



17th October, 2018

To,
The Corporate Services Department,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Sub: Annual Report for the F.Y. 2017-2018

Ref: Scrip Code 540945 (Focus Suites Solutions & Services Limited)

Dear Sir/Madam,

With reference to the above mentioned subject, kindly find enclosed the Annual Report for the F.Y. 2017-2018.

Kindly take the same on your record and oblige.

Thanking You,

Yours Truly,

For Focus Suites Solutions & Services Limited


Suvaiha Shurjil Kharti
Executive Director & COO
DIN: 07855833



Encl: as above

FOCUS SUITES SOLUTIONS & SERVICES LIMITED

Registered Office: 2nd Floor, Kalpak Arcade, No. 46/17, Church Street, Bangalore - 560001, Karnataka
Corporate Office: No. C-108, 1st Floor, Kanakia Zillion, Gateway to BKC, LBS Marg, Kurla West, Mumbai - 400070
Tel./Fax No.: 022-26540725 ♦ **E-Mail :** accounts@focus-suites.com ♦ **Web site :** www.focus-suites.com
CIN No. : U72200KA2006PTC039993

11th Annual Report 2017-2018



“IPO Listing Ceremony of Focus Suites Solutions & Services Limited on 9th February, 2018 on BSE SME Platform”





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CORPORATE INFORMATION

◆ **BOARD OF DIRECTORS**
WHOLE TIME DIRECTOR

Ms. Jyotsana Puri

MANAGING DIRECTOR

Ms. Soniya Singh

EXECUTIVE DIRECTOR

Ms. Suvaiba Khatri

NON EXECUTIVE DIRECTOR

Mr. Rajendra Kumar Sharma

INDEPENDENT DIRECTORS

Ms. Bharathi Ramakrishnan

Ms. Prachee Nag

◆ **CHIEF FINANCIAL OFFER**

Ms. Jyotsana Puri

◆ **COMPANY SECRETARY**

Ms. Nidhi Sharma

◆ **INVESTORS RELATIONS**

Ms. Nidhi Sharma

Tel. No. 022-26540725

Web site: www.focus-suites.com

Email Id: cs@focus-suites.com

◆ **REGISTERED OFFICE**

Focus Suites Solutions & Services Limited

CIN: U72200KA2006PLC039993

2nd Floor, Kalpak Arcade,
No. 46/17, Church Street
Bangalore- 560001.

◆ **CORPORATE OFFICE**

No. C-108, 1st Floor,
Kanakia Zillion, LBS Marg,
Kurla West,
Mumbai- 400070.

◆ **BANKERS**

Axis Bank Limited
ICICI Bank Limited

◆ **REGISTRAR & TRANSFER AGENT**

Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri (East),
Mumbai- 400059.

◆ **AUDITORS**

M/s. Ramanand & Associates,
Mumbai.



DIRECTOR'S MESSAGE

Dear FSPL Family

We are living in a world of rapid socio-economic change driven by innovation, and in this dynamic competitive industry it gives me immense pleasure to see FSPL complete another successful year. The year gone by has been a challenging, exciting, at times a stressful one, but has been underlined by a deep sense of satisfaction. In the past one year FSPL has undergone tremendous transformation thanks to the advancement and introduction of new technology in the service industry. Amidst the entire path breaking changes across the globe our company has scaled new heights with by being listed on the BSE SME. A proud moment for the FSPL family.

The past year has been a very eventful year for both India and our organization. I would like to take this opportunity to thank our shareholders for their support, and guidance throughout the years and for your support during our milestone of being listed on BSE SME. I congratulate all our employees and partners for their belief in the Company, synchronizing with its values and delivering on the promise to our clients. And as we move forward and strengthen our business through innovation and renovation we look to the staunch support from our shareholders and employees. FSPL is very proud of the fact that the company employees, partners and other stakeholders gave their support to ensure another successful year for FSPL. For our team members we hope to create a more dynamic environment for them to flourish and grow with FSPL.

