021.  
The Company received listing and trading approvals from BSE Ltd on July 12, 2021 and the equity shares were listed on BSE July 13, 2021.
- II. During the period under review, the company has filed Form SH-7 for increase authorise capital of the company from Rs. 225 Lakhs to Rs. 230 Lakhs with the approval of members in general meeting dated May 04, 2021.
- III. During the period under review, the Company has allotted 6,42,000 Equity share with the face value of Rs. 10 each, issued at Price of Rs. 19/- per share with the aggregate amount of Rs. 121.98 Lakhs vide Board of Directors meeting dated July 08, 2021 through initial Public office with filing of Form PAS-3.

## FOCUS BUSINESS SOLUTION LIMITED

- IV. During the period under review, the company has adopted Memorandum of Association as per companies act, 2013 as on May 04, 2021 with filing of Form MGT-14.

**For D P Master & Associates**  
Company Secretaries

Surat, September 02, 2022  
**UDIN:** A034204D000894613

Sd/-  
**(Dhaval P Master)**  
Proprietor  
**ACS - 34204, COP – 13653**  
**Peer Review Certificate No.1845/2022**

Note: This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

# FOCUS BUSINESS SOLUTION LIMITED

## ANNEXURE-A

To,  
The Member  
**Focus Business Solution Limited**  
CIN: L74140GJ2006PLC049345  
703, Rajhans Complex, Ring Road,  
Surat 395002, Gujarat

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For D P Master & Associates**  
Company Secretaries

Sd/-

**(Dhaval P Master)**

Proprietor

**ACS - 34204, COP – 13653**

**Peer Review Certificate No.1845/2022**

Surat, September 02, 2022  
**UDIN: A034204D000894613**

# FOCUS BUSINESS SOLUTION LIMITED

## Annexure-III

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

**1. Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

**a. The ratio of remuneration of each director to the median remuneration of employees for the financial year:**

Sr. No.	Name of Director	Designation	Ratio of Remuneration of each Director/to median remuneration of employees
1.	Mr. Mohamed Amin Mohammad Nathani	Whole time Director	6.67:1
2.	Mr. Mohamed yaseen Muhammadbhai Nathani	Managing Director	6.67:1

**b. The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:**

Sr. No.	Name of Director & KMPs	Designation	Nature of Payment	Percentage Increase in the Remuneration (%) in F.Y. 2021-22
1.	Mr. Mohamed yaseen Muhammadbhai Nathani	Managing Director	Remuneration	No change
2.	Mr. Mohamed Amin Mohammad Nathani	Whole time director	Remuneration	No change
3.	Mr. Mohammed Ilyas Shaikh	CFO	Remuneration	3.21%
4.	Radha Rameshbhai Gohil	CS	Remuneration	No change

**a. The percentage increase in the median remuneration of employees in the financial year:**  
There is no change in the median remuneration of employees during the financial year 2021-22.

**b. As on 31st March 2022, there were a total of 55 employees on the payroll of the Company.**

## FOCUS BUSINESS SOLUTION LIMITED

- c. **Average percentile increase/decrease already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

There is no change in the average salaries of the employees other than the managerial personnel during the financial year 2021-22.

**2. Information as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

None of the employee of the Company was in receipt of the remuneration (throughout the financial year or part thereof) as per Rule 5(2) of the Companies (Appointment of Managerial Personnel) 2014.

The Board of Directors of the Company affirmed that remuneration of all the Key Managerial Personnel of the Company are as per the Remuneration Policy of the Company.

For and on behalf of the Board  
Focus Business Solution  
Limited

Date: 05th September, 2022

Place: Surat

Sd/-  
Mr. Mohamedyaseen Muhammadbhai  
Nathani  
Managing Director & Chairman  
DIN: 02759578

Sd/-  
Mr. Mohamedamin  
Mohammad Nathani  
Whole Time Director  
DIN:02759560

# **FOCUS BUSINESS SOLUTION LIMITED**

## **ANNEXURE-IV** **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Your Directors take pleasure in presenting the Management Discussion and Analysis Report for the year ended March 31, 2022.

### **STRUCTURE OF THE INDUSTRY, DEVELOPMENTS AND SWOT ANALYSIS:**

#### **Overview:**

Our Company was originally incorporated at Gujarat as “Focus Business Solution Private Limited” on 10th November, 2006 under the provisions of the Companies Act, 1956 vide Certificate of Incorporation issued by the Registrar of Companies, Gujarat, Dadra and Nagar Haveli. Consequent, upon the conversion of our Company into public limited Company, the name of our Company was changed to “Focus Business Solution Limited” vide fresh Certificate of Incorporation dated 24th March, 2020 issued by the Registrar of Companies, Ahmedabad, Gujarat. Mr. Mohamedamin Mohammad Nathani and Mr. Mohamedyaseen Muhammadbhai Nathani have laid the foundation of our Company and since then heading the Company. The company was listed of SME BSE exchange on 13<sup>th</sup> July, 2021.

#### **Our Services & Processes:**

We have been evolved as a financial services company and are engaged in the business of debt collection services for Banks, NBFC and financial institutions. We enter the agreement with India’s leading banks, financial institutions and non-banking financial companies to act as authorised recovery/collection agents on behalf of them. We focus strategically timed action based on aging of delinquent account with emphasis of traditional methods such as tele-calling and field visits. We deploy our manpower to visit and collect overdue payments of loans / credit cards / credit facilities advanced to borrowers by our clients, who engage with us in service agreements. In occasional cases, we need to trace the new address and contact details of borrowers as delinquent borrowers may relocate their address.

We through our call Centre also do follow up over tele-calls, to the defaulters for overdue payments. We have fully equipped 6 call centre with 90 (Ninety) work station along with call recording, dialler and CRM facility.

We also do repossessions of vehicles or other hypothecated assets on the request of our clients, in case defaulting borrowers unable to repay of its loan overdues.

We have worked on over 2.5 lakhs customer’s data base from pickup to recovery category of all kind of products such as Personal Loan, Business Loan, Vehicle Loan, Loan against properties, two wheeler loan, equipment loan, SME loans, Gold loan with different banks and NBFCs with pool size of more than Rs. 2.50 Crores.

We are working from our head office based at Surat and branches at Baroda, Bharuch, Vapi, Anand, Ahmedabad, Rajkot, Palanpur and call centre from another branch at Surat.



## **FOCUS BUSINESS SOLUTION LIMITED**

We have staff strength of around 670 which included 55 staff on our payroll and 615 staff hired on contractual basis and each of our staff is fully trained and all types of assignment like recovery, collection, field investigation and other allied services.

We are strictly bound by code of conduct issued by banks and financial institutions in accordance with RBI guidelines of Fair Practices code.

We have robust electronic retail collection administrative programme (RCAP) i.e. myrcap.in, which is an intelligent debt recovery solution and can deliver high Promise-to-Pay (PTP) rates effectively. Automating daily operational task of collection agents minimizes the time spent on unproductive task so that they can dedicate working time to critical issues. We believe that we have a scalable, modern and sophisticated technology infrastructure capable of servicing our clients from pickup to recovery and every offices are well equipped with modern amenities and facilities like computer, fax, IP Cameras, internet, dialler, smart CRM and mobile application.