Your Company delivered strong returns this year and is firmly on the growth path. Your company's revenue grew by 75% to Rs 2,696.53 Lakhs and profit after tax jumped to 10.96 % to ₹ 295.91 Lakhs for the financial year ended on 31st March 2018 as compared to previous year. The upcoming years will show greater results for all. Our continuous goal of acquiring talent and technology to serve our client will continue allowing FSPL to reach new heights.

It has been a great honor and privilege to work with FSPL for over a decade. For the future we will continue to move with a strong sense of purpose which will drive strong values to ensure we move forward with more focus and drive to achieve more milestones.



OUR BUSINESS

Focus Suites Solutions & Services Limited (FSPL) is full qualitative fieldwork agency, having presence across 18 major countries in Asia, Middle East and Latin America.

We have dedicated team of project managers who handled the project execution of different fieldwork across various industries like healthcare, automobiles, IT and telecommunications, FMCG, Retail etc.

We are member of ESOMAR and CASRO.

The primary services we offer:-

- A) Qualitative Fieldwork**
- B) Sensorial Fieldwork**
- C) Usability Fieldwork**
- D) Data Acquisition and Data Analysis**

A) Qualitative Fieldwork:-

FSPL is specialized in Qualitative fieldwork, which is a broad methodological approach that encompasses many fieldwork methods. The aim of qualitative fieldwork may vary with the disciplinary background, such as a psychologist seeking to gather an in-depth understanding of human behavior and the reasons that govern such behavior. Qualitative methods examine the why and how of decision making, not just what, where, when, or “who”, and have a strong basis in the field of sociology to understand government and social programs.

Our fieldwork involves looking in-depth at non-numerical data. There are several sources of qualitative data, including archival records, artifacts, participant observation (which can be either covert or overt), interviews, and focus groups etc.

We are specialized in analyzing information conveyed through language and behavior in natural settings. It is used to capture expressive information not conveyed in quantitative data about beliefs, values, feelings, and motivations that underlie behaviors.

We offer variety of methods of data collection in qualitative fieldwork, including observations, textual or visual analysis (eg from books or videos) and interviews (individual or group). However, the most common methods used, particularly in healthcare fieldwork, are interviews and focus groups. Like

consumer it can also be ethnography, immersions etc.

Purpose of Qualitative fieldwork

The purpose of the qualitative fieldwork is to explore the views, experiences, beliefs and/or motivations of individuals on specific matters (eg factors that influence their attendance at the dentist). Qualitative methods, such as interviews, are believed to provide a ‘deeper’ understanding of social phenomena than would be obtained from purely quantitative methods, such as questionnaires.¹ Interviews are, therefore, most appropriate where little is already known about the study phenomenon or where detailed insights are required from individual participants. They are also particularly appropriate for exploring sensitive topics, where participants may not want to talk about such issues in a group environment. At FSPL we join hands with client to provide Qualitative data analysis the process in which we move from the raw data that have been collected as part of the fieldwork study and use it to provide explanations, understanding and interpretation of the phenomena, people and situations which we are studying We begin Analyzing as Data is Being Collected. Qualitative data analysis should begin as soon as you begin collecting the first piece of information. The moment the first pieces of data are collected you should begin reviewing the data and mentally processing it for themes or patterns that were exhibited and with qualitative fieldwork, it doesn’t focus on the numbers or percentages. It digs deeper in to what creates those numbers or percentages. Qualitative fieldwork gives us answers to questions that cannot be answered by a digit.