We are using digital ways to strengthen our services like Mobile Application i.e. "fTouch" to track our manpower, allotment of task, punching defaulters' response, commitments and queries, using dialler for tele-calling to payment reminders to defaulters of our clients. We are availing all these digital services from our vendor i.e. Nathani Software Pvt Ltd. RCAP (fTouch & RCAP is registered trademark as well as registered copyright of Nathani Software Pvt Ltd, group company and we have entered in to an agreement dated 1st April, 2019 with Nathani Software Pvt Ltd for availing the same.

### **THE GLOBAL ECONOMY:**

The world witnessed a never-seen-before situation in the year 2020 to disrupt global economic flows to an unprecedented scale. However, what is important today is the time ahead of us – the year 2022 and beyond. Adapting to the current situation and capitalizing on the global market trends will be imperative more than ever.

After rebounding to an estimated 5.9 percent in FY 2021, global growth is expected to slow down to 4.9 percent in FY 2022, reflecting continued COVID-19 flare-ups, diminished fiscal support, and lingering supply bottlenecks. The near-term outlook for global growth is somewhat weaker. Although output and investment in advanced economies are projected to return to prepandemic trends next year, in emerging market and developing economies (EMDEs)— particularly in small states and fragile and conflict -afflicted countries—they will remain markedly below, owing to lower vaccination rates, tighter fiscal and monetary policies, and more persistent scarring from the pandemic.

### **THE GLOBAL OUTLOOK:**

Inflation is set to rise in 2022 and beyond. The inflation after 20 years of low and stable pace is long-due in play and the economic contraction of 2020 has simply made the situation more vulnerable. Global growth is projected to decelerate in 2022 and 2023. It is set to slow sharply, as the initial rebound in consumption and investment fades and macroeconomic support is withdrawn. Also, the geopolitical instability caused by the Russia-Ukraine conflict will lead to new supply chain bottlenecks and an uptick in the fuel prices around the world.

# FOCUS BUSINESS SOLUTION LIMITED

## **INDIAN ECONOMY AT GLANCE:**

As per the first advance estimate, Indian economy is expected to register a growth rate of 9.2% in FY 2021-22 from a contraction of 7.3% in FY 2020-21. The growth was supported by positive development in key sectors including agriculture and allied activities which are expected to grow by 3.9% in FY 2021-22, from 3.6% in FY 2020-21.

The debt collection service industry size is very limited, very few Public companies are involved in providing the service of Debt Collection for Banks, Non-Banking Financial Companies and Fintech Companies. As per market Research, it is estimated that Banks, Non-Banking Financial Companies and Fintech Companies are spending approximately 25,000 Crores to Deb collection service sector for smooth recovery of their landings.

## **DEBT COLLECTION INDUSTRY 2022:**

The world of debt collections has changed in recent years as a result of the COVID-19 outbreak. To be competitive and satisfy evolving customer expectations, debt collection companies need embrace digital.

For decades, the debt collection sector has used a phone-first technique, relying on the customer's availability and willingness to respond to the debt collection action. Over time, this has resulted in a terrible customer experience that is frequently unpleasant, prompting the customer to feel frustrated, angry, and ashamed. Lenders' attitudes have shifted as a result of digital collection techniques. It has successfully engaged customers by removing negative thoughts and emphasizing that the lenders are there to assist them. It has created a mutually beneficial relationship between the customer and the lender.

According to a J.D. Power report from 2021, a record 41% of U.S. retail bank customers are now digital-only. Non-cash payments are growing at a rate of 32%, and in 2022, digital payments may eclipse cash payments for the first time. This tendency, together with the growing popularity of the Buy Now/Pay Later (BNPL) lending model, will have a direct impact on debt repayment patterns which is famously practiced as Debt Recovery rather b2b debt recovery using a collection agency in India.

Roughly 10% more people will utilize mobile banking technologies after the COVID-19 epidemic. That trend is affecting the way debt collectors work now, according to the firm that specializes in accounts receivables and debt collections by leveraging artificial intelligence and other technology.

Therefore, with the development of technical tools over the past few decades, debt collection trends have undergone a significant evolution.

## **SWOT:**

### **Strengths:**

- Cordial relations with clients;
- In depth knowledge of Industry;
- Experienced management team;
- Established clients base including leading banks and financial institutions;
- Innovative technology

# FOCUS BUSINESS SOLUTION LIMITED

## Weaknesses:

- Delays and excuses of borrowers;
- Intensive staff requirement

## Opportunities:

- Expanding New Geographical Markets;
- Enhancing Functional Efficiency;
- Diversification in to new services;
- Listing the Company under a stock exchange has huge revenue of capital for the company to support its expansion plans and allows it to venture into new business

## Threats:

- Due to changing day to day government policies, is affected business performance
- The company dependency on banking sector;
- There are no entry barriers in our industry which puts us to the threat of competition from new entrants;
- Intense competitive pressure;

## Segment-wise or products-wise performance:

During the year 2021-22, following are the segment wise performance of the Company.

<b>Revenue from trading business</b>	Rs. 1386.07 Lakhs
<b>Net Profit after Tax from trading business</b>	Rs. 18.79 Lakhs

## Internal Control System and their adequacy:

The Company has adequate internal control systems including suitable monitoring procedures commensurate with its size and the nature of the business. The Internal Auditors and Company's Internal Audit Department conduct regular audits to ensure adequacy of internal control system, adherence to management instruction and compliance with laws and regulations of the country as well as to suggest improvements. The statutory auditors while conducting the statutory audit, review and evaluate the internal controls and their observations are discussed with the Audit committee of the Board.

## Discussion on financial performance with respect to operational performance

The country witnessed lockdown being implemented in the second forth night of March, 2020. Our Company has taken all safety precautions as per guidelines from the Government.

During the period 2021-22, the movement in the Net Income and net profit after tax are as follows:

## FOCUS BUSINESS SOLUTION LIMITED

Particular	FY 2021-22	FY 2020-21
Net Income	Rs. 1392.04 Lakhs	Rs. 1141.36 Lakhs
Net Profit after Tax	Rs. 10.74 lakhs	Rs. 18.79 Lakhs

### Human Resources

One of the key pillars of the Company's business is its people. The Company considers human resources as one of the vital and important factors for sustained growth, business success and creating value for Stakeholders. Company has maintained cordial and harmonious relations with all Employees.

The total numbers of Employees were 55 as on 31st March, 2022.

### Cautionary Statement

Certain statements made in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, predictions and expectations may be forward looking statements, within the meaning of applicable securities law and regulations and actual results may differ materially from those expressed or implied. Significant factors that make differences to Company's operations include competition, change in Government policies and regulations, tax regimes and economic development within India. The Company assumes no

responsibility to publicly amend, modify or revise any forward looking statement, on the basis of any subsequent development, information or events or otherwise.

**For and on behalf of the Board**  
**Focus Business Solution Limited**

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

# **FOCUS BUSINESS SOLUTION LIMITED**

## **DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT**

I, Mohamedyaseen Muhammadbhai Nathani, Chairman & Managing Director of the Company hereby declare that, Members of the Board and Senior Management Personnel have confirmed their compliance with the Code of Conduct for the year ended March 31, 2022.