Types of Methodology used in Qualitative Fieldwork:-

- 1) Focus Group**
 - a) Face to face Focus groups
 - b) Web enabled Focus groups
 - c) Bulletin board focus Groups
 - d) Chat room Focus Groups

Focus groups are excellent for exploratory, qualitative fieldwork. Focus groups involve getting



a group of people together in a room (usually physically, although technology is making virtual, or online focus groups more feasible). These people fit a target demographic (eg “mothers under 40 with an income over \$50k”, “college males who play 8 or more hours of video games a week”, etc.) depending on the product or service in question. Participants are almost always compensated in some way, whether it be a money, coupons, free products, etc. A moderator will guide the discussion, with a goal of getting participants to discuss the topic among themselves, bouncing thoughts off of one another in a natural group setting. Professional focus group rooms will have a one-way mirror on one wall, with a team of observers on the other side. The company or group that commissioned the study can sit-in on the meeting, along with members of the fieldwork team who can take notes without disrupting the participants.

In the “new mouse trap” example, a focus group can reveal all sorts of important mouse trap attributes that might not have been considered otherwise. Focus groups are great tools to use prior to a survey, because it will inform your survey questions to be more specific and targeted. Focus groups can also be beneficial after a survey, as a way to dive very deep into a topic that came up in the survey. For example, an employee satisfaction survey may reveal “cafeteria food” to be a big issue. A follow up focus group with a handful of employees will allow the employer to understand that issue much better (What is the problem with the food? Is it the taste, price, healthiness, temperature, something else?).

2) In depth Interviews

- a) In Person Interviews
- b) Tele-depth Interviews
- c) In shop intercepts / Store Audits.
- d) In home immersions
- e) Ethnographic / Extended Observational Sessions

In depth Interviews are a qualitative fieldwork method, are useful for exploratory fieldwork. To simplify things, think of individual interviews as focus groups with only one participant and one moderator (interviewer). There is a wide spectrum of interviewing formats, depending on the goal of the interview. Interviews can be free flowing conversations that are loosely constrained to a

general topic of interest, or they might be highly structured, with very specific questions and/or activities (eg projective techniques such as word association, fill in the blank, etc.) for the subject.

When we need to dig into a specific issue very deeply, searching for customer problems, understanding psychological motivations and underlying perceptions, etc., we used this methodology. They are either conducted in person at facility or in field.

Telephone interviews are similar to other forms of market fieldwork interview, but are carried out over the phone.

They are similar to a face to face depth interview, with the field team utilizing a topic guide as opposed to a structured questionnaire. The major advantage of performing TDI's are that numerous and geographically disparate respondents can be interviewed relatively easily and cheaply - as opposed to the travel involved if interviewing the same respondents face to face.

In-store interviews get them right when they're deciding what to buy or making a purchase. So everything is fresh in their minds.

We can interview customers in the stores, and let you know just what they're thinking as they make their decision or purchase. In-store interviews also eliminate issues of recall or denial, because we are right at the point of purchase.

Our team of trained, experienced field interviewers regularly conducts thousands of in-store interviews in retail establishments nationwide. In drug stores, convenience stores, restaurants, supermarkets and many other outlets.

3) Shop Along

A shop-along includes an interviewer accompanies a consumer while they browse and shop for items, asking questions as the experience moves along. The interviewer greets the recruited shopper at the door or recruits participants at the door for the market fieldwork. Much like IHUTs, shop-alongs are an excellent methodology for collecting real-time, in the moment, and point-of-purchase (POP) feedback. Retail stores and grocery stores are often the most popular locations for shop-alongs. Shop-alongs work best if the consumer is planning on spending some time in the store as part of a bigger experience



4) Mystery Shopping & Retail Audits.

Mystery Shopping services help you objectively measure the quality of your customers' experience at retail stores, restaurants and service locations such as branches and service centers. We have a panel of qualified mystery shoppers who visit a retail store, restaurant, bank branch or any such location with the objective of measuring the quality of customer experience. These mystery shoppers pretend to be a customer and make careful note of things they have been asked to measure. The data is reported Focus - Suits, who compiles and analyzes data gathered from different locations to help their clients measure and improve their customer experience.

5) Mobile Qualitative Interviews

Mobile qualitative fieldwork allows project managers, moderators, observers and participants to engage in fieldwork from tablets or smartphones, anywhere in the world, so long as there is WiFi or 3G connectivity. Like TDI, it removes the geographical barriers.