**Sd/-**  
**Mr. Mohamedyaseen Muhammadbhai Nathani**  
**Chairman & Managing Director**

# FOCUS BUSINESS SOLUTION LIMITED

## CEO/CFO certification under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,  
The Board of Directors,  
FOCUS BUSINESS SOLUTION LIMITED  
703 Rajhans Complex,  
NR. Kadiwala School, Ring Road,  
Surat - GJ-395002

We, Mohamedyaseen Muhammadbhai Nathani, Chairman & Managing Director and Mohammed Ilyas Shaikh, Chief Financial Officer of Focus Business Solution Limited, to the best of our knowledge and belief, certify that:

We have reviewed financial statements and the cash flow statement of Focus Business Solution Limited for the year ended March 31, 2022 and to the best of our knowledge and belief:

- I. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- II. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
  1. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate of the Company's code of conduct.
  2. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
  3. We have indicated to the auditors and the Audit committee:
    - a. That there are no significant changes in internal control over financial reporting during the year;
    - b. That there are no significant changes in accounting policies during the year.

## **FOCUS BUSINESS SOLUTION LIMITED**

- c. That there are no instances of significant fraud of which we have become aware.

**For and on behalf of the Board Focus  
Business Solution Limited**

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

**Sd/-  
Mr. Mohammedilyas Shaikh  
Chief Financial Officer**

# FOCUS BUSINESS SOLUTION LIMITED

## INDEPENDENT AUDITOR'S REPORT

To the Members of

**FOCUS BUSINESS SOLUTION LIMITED**

### **Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **FOCUS BUSINESS SOLUTION LIMITED** ("the Company"), which comprise the Balance Sheet as at **March 31, 2022** and the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the profit/loss Statement, changes in equity and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit in accordance with standards on Auditing specified under Section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the rules made thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the "Annual Report", but does not include the Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information, and in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.



## **FOCUS BUSINESS SOLUTION LIMITED**

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position and financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

## FOCUS BUSINESS SOLUTION LIMITED

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for explaining our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India, in exercise of powers conferred by sub-section 11 of section 143 of the Act, and on the basis of such checks of books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure-A" attached hereto our comments on the matters specified in the paragraphs 3 and 4 of the said Order.
2. Further to our comments in Annexure A, as required by Section 143(3) of the Act, we report that:

## FOCUS BUSINESS SOLUTION LIMITED

- a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The balance sheet, the statement of profit and loss dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2022 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “**Annexure B**”; and
- g) with respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations, which would impact its financial position;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. a. The Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - b. The Management has represented, that, to the best of its knowledge and belief, as disclosed in the notes to accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf

## **FOCUS BUSINESS SOLUTION LIMITED**

of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) & (b) above contain any material misstatement.

- v. No dividend was proposed by the company for the previous year.

**For KANSARIWALA & CHEVLI**

Chartered Accountants

Firm Registration No. 0123689W

**(H. B. Kansariwala)**

**Partner**

Membership No. 032429

Peer Review No. 011854

UDIN: 22032429AJBKZB9371

**Place: SURAT**

**Date: May 14, 2022**

# FOCUS BUSINESS SOLUTION LIMITED

## ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to Para 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of **FOCUS BUSINESS SOLUTION LIMITED** for the year ended **31<sup>st</sup> March, 2022**)

On the basis of the information and explanation given to us during the course of our audit, we report that:

**1. In respect of its Property Plant and Equipment and Intangible Assets:**

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and investment property.

The Company has maintained proper records showing full particulars of intangible assets.

- (b) The Company has a regular program of physical verification of its property, plant and equipment under which the assets are physically verified in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification.
- (c) As per our verification of records of company and books of accounts of company, all immovable property documents in the name of company, hence other details in tabular formats in relation to title of documents held in the name of other person, is not required to be given.
- (d) The Company has not revalued its Property, Plant and Equipment or intangible assets during the year.
- (e) In terms of Information and explanation sought by us, and given by the company and books of accounts and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that there has not been any proceeding against the company or no proceeding pending in relation to holding of Benami property by the company. Hence no disclosure requirement in the financial statements in relation to same.

**2. In respect of its inventories:**

- (a) Not Applicable, since no trading or manufacturing activities carried on by the company.
- (b) The company has not been sanctioned any working capital limit in excess of five crore rupees in aggregate at any points of time during the year and hence reporting under clause (ii)(b) of the Order is not require.

- 3.** The company has not granted any loans, secured or unsecured to companies, firms or other parties. Therefore, the provisions of sub clauses (a) to (f) of clause 3(iii) are not applicable to the company.

- 4.** (a) In our opinion and according to the information and explanations given to us, the Company has not given any loans directly or indirectly to directors covered under section 185 of the Companies Act, 2013.

## FOCUS BUSINESS SOLUTION LIMITED

(b) In our opinion and according to the information and explanation given to us, the company has not given guarantee or has provided security in connection with loan, to any person or other body corporate as covered under section 186 of the Companies Act, 2013 and has not acquired any security of any other body corporate.

5. In our opinion and according to the information and explanation given to us, the company has not accepted any deposits in contravention of Directives issued by Reserve Bank of India and provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under, wherever applicable.
6. The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.
7. (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, , duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.  
  
(b) According to the information and explanations given to us, there are no statutory dues referred to in sub clause (a) above that have not been deposited with the appropriate authorities on account of any dispute.
8. According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.
9. (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.  
  
(b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.  
  
(c) In our opinion and according to the information and explanations given to us, the Company has not raised any funds by way of term loans during the year or in any previous year. Accordingly, reporting under clause 3(ix) (c) of the Order is not applicable to the Company.  
  
(d) In our opinion and according to the information and explanations given to us, the Company has not raised any funds on short term basis during the year or in any previous year. Accordingly, reporting under clause 3(ix) (d) of the Order is not applicable to the Company.

## FOCUS BUSINESS SOLUTION LIMITED

- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiary.
- 10.** (a) In our opinion and according to the information and explanations given to us, money raised by way of initial public offer were applied for the purposes for which these were obtained.
- (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- 11.** (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- 12.** The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- 13.** In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with sections 177 and section 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements etc., as required under Accounting Standard (AS) 18, Related Party Disclosures specified in Companies (Accounting Standards) Rules, 2021 as prescribed under section 133 of the Act.
- 14.** (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.
- (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- 15.** According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.

## FOCUS BUSINESS SOLUTION LIMITED

16. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) of the Order is not applicable to the Company.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Therefore, the provisions of clause 3(16)(b) of the Order are not applicable to the Company;
- (c) The company is not engaged in any non-banking financial or housing finance activities. Accordingly, the requirements to report on clause 3(16)(c) of the order is not applicable to the company.
- (d) There is no group /core investment company. Accordingly, the requirement to report on clause 3(16) of the order is not applicable to the company.
17. The Company has not incurred any cash loss in the current as well as the immediately preceding financial year.
18. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
20. According to the information and explanations given to us, the Company does not fulfill the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.



## FOCUS BUSINESS SOLUTION LIMITED

- 21.** The reporting under clause 3(xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**For KANSARIWALA & CHEVLI**

Chartered Accountants

Firm Registration No. 0123689W

**Place: SURAT**

**Date: May 14, 2022**

**(H. B. Kansariwala)**

**Partner**

Membership No. 032429

Peer Review No. 011854

UDIN: 22032429AJBKZB9371

# **FOCUS BUSINESS SOLUTION LIMITED**

## **ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT'**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting **FOCUS BUSINESS SOLUTION LIMITED** ("the Company") as of **March 31, 2022** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

# FOCUS BUSINESS SOLUTION LIMITED

## Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at **31 March, 2022** based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For KANSARIWALA & CHEVLI**

Chartered Accountants

Firm Registration No. 0123689W

**(H. B. Kansariwala)**

**Partner**

Membership No. 032429

Peer Review No. 011854

UDIN: 22032429AJBKZB9371

**Place: SURAT**

**Date: May 14, 2022**

# FOCUS BUSINESS SOLUTION LIMITED

FOCUS BUSINESS SOLUTION LIMITED (CIN:U74140GJ2006PLC049345) Balance Sheet as at March 31, 2022			
Particulars	Note	Figures for the Year as at 31.03.2022	Figures for the Year as at 31.03.2021
<b>EQUITYANDLIABILITIES</b>			
Share Capital	c.1	222.20	158.00
Reserves and Surplus	c.2	143.53	66.97
<b>Total Shareholder's Funds</b>		365.73	224.97
Share application money pending allotment		0.00	0.00
<b>Non-current liabilities</b>			
Long-term borrowings	c.3	12.38	4.52
Deferred tax liabilities		0.00	0.00
Other long-term liabilities		0.00	0.00
Long-term provisions		0.00	0.00
<b>Total non-current Liabilities</b>		12.38	4.52
<b>Current liabilities</b>			
Short-term borrowings		0.00	0.00
Trade payables	c.4		
Total outstanding dues of Micro and Small Enterprise		0.00	0.00
Total outstanding dues o creditors other than Micro and Small Enterprise		0.00	82.88
Other current liabilities	c.5	5.73	6.90
Short-term provisions	c.6	18.74	75.14
<b>Total current liabilities</b>		24.47	164.92
<b>TOTAL</b>		402.59	394.41
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment & Intangible Assets			
i)Property, Plant and Equipment	c.7	87.99	71.68
ii)Intangible assets		0.00	0.00
iii)Intangible assets under development		0.00	0.00
		87.99	71.68
Non-current investments			
Deferred tax assets	c.8	5.89	5.81
Long-term loans and advances	c.9	33.21	11.98
Other non-current assets		0.00	0.00
<b>Total non-current assets</b>		127.09	89.47
<b>Current assets</b>			
Current investments		0.00	0.00
Inventories		0.00	0.00
Trade receivables	c.10	88.79	31.51
Cash and cash equivalents	c.11	116.18	158.63
Short-term loans and advances	c.12	70.53	114.80
Other current assets		0.00	0.00
<b>Total current assets</b>		275.49	304.94
<b>TOTAL</b>		402.59	394.41
<div> <div>                         As per our report of even date,  <b>FOR KANSARIWALA &amp; CHEVLI</b>                          Chartered Accountants                          Firm Registration No: 0123689W   <b>(H.B. Kansariwala)</b>                          Partner                          Membership No:032429                          Peer Review No:011854  <b>UDIN : 22032429AJBKZB9371</b>  <b>Place: SURAT</b>  <b>Date: May 14, 2022</b> </div> <div>                         For FOCUS BUSINESS SOLUTION LIMITED   <div>                             Mohamed Amin                              Nathani                              Director                              DIN:02759560                         </div> <div>                             Mohamed Yaseen                              Nathani                              Director                              DIN:02759578                         </div> <div>                             Mohammed                              Ilyas Shaikh,                              CFO                              PAN:BAOPS4253G                         </div> </div> </div>			

# FOCUS BUSINESS SOLUTION LIMITED

FOCUS BUSINESS SOLUTION LIMITED  
(CIN:U74140GJ2006PLC049345)

## Profit and Loss Statement for the year ended March31,2022

(Rs. In Lakh)

Particulars	Note	Figures for the Year asat31.03.2022	Figures for the Year as at31.03.2021
Revenue from operations	c.13	1386.07	1136.57
Other operating income	c.14	5.97	4.79
<b>Total Income</b>		<b>1392.04</b>	<b>1141.36</b>
<b>Expenses:</b>			
Cost of materials consumed		0.00	0.00
Purchases of Stock-in-Trade		0.00	0.00
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		0.00	0.00
Employee benefits expense	c.15	282.76	254.51
Finance costs	c.16	0.85	0.87
Depreciation and amortization expense	c.17	37.65	41.36
Other expenses	c.18	1045.40	830.11
<b>Total expenses</b>		<b>1366.66</b>	<b>1126.84</b>
<b>Profit before exceptional, extraordinary and prior period items and tax</b>		<b>25.39</b>	<b>14.52</b>
Exceptional items		0.00	0.00
<b>Profit before extraordinary and prior period items and tax</b>		<b>25.39</b>	<b>14.52</b>
Extraordinary Items		0.00	0.00
<b>Profit before prior period items and tax</b>		<b>25.39</b>	<b>14.52</b>
Prior Period Items		0.00	0.00
<b>Profit before tax</b>		<b>25.39</b>	<b>14.52</b>
<b>Tax expenses:</b>			
Current tax		6.68	6.55
Deferred tax liabilities/(assets)		-0.08	-2.77
<b>Profit/(loss) for the period from continuing operations</b>		<b>18.79</b>	<b>10.74</b>
Profit/(loss) from discontinuing operations		0.00	0.00
Tax expense of discontinuing operations		0.00	0.00
<b>Profit/(loss) from Discontinuing operations (after tax)</b>		<b>0.00</b>	<b>0.00</b>
<b>Profit/(loss) for the period (XI+XIV)</b>		<b>18.79</b>	<b>10.74</b>
<b>Earnings per equity share:</b>			
Basic		0.85	0.68
Diluted		0.85	0.68

As per our report of even date,  
**FOR KANSARIWALA & CHEVLI**  
Chartered Accountants  
Firm Registration No: 0123689W

**(H.B. Kansariwala)**  
Partner  
Membership No: 032429  
Peer Review No: 011854  
**UDIN:22032429AJBKZB9371**

Place: SURAT  
Date: May 14,2022

For FOCUS BUSINESS SOLUTION LIMITED

**Mohamed Amin**  
Nathani  
Director  
DIN:02759560

**Mohamed Yaseen**  
Nathani  
Director  
DIN:02759578

**Mohammed Ilyas Shaikh**  
CFO  
PAN:BAOPS4253G

# FOCUS BUSINESS SOLUTION LIMITED

FOCUS BUSINESS SOLUTION LIMITED  
(CIN:U74140GJ2006PLC049345)