We can easily use the mobile fieldwork for ethnography and diaries.

Additional Services:-

1) Transcription Services

Transcription provides accuracy and fast turnaround times for all fieldwork projects. Studies have shown that analyzing text is much easier than analyzing audio, so there is great value in having your fieldwork transcribed. We have highly skilled and seasoned transcribers who can take up the job. We guarantee accuracy and confidentiality. Statistics prove that analyzing is easier when browsed in textual format.

The need for accuracy in market fieldwork is important for the success of the marketing research project or program; Focus-Suits provide a reliable and professional transcription source and also confidentiality of audio and transcript. We have the experience and expertise to transcribe your files to allow for easy perusing and analysis.

2) Report Preparation:-

Writing a final report is an essential part of planning a business and serves as an

organized way to collect and document information about your market or prospective customers. A final report with complete analysis is very much important for the clients to make changes to their marketing process, marketing strategies. These changes can help them to get more business from the time and money spends on marketing.

There are topline report, summary reports and a full reports prepared by Focus-Suites according to the requirements of the clients.

We have dedicated team of Moderator and industry experts to work on the report for the fieldwork conducted for the clients.

3) Note taking

Focus Suites have experience in house note takers for the fieldwork studies. We will provide the good quality and accurate information in the notes.

FieldworkFacilities:-

We have our facilities strategically located at the main centers of the countries where we can easily reach to the respondents like B2B, Customers and Healthcare professions etc.

Facilities are designed to provide a space to conduct and view focus group sessions, one-on-one interviews, triads etc.

Our facilities do provide catering services (for the respondents and for clients), hostess and Audio and Video recording the sessions.

Our facilities are located in most convenient locations, close to the city centre, easily accessible, plenty of free parking, but without struggling in city centre traffic and easily reached by all demographics.

- Remote video access to view and download the session from the comfort of your own office
- Plenty of free parking
- Intimate, relaxed environment
- Catering Facility
- Audio and Video Recording Facility
- Fully equipped
- High internet and wifi



Types of Facilities:-

1) One way mirror Facilities(with Focus Vision Capabilities)

Focus-Suites have FV enabled and non-enabled facilities in major countries. In some of the countries we have more than 2 facilities in main cities of the country ex. India, Indonesia, Thailand, Egypt etc.

The moderator can conduct the discussion in the respondents' room. The clients can observe the live discussion from the back room via a one way mirror or other room via CCTV surveillance and a screen set up etc. . Observation rooms are connected to the focus group setting by a one-way mirror set up. Also there are rest rooms for the clients.

2) Conference Rooms:-

We have the conference rooms for arranging different short meetings and also for small tasks for the market fieldwork. Our professional, friendly service that is second to none. Independent moderator service is available.

B) Sensorial Fieldwork:-

Sensory fieldwork and evaluation is all about taking your product beyond the ability of the general consumer.

We have a highly trained and experienced sensory panel with high sensory acuity.

What is Sensory Evaluation?

We will work with you to determine which sensory method best suits your needs and budget.

- **Quantitative descriptive analysis (QDA)** – we create a list of product attributes to accurately describe the product(s). Panellists then rate all products against the descriptive scales. This generates a profile which can be used to pinpoint product differences.

Difference Testing / Discrimination Testing – accurately measure whether differences between products can be distinguished (through Triangle and R-Index testing).

- **Time Intensity Testing** – measures the strength of individual attributes to describe product characteristics.
- **Shelf life testing**
- **Rapid Profiling** – alternative methods of evaluating ranges (through napping and flash profiling techniques).
- **OptimisationModelling** – a predictive model which generates predicted consumer liking for you category.

Why is Sensory Analysis and Product Testing Important?