## Cash Flow Statement for the year ended March31,2022

(Rs.in Lakh)		
Particulars	Figures for the Year ended31.03.2022	Figures for the Year ended31.03.2021
<b>A CASH INFLOW/(OUTFLOW FROM OPERATING ACTIVITIES</b>		
<b>NET PROFIT BEFORE TAX AND EXTRA ORDINARY ITEMS</b>	<b>25.39</b>	<b>14.52</b>
Adjustments for:		
Depreciation	37.65	41.36
Interest & Finance Charges	0.85	0.87
Loss on Car Sold	0.00	0.00
<b>Operating Profit before Working Capital Changes</b>	<b>63.88</b>	<b>56.74</b>
<b>Adjustments for:</b>		
(Increase)/ Decrease in Debtors	-57.28	-9.59
(Increase)/Decrease in Short Term Loan & advances	85.81	77.79
(Increase)/Decrease in Loan & advances	-21.23	-6.79
Increase/(Decrease) in Other Current Liabilities	-140.45	4.99
<b>Cash generated from operations</b>	<b>-133.15</b>	<b>66.41</b>
Income tax paid	48.14	32.23
<b>Net Cash Inflow/(Outflow) from Operating activities</b>	<b>-117.41</b>	<b>90.91</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	-53.96	-32.03
Sale of Fixed Assets	0.00	0.00
Purchase of Investments	-0.08	0.00
<b>Net Cash Inflow/(Outflow)from Investing activities</b>	<b>-54.04</b>	<b>-32.03</b>
<b>C CASHFLOWFROMFINANCINGACTIVITIES</b>		
Issued of Shares	121.98	0.00
Interest & Finance Charges	-0.85	-0.87
Proceeds/(Repayment):Long Term Borrowing	7.86	-10.84
<b>Net Cash used in Financing activities</b>	<b>129.00</b>	<b>-11.71</b>
<b>Net Change in Cash &amp; Cash Equivalents</b>	<b>-42.46</b>	<b>47.18</b>
Cash and Cash equivalents as at the beginning of the period	158.63	111.46
<b>Cash and Cash equivalents as at the end of the period</b>	<b>116.18</b>	<b>158.63</b>
<b>NOTES:</b>		
1 Cash flow statement has been prepared under the indirect method asset out in the Accounting Standard (AS)		
3."CashFlowStatements"issued under the Companies (Accounting Standard) Rules, 2006.		
2 Figures in bracket indicates cash outflow.		
3 Cash and cash equivalents represent cash and bank balance.		
<p>As per our report of even date,  <b>FOR KANSARIWALA &amp; CHEVLI</b>  Chartered Accountants  Firm Registration No: 0123689W</p> <p>(H.B. Kansariwala)  Partner  Membership No:032429  Peer Review No:011854  UDIN:22032429AJBKZB9371</p> <p>Place: SURAT  Date: May 14,2022</p>		
<p>For FOCUS BUSINESS SOLUTION LIMITED</p> <p>Mohamed Amin  Nathani  Director  DIN:02759560</p> <p>Mohamed Yaseen  Nathani  Director  DIN:02759578</p> <p>Mohammed Ilyas  Shaikh, CFO  PAN:BAOPS4253G</p>		

# FOCUS BUSINESS SOLUTION LIMITED

<p style="text-align: center;"><b>FOCUS BUSINESS SOLUTION LIMITED</b>  <b>(CIN : U74140GJ2006PLC049345)</b>  <b>STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022</b></p> <p style="text-align: right;"><b>(Rs. in Lakh)</b></p>				
Particulars	Figures for the Year ended 31.03.2022		Figures for the Year ended 31.03.2021	
<b>Note: C.1 - Share Capital:</b>	<b>No. of Share</b>	<b>Rs.</b>	<b>No. of Share</b>	<b>Rs.</b>
<b>AUTHORISED:</b>				
Equity Shares of Rs.10 each	<b>23,00,000</b>	<b>230.00</b>	23,00,000	230.00
<b>ISSUED, SUBSCRIBED &amp; FULLY PAID UP:</b>				
Equity Shares of Rs.10 each	<b>22,22,000</b>	<b>222.20</b>	15,80,000	158.00

Particulars	Figures for the Year ended 31.03.2022		Figures for the Year ended 31.03.2021	
<b>Note: C.1-A</b>	<b>No. of Share</b>	<b>Rs.</b>	<b>No. of Share</b>	<b>Rs.</b>
Shares outstanding at the beginning of the year	<b>15,80,000</b>	<b>158.00</b>	7,90,000	79.00
Add : Shares issued during the year	<b>6,42,000</b>	<b>64.20</b>	7,90,000	79.00
Shares outstanding at the end of the year	<b>22,22,000</b>	<b>222.20</b>	15,80,000	158.00
<b>Note: C.1-B</b>				
The Company has only one class of shares i.e. equity shares. All equity shares rank pari passu and carry equal rights with Respect to voting and dividend. In the event of liquidation of the Company, the equity shareholder shall be entitled to Proportionate share of their holding in the assets remaining after distribution of all preferential amounts.				
Particulars	Figures for the Year ended 31.03.2022		Figures for the Year ended 31.03.2021	
<b>Note: C.1-C</b>	<b>No. of Share</b>	<b>% of Holding</b>	<b>No. of Share</b>	<b>% of Holding</b>
Details of Share Holders holding more than 5% of Equity Shares of Rs.10/- each, fully paid:				
Moh. Amin Nathani	<b>3,99,000</b>	<b>17.96</b>	3,99,000	25.25

## FOCUS BUSINESS SOLUTION LIMITED

Moh. Sajid Nathani	80,000	3.60	80,000	5.06
Moh. Yaseen Nathani	10,35,000	46.58	10,35,000	65.51
<b>Note: C.1-D</b>				
4,80,000/- equity shares of Rs.10/- each fully paid up issued as bonus shares in the ratio of 01:48 at par on 14.02.2021.				
7,90,000/- equity shares of Rs.10/- each fully paid up issued as bonus shares in the ratio of 1:1 at par on 06.10.2021.				

### Shares held by promoters at the end of the year 31st March 2022

Sr. No.	Name of Shareholder	No. of Shares held	% of Holding	% Change during the year
1	Moh. Amin Nathani	3,99,000	17.96	-
2	Moh. Yaseen Nathani	10,35,000	46.58	-

### Shares held by promoters at the end of the year 31st March 2021

Sr. No.	Name of Shareholder	No. of Shares held	% of Holding	% Change during the year
1	Moh. Amin Nathani	3,99,000	25.25	-
2	Moh. Yaseen Nathani	10,35,000	65.51	-

### Schedules forming part of the Financial Statements

			(Rs. in Lakh)
Note : c.2 - Reserves and Surplus:	Figures for the Year ended 31.03.2022	Figures for the Year ended 31.03.2021	
<b>SHARE PREMIUM:</b>			
BALANCE AS PER LAST BALANCE SHEET	41.00	120.00	
ADD : EARNED ON ISSUE OF EQUITY SHARES OF RS.10/- EACH	57.78	0.00	
LESS : ISSUED OF BONUS SHARES	0.00	-79.00	



## FOCUS BUSINESS SOLUTION LIMITED

		98.78	41.00	
SURPLUS IN STATEMENT OF PROFIT AND LOSS ACCOUNT:				
BALANCE AS PER LAST BALANCE SHEET		25.97	15.23	
LESS : ISSUED OF BONUS SHARES			0.00	
ADD : PROFIT FOR THE REPORTING PERIOD		18.79	10.74	
		44.75	25.97	
		143.53	66.97	
Note : c.3 - Long Term Borrowings:		Figures for the Year ended 31.03.2022	Figures for the Year ended 31.03.2021	
HDFC CAR LOAN		12.38	0.00	
HDFC CAR LOAN - A/C. 59719400 (Secured by way of hypothecation of Car)		0.00	4.52	
		12.38	4.52	
Note : c.4 - Trade Payable - 31.03.2022	Outstanding for the following periods from due date of payments			
	Less than 1 Yr	1 - 2 Year	2 - 3 Year	More than 3 Yr
a) MSME	0.00	0.00	0.00	0.00
b) Others	0.00	0.00	0.00	0.00
c) Others - retention	0.00	0.00	0.00	0.00
d) Disputed dues - MSME	0.00	0.00	0.00	0.00
e) Disputed dues - Others	0.00	0.00	0.00	0.00

<b>Note : c.4 - Trade Payable - 31.03.2022</b>	<b>Outstanding for the following periods from due date of payments</b>			
	<b>Less than 1 Yr</b>	<b>1 - 2 Year</b>	<b>2 - 3 Year</b>	<b>More than 3 Yr</b>
a) MSME	0.00	0.00	0.00	0.00
b) Others	0.00	0.00	0.00	0.00
c) Others - retention	0.00	0.00	0.00	0.00
d) Disputed dues - MSME	0.00	0.00	0.00	0.00
e) Disputed dues - Others	0.00	0.00	0.00	0.00

<b>Note : c.4 – Trade Payable - 31.03.2021</b>	<b>Outstanding for the following periods from due date of payments</b>			
	<b>Less than 1 Yr</b>	<b>1 - 2 Year</b>	<b>2 - 3 Year</b>	<b>More than 3 Yr</b>

## FOCUS BUSINESS SOLUTION LIMITED

a) MSME	0.00	0.00	0.00	0.00
b) Others	82.88	0.00	0.00	0.00
c) Others - retention	0.00	0.00	0.00	0.00
d) Disputed dues - MSME	0.00	0.00	0.00	0.00
e) Disputed dues - Others	0.00	0.00	0.00	0.00

Note: c.5 - Other Current Liabilities:	Figures for the Year ended 31.03.2022	Figures for the Year ended 31.03.2021
FOR EXPENSES:		
OTHER CURRENT LIABILITIES	5.73	6.90
	5.73	6.90

Note : c.6 - Short-term Provisions:	Figures for the Year ended 31.03.2022	Figures for the Year ended 31.03.2021
ELECTRICITY EXPENSES PAYABLE	0.83	0.70
ESIC PAYABLE	0.00	0.00
KANSARIWALA & CHEVLI	1.44	2.19
PROFESSIONAL TAX PAYABLE	0.13	0.13
PROVIDENT FUND PAYABLE	1.37	1.37
SALARY PAYABLE	10.86	52.76
TDS ON CONTRACT PAYABLE	0.14	0.81
TDS ON PROFESSIONAL PAYABLE	0.24	0.49
TDS ON RENT PAYABLE	0.10	0.06
TDS ON SALARY PAYABLE	3.28	16.38
TELEPHONE BILL PAYABLE	0.36	0.26
	18.74	75.14

# FOCUS BUSINESS SOLUTION LIMITED

## SCHEDULE FORMING PART OF THE ACCOUNTS YEAR ENDED 31.03.2022. Property, Plant & Equipment

Note:c.7	GROSSBLOCK				DEPRECIATION				NETBLOCK	
Particulars	As at 01.04.2021	Addition During the year	Sales/Trans/ Adj.	TOTAL As at 31.03.2022	Up to 31.03.2021	Provided During the period	Sales/Trans/ Adj.	TOTAL As at 31.03.2022	As at 31.03.2022	As at 31.03.2021
AIRCONDITIO	7.69	1.73	0.00	9.42	6.12	0.36	0.00	6.48	2.94	1.57
NERCC TV	1.61	0.00	0.00	1.61	1.45	0.02	0.00	1.48	0.14	0.16
CAMERACOM	97.09	30.97	0.00	128.05	62.96	26.05	0.00	89.00	39.05	34.13
PUTER	14.42	0.38	0.00	14.80	9.75	0.02	0.00	9.77	5.03	4.68
FURNITURE &	11.35	0.00	0.00	11.35	5.22	1.91	0.00	7.13	4.22	6.13
FIXTURESMARUTI	0.88	0.00	0.00	0.88	0.79	0.03	0.00	0.83	0.05	0.09
VITARABREZZAMOBIL	60.68	20.89	0.00	81.57	35.87	9.23	0.00	45.10	36.47	24.81
E	0.61	0.00	0.00	0.61	0.56	0.01	0.00	0.58	0.03	0.05
MOTORCAR	0.41	0.00	0.00	0.41	0.33	0.01	0.00	0.35	0.06	0.07
TELEPHONEPABAXSY										
STELERMACHINE										
<b>Total</b>	<b>194.73</b>	<b>53.96</b>	<b>0.00</b>	<b>248.70</b>	<b>123.06</b>	<b>37.65</b>	<b>0.00</b>	<b>160.71</b>	<b>87.99</b>	<b>71.68</b>

Note: c.8 - Deferred Tax:		Figures for the Year ended 31.03.2022	Figures for the Year ended 31.03.2021
Break up of Deferred Tax Liabilities and Assets into major components of the respective Balance as per the last balances are as under: Balance Sheet			
DEFERRED TAX LIABILITIES	DEPRECIATION	0.00	0.00
DEFERRED TAX ASSETS	DEPRECIATION	5.89	5.81
		<b>5.89</b>	<b>5.81</b>

## FOCUS BUSINESS SOLUTION LIMITED

<b>Note : c.9 - Long Term Loans and Advances:</b>	<b>Figures for the Year ended 31.03.2022</b>	<b>Figures for the Year ended 31.03.2021</b>
AMIBEN G. CHOKSI	<b>0.41</b>	0.41
AMINABANU G. MALEK	<b>0.18</b>	0.18
BSE LTD.	<b>1.22</b>	0.00
JAYANT AJAY KEDAR - NAGPUR	<b>0.30</b>	0.00
LAL BAHADUR SINGH - PUNE OFFICE	<b>0.90</b>	0.00
MOHAMMED ILYAS SHAIKH	<b>0.50</b>	0.00
NAMITA D. SANKHE	<b>1.00</b>	0.00
NAVIGANT CORP. ADVISOR	<b>5.00</b>	
PANKAJ SINGH GUMANSINH RAJ	<b>0.26</b>	0.00
PRELIMINARY EXPENSES	<b>1.50</b>	2.25
PRELIMINARY EXPENSES - IPO	<b>20.35</b>	0.00
PREPAID INSURANCE	<b>1.16</b>	1.19
RAJIV R. KOTIA	<b>0.00</b>	7.00
SABIR GAFUR SIROHA	<b>0.45</b>	0.45
SHREENATH CARS PVT. LTD.	<b>0.00</b>	0.50
	<b>33.21</b>	11.98

<b>Note : c.10 - Trade Receivables:</b>	<b>Figures for the Year ended 31.03.2022</b>	<b>Figures for the Year ended 31.03.2021</b>
(Unsecured) Outstanding for a period exceeding six months from the date they are due for payment.	<b>0.00</b>	0.00
OTHERS - CONSIDERED GOOD (Less than Six Months	<b>88.79</b>	31.51
	<b>88.79</b>	31.51

<b>Trade Receivables ageing schedule as at 31st March, 2022 ( Rs. In Lakhs )</b>					
<b>Particulars</b>	<b>Less than 6 months</b>	<b>6 mt – 1 Yr</b>	<b>1 – 2 Yr</b>	<b>2 – 3 Yr</b>	<b>More than 3Yr</b>
Trade Receivables	88.79	-	-	-	-