We can help you to understand

- Where your product sits in relation to competitors through category mapping (through a full category profile, ideally with every SKU in the category).
- Whether consumers will notice if you adjust the product.
- What is the sensory profile of your product (a sensory blueprint in a language R&D teams can act upon).
- How sensory attributes such as appearance, aroma, flavour, mouthfeel and aftertaste perform
- How to reformulate or change recipe without alienating your consumers (for example, reduce the amount of sodium or sugar in your products)
- How a product's organoleptic properties change over its shelf life (both real time and accelerated)
- How to identify space for new product development through using maps created by sensory profiling
- How to integrate sensory data with consumer results to understand preference drivers at a sensory attribute level
- How to create product improvements in greater detail than from consumer testing alone
- How prototypes, international products or 'wildcard' competitors compare in profile against your product

Our Sensory Fieldwork Facilities:-

We have a fantastic Sensory Science Testing and Fieldwork centers in Asia.



These are equipped with a large central hub kitchen (lots of space for hot and cold food preparation), ovens, chillers and freezers and store rooms.

The following are the features we have our in our facilities:-

- Sensory panelists sit in privacy booths
- lit by 'northern lighting'
- temperature controlled
- humidity controlled
- real time panel monitoring

D65 (6500K) - A light bluish colored light source used in color matching applications of paints, plastics, textiles, raw inks, and other manufactured products.

- It accentuates blue & subdues green & red.
- Commonly used as a primary light source in color measurement instrumentation.
- It is derived from the average of measurements made of light coming in a north facing window in the northern hemisphere on an overcast day at various times through the day at various times throughout the year.

We are very proud of our ability to offer a full product evaluation service, from sensory profiling and analysis, right through to product development, consumer tests and product optimization. Many of the studies we run combine consumer and sensory testing, and our in-house analytics teams examine the results. We use combined data to identify product attributes that drive appeal, consumer association maps and predictive modeling to predict consumer scores based on the sensory data.

Our experience spans many different categories – (frozen, soft drinks, meal solutions, dairy, baby products, snacks, air fresheners, paper products, alcohol) – so we know how important it is to create a bespoke approach based on YOUR category.

C) Usability Facilities and Fieldworks:-

We have incorporated best practices from over few years of experience and developed a mature framework that is optimized for all kinds of UX projects—complex, international or mission-critical. We offer proven design methodology. Our fieldwork is from executive intent and digital strategy to the

final design product—in one unbroken Golden Thread. We often customize this process to suit your organizational needs.

We offer a complete set of UX offerings including UX strategy, innovation, user fieldwork, structural design, detailed design, testing and validation—complete with detailed methods, time estimates and templates. We assure our clients of not just world class UX design consulting, but also stringent quality management processes throughout our operations—from administration through systems support. We understand the challenges of fieldwork successfully for users across multiple cultures or for new markets. Our team employs specialized fieldwork skills to successfully understand and design for the entire ecosystem around users from different cultures and markets, especially emerging markets. A low initial investment in UX can prove costly in the long run—longer development time, designing features customers won't use, failing to create a knowledge base that can be leveraged for future projects, and possibly even rejection by customers.

Our project scopers create the most efficient UX plan for you—to increase efficiency and effectiveness of your process and produce designs that deliver high customer satisfaction within your timeframe. The UX field is complicated. Focus has mature practitioners on the job, with decades of experience. Those experts will ensure that the overall design is solved strategically, with the right structure, and high quality detailed design. We can bring to bear creative solutions that will save you design time and avoid expensive rework. Our experts will work on the project and not just be there for the sales process.

- Focus provides the following services for usability:-
- A high level cross-channel UX fieldwork
- Innovation projects
- Usability testing
- Expert reviews
- Experiments
- Ecosystem fieldwork (sometimes called contextual inquiry)
- Structural design



- Detailed design
- Continuous metrics-based usability improvements
Focus has sufficient UX staff members. These practitioners are less likely to be fully committed or completely familiar with UX practices and tools. A serious UX project cannot rely on the expertise of a few craftspeople. There needs to be oversight and control of the program. Focus-Suites have a project management office to ensure that the work stays on track. We provide quality assurance to ensure solid and consistent design. We are fully capable to take steps to manage the issues that invariably come up. You will want to find a UX firm that can provide a detailed methodology and associated templates. You don't want a vendor that works in an ad hoc manner, or needs to develop their process and templates from scratch. These approaches take time, budget, and staff away from your project. It is important that the firm follows their own methods regularly.