## FOCUS BUSINESS SOLUTION LIMITED

Trade Receivables ageing schedule as at 31st March, 2021 ( Rs. In Lakhs )					
Particulars	Less than 6 months	6 mt – 1 Yr	1 – 2 Yr	2 – 3 Yr	More than 3Yr
Trade Receivables	31.51	-	-	-	-

Note : c.11 - Cash and cash equivalents:		Figures for the Year ended 31.03.2022	Figures for the Year ended 31.03.2021
Balances with Banks:			
	AXIS BANK LTD.	55.82	15.80
	BANK OF BARODA	6.85	0.96
	HDFC BANK LTD.	30.90	81.44
	ICICI BANK LTD.	5.24	6.99
	IDFC BANK LTD.	2.60	5.69
	KOTAK MAHINDRA BANK LTD.	3.40	44.95
	STATE BANK OF INDIA	0.34	0.34
Investments:			
	BANK OF BARODA - FIXED DEPOSIT	0.58	0.55
	ICICI BANK LTD. - FIXED DEPOSIT	1.26	1.20
CASH ON HAND		9.20	0.72
		<b>116.18</b>	<b>158.63</b>

Note : c.12 - Short-term loans and advances:		Figures for the Year ended 31.03.2022	Figures for the Year ended 31.03.2021
Balances with Direct Tax / Indirect Tax Authorities:			
	INCOME TAX REFUND (A.Y. 2019-20)	0.00	2.37
	INCOME TAX REFUND (A.Y. 2020-21)	0.00	86.74
	INCOME TAX REFUND (A.Y. 2021-22)	25.69	25.69
	INCOME TAX REFUND (A.Y. 2022-23)	44.67	0.00
	TCS (TAX COLLECTED AT SOURCE)	0.18	0.00

## FOCUS BUSINESS SOLUTION LIMITED

	<b>70.53</b>	<b>114.80</b>

<b>Note : c.13 - Revenue from Operation:</b>	<b>Figures for the Year ended 31.03.2022</b>	Figures for the Year ended 31.03.2021
DETAILS OF GROSS RECEIPTS UNDER BROAD HEADS: PROFESSIONAL FEES	<b>1386.07</b>	1136.57
	<b>1386.07</b>	1136.57

<b>Note : c.14 - Other Income:</b>	<b>Figures for the Year ended 31.03.2022</b>	Figures for the Year ended 31.03.2021
INTEREST ON FIXED DEPOSIT	<b>0.10</b>	0.56
INTEREST ON TDS REFUND	<b>5.87</b>	4.24
	<b>5.97</b>	4.79

<b>Note : c.15 - Employee Benefits Expenses:</b>	<b>Figures for the Year ended 31.03.2022</b>	Figures for the Year ended 31.03.2021
SALARIES AND WAGES		
EMPLOYEE PROVIDENT FUND	<b>8.39</b>	8.54
ESIC	<b>0.03</b>	0.11
SALARY OF STAFF	<b>261.87</b>	223.99
STAFF WELFARE EXPENSES	<b>12.47</b>	21.87
	<b>282.76</b>	254.51

<b>Note : c.16 - Finance Cost:</b>	<b>Figures for the Year ended 31.03.2022</b>	Figures for the Year ended 31.03.2021
BANK LOAN INTEREST	<b>0.72</b>	0.87
BANK LOAN PROCESSING FEES	<b>0.12</b>	0.00
	<b>0.85</b>	0.87

## FOCUS BUSINESS SOLUTION LIMITED

<b>Note : c.17 - Depreciation and Amortization Expenses:</b>	<b>Figures for the Year ended 31.03.2022</b>	<b>Figures for the Year ended 31.03.2021</b>
DEPRECIATION	<b>37.65</b>	41.36
	<b>37.65</b>	41.36

<b>Note : c.18 - Other Expenses:</b>	<b>Figures for the Year ended 31.03.2022</b>	<b>Figures for the Year ended 31.03.2021</b>
ADVERTISEMENT EXPENSES	<b>0.00</b>	0.15
AUDIT FEES	<b>1.30</b>	1.18
BANK CHARGES	<b>0.09</b>	0.03
CLAIM	<b>1.09</b>	1.21
COMPANY LISTING EXPENSES	<b>0.00</b>	0.96
COMPUTER EXPENSES	<b>2.71</b>	2.02
DIRECTOR REMUNERATION	<b>48.00</b>	48.00
ELECTRICITY EXPENSES	<b>7.57</b>	7.39
INSURANCE EXPENSES	<b>3.31</b>	3.12
INTEREST ON TDS PAYABLE	<b>0.03</b>	0.01
IPO EXPENSES	<b>5.09</b>	2.36
JOB WORK EXPENSES	<b>875.09</b>	711.86
LEGAL AND CONSULTING FEES	<b>4.42</b>	0.24
MUNICIPAL TAX	<b>1.07</b>	0.70
NEWSPAPERS AND PERIPHERALS	<b>0.05</b>	0.05
OFFICE EXPENSES	<b>10.77</b>	8.99
POST AND COURIER EXPENSES	<b>1.52</b>	1.10
PRINTING AND STATIONERY EXPENSES	<b>0.75</b>	1.67
PROFESSIONAL TAX	<b>0.02</b>	0.02
RENT EXPENSES	<b>27.11</b>	18.01
REPAIR AND MAINTENANCE	<b>25.33</b>	1.48
ROC FEES	<b>0.75</b>	1.50
TELEPHONE EXPENSES	<b>4.08</b>	3.63
TRAVELLING EXPENSES	<b>21.07</b>	12.45
VEHICLE EXPENSES	<b>4.18</b>	1.98
	<b>1045.40</b>	830.11

# FOCUS BUSINESS SOLUTION LIMITED

## NOTES SCHEDULE TO AND FORMING PARTS OF ACCOUNTS FOR THE YEAR ENDED ON MARCH 31, 2022:

### A. CORPORATE INFORMATION:

**FOCUS BUSINESS SOLUTION LIMITED** is a limited company incorporated under provisions of the Companies Act, 1956. The Company is engaged in the business of recovery agent.

### B. SIGNIFICANT ACCOUNTING POLICIES:

#### (I) **BASIS OF ACCOUNTING:**

The financial statements are prepared under the historical cost convention in accordance with generally accepted accounting practices.

We have conducted audit in accordance with the auditing standards generally accepted in India on a test check basis after obtaining reasonable assurance from the director that the financial statements are free from material misstatement.

All items of material nature as regards financial statements have been accounted on going concern and accrual basis.

#### (II) **REVENUE RECOGNITION:**

Revenue is recognized on the basis of bills raised.

#### (III) **FIXED ASSETS:**

The company has valued its fixed assets at historical cost less depreciation. The rates of depreciation adopted are the rates provided under the Companies Act, 2013. The written down value method has been adopted by the company.

#### (IV) **EMPLOYEE BENEFITS:**

All employee benefits payable wholly within twelve months of rendering services are classified as short-term employee benefits. Benefits such as salaries, wages and bonus etc. recognized as actual amounts due in the period in which employee renders the related services

#### (V) **TAXES ON INCOME:**

Current Tax is determined on the basis of tax payable to the taxation authorities in respect of taxable income for the period.

For the purpose of determining accumulated deferred tax assets in current financial year, depreciation for accounting purposes and for tax purposes are compared and the differences is charged to the revenue reserves, subject to the consideration of prudence.



## FOCUS BUSINESS SOLUTION LIMITED

### D. OTHER DISCLOSURES & INFORMATION:

- 1 The balance of debtors, creditors, unsecured loans and Loans & Advances are subject to confirmation. However, the director has certified the respective balances.
- 2 Expenses for which supporting evidences are not found are duly certified by the directors.
- 3 Previous reporting period's figure have been regrouped / reclassified wherever necessary to correspond with the current reporting period's classifications / disclosure.
- 4 Related Party disclosure in accordance with the Accounting Standard 18 issued by the Institute of Chartered Accountants of India is as under:

Name of related parties with whom the transaction have been made	Description of Relation with party	Nature of Transaction	2021-22 (Amount) Rs.	Amount outstanding as on 31.03.2022 (Rs.)
Amin Nathani	Director	Director's Remuneration	24,00,000	2,480
Yaseen Nathani	Director	Director's Remuneration	24,00,000	16,002
Mohammed Ilyas Shaikh	Chief Financial Officer	Salary	8,67,000	-
Sajid Nathani	Brother of Director	Salary	12,00,000	24,052
Aslam Nathani	Brother of Director	Salary	12,00,000	-
Radha Rameshbhai Gohil	Company Secretary	Salary	2,37,286	-
Nathani Software Pvt. Ltd.	Sister Concern	Purchase	25,24,020	-
Amin Nathani	Director	Rent	1,68,000	14,000
Yaseen Nathani	Director	Rent	3,00,000	25,000

- 5 Earning per Share as required by Accounting Standard (AS – 20):

Particulars	Current Period	Previous Year
Profit after Taxation	18,78,579	10,74,232
Profit attributable to ordinary shareholders	18,78,579	10,74,232
Number of Equity Shares (in nos.)	22,22,000	15,80,000
Issued and subscribed	22,22,000	15,80,000
Number of Potential Equity Shares (under Employees' stock option scheme)	-	-
Total no. of shares including potential equity shares	22,22,000	15,80,000

## FOCUS BUSINESS SOLUTION LIMITED

Basic earnings per Share (Rs.)	0.85	0.68
Diluted earnings per Share (Rs.)	0.85	0.68

### 6 BREAK UP OF AUDITORS REMUNERATION:

<i><b>Particulars</b></i>	<i><b>Current Period</b></i>	<i><b>Previous Year</b></i>
As an Auditor	60,000	50,000
Tax Audit Fees	25,000	25,000
For Income Tax Matters	25,000	25,000
GST	19,800	18,000
<b>Total</b>	<b>1,29,800</b>	<b>1,18,000</b>

### 7 Transactions in foreign currency

C.I.F. Value of Imports: NIL

FOB Value of Exports: NIL

Earning in Foreign Exchange: NIL

### 8 Details of dues to Micro & Small Enterprises under the Micro, Small & Medium Enterprise Development Act, 2006 is as under: NIL

### 9 The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami Property.

### 10 The company is not declared as willful defaulter by any bank or financial Institution or other lender.

### 11 There is no Scheme of Arrangements approved by the Competent Authority in terms of Sections 230 to 237 of the Companies Act, 2013.

### 12 The company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.)

### 13 The company have not traded or invested in Crypto currency or Virtual Currency during the year.

### 14 The company does not have any transactions with companies struck off.

### 15 The company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

## FOCUS BUSINESS SOLUTION LIMITED

- 16 The company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- 17 The company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 18 The Company has not declared any dividend during the financial year under review.
- 19 The provisions of Section 135 of the Companies Act, 2013 are not applicable to the Company, hence details regarding CSR activities are not provided.
- 20 The Company has no borrowings from banks or financial institutions on the basis of security of current assets.
- 21 Section 2(87) of the Companies Act, 2013 regarding number of layers of Companies is not applicable to the Company.
- 22 Disclosures of Ratios:

Sr. No.	Ratio	2021-22	2020-21	% of Variance	Reason for variance
		Ratio	Ratio		
1.	Current Ratio (Times)	11.26	1.85	508.79	Increase in Current assets
2.	Inventory Turnover Ratio (Times)	0.00	0.00	0.00	Not applicable
3.	Trade Receivable Turnover Ratio (Times)	15.61	36.07	-56.72	Due to High Collection of receipt
4.	Trade Payable Turnover Ratio (Times)	0.00	0.00	0.00	Not Applicable
5.	Net Capital Turnover Ratio (Times)	0.00	0.00	0.00	Not Applicable
6.	Debt Equity Ratio (Times)	0.03	0.02	68.61	Increase in equity
7.	Debt Service Coverage (Times)	0.03	0.06	-42.92	Increase in Profit margin
8.	Net Profit Ratio (%)	1.35%	0.94%	43.38	Increase in Profit margin
9.	Return on Capital Employed (%)	5.14%	4.78%	7.57	Not applicable, since variance is less than 25%

## FOCUS BUSINESS SOLUTION LIMITED

10.	Return on Equity ratio (%)	8.45%	6.80%	24.35	Not applicable, since variance is less than 25%
11.	Return on Investment (%)	4.67%	2.72%	71.32	More Profit on Total assets

23 These financial statements are presented in INR and all values are rounded to the nearest lakh (INR '00000), except when otherwise indicated.

Signature to Note A to D.

As per our report of even date,

**For KANSARIWALA & CHEVLI**

Chartered Accountants,

Firm Registration No. 0123689W

**(H. B. Kansariwala)**

Partner

Membership No. 032429

Peer Review No. 011854

**Surat, May 14, 2022**

**For FOCUS BUSINESS SOLUTION LIMITED**

**Mohamed Amin**

**Nathani**

**Director**

**DIN: 02759560**

**Mohamed Yaseen**

**Nathani**

**Director**

**DIN: 02759578**

**Mohammed Ilyas Shaikh**

**(CFO)**

**PAN: BAOPS4253G**

# FOCUS BUSINESS SOLUTION LIMITED

## ATTENDANCE SLIP

**15th Annual General Meeting on Thursday, 29th September, 2022 at 11.30 A.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 15th Annual General Meeting of the Company to be held on Thursday, 29th September, 2022 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.

# FOCUS BUSINESS SOLUTION LIMITED

## 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 15th Annual general meeting, to be held on Thursday, 29th September, 2022 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:

## FOCUS BUSINESS SOLUTION LIMITED

Resoluti on No.	Description	*For	Against
1.	To receive, consider and adopt the audited Balance Sheet as on 31st March 2022 and Statement of Profit & Loss Account for the year ended as on that date, together with the reports of the Board of Directors and Auditors thereon.		
2.	To appoint Mr. Mohamedyaseen Muhammadbhai Nathani (DIN: 02759578) who retires by rotation and being eligible offers himself for re- appointment.		

Signed this \_\_\_\_ day of September, 2022

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.

## FOCUS BUSINESS SOLUTION LIMITED



**FOCUS BUSINESS SOLUTION LIMITED**

**CIN : L74140GJ2006PLC049345**

**703-RajhansComplex, Nr.Kadiwala School,**

**Ring Road,**

**Surat-395002, Gujarat**