We have a team of experts that the focus of UX work in client domain (eg, UX for medical systems must meet government standards, save lives, and be able to show due diligence if any legal questions arise. Or, in e-commerce, UX should focus on conversion, size of basket, and customer retention). We have defined a series of intense evaluation methods, formed and enhanced over the last few years of our collective experience, aligned to the diverse needs and challenges of projects.

Reviews

Conducted by veteran UX professionals without engaging end users

- Expert UX Review
- Competitive Review

Tests

Conducted with representative customers or actual end users

- Usability Testing
- International Assessments

Expert UX Review

During our Expert UX review, the user is the main point of reference and analysis is done in the context of the business objectives, user's goals and overall experience.

Why do it?

- Get strategic feedback on your user journeys, goals and experience along with detailed design evaluation at any point of your development cycle
- Get rapid and immediate feedback for changes before engaging with end-users
- What do you get?
- A detailed report that lists out potential issues and prioritized recommendations centered on the UX and based on best practices and scientific principles
- A scorecard which provides a reusable framework for evaluating where improvements are most needed before your next release

Expert UX Review detailed consulting sheet

Combine Performance and Persuasion

Competitive Review

What is it?

This method screens competitors' sites against a set of predefined criteria and tasks and provides insights into the competitive landscape.

Focus-Suites and your stakeholders first reach a consensus of which relevant competitors to assess. Next a UX professional reviews the competitors and your existing website or application and presents a detailed report about commonalities and potential areas of improvement.

Why do it?

- Identify the advantages and disadvantages of competing approaches
- Get insights into new features and presentation techniques and generate ideas for unique methods
- Discover what is needed to compete in the same playing field

What do you get?

- A detailed report that lists out potential areas for improvement and alternate approaches
- A scorecard which provides a reusable framework for evaluating where your site or application currently stands against the competition



Usability Testing

What is it?

This method of testing with representative users helps identify ergonomic “bugs,” and recommend precise design solutions and can be implemented throughout the system life cycle. We use a variety of testing techniques to match the deliverable being refined and the type of feedback needed. The most common technique is to identify typical tasks and observe users performing them in our usability lab.

When classical testing is not feasible because of costs and an inability to travel to various locations with technical infrastructure we conduct testing remotely. Remote Usability Testing (RUT) is the breakthrough FOCUS-SUITES has achieved, wherein we successfully run tests across geographies and time zones from our sophisticated remote testing labs in our FOCUS-SUITES offices.

Why do it?

- Confirm the appropriateness of design
- Minimize the need for recoding and redevelopment

What do you get?

- A detailed report that outlines the methods and has an analysis of the results (metrics), along with design recommendations
- Usability Testing detailed consulting sheet

User-centered design

Focus Centered Design philosophy uncovers user’s emotions and conceptual model, uses that to inform the structure and detailed design, and finally validates with actual users to ensure that it meets their growing needs and expectations.

Our 3 step process

- 1) Define the user-interface structure

What is it?

focus successful high-level architecture makes our clients’ sites self-evident, easy to navigate, and visually compelling. This structure is the foundation for design that has the potential of engaging users and helping you meet your business goals, taking into account the three key factors - persuasion, emotion and trust .

Why do it?

- Help users to immediately understand what is available and how to find it
- Achieve persuasiveness and emotional impact while meeting business objectives
- Set the stage for usability testing of the site architecture and subsequent detailed design
- Provide an extensible basis for future development

What do you get?

- A detailed analysis report, showcasing the user’s key drives and blocks, a roadmap diagram of key conversion points and the site strategy
- High-level site flow illustrating the concept and scope of the site framework
- Prototype design of the high-level structure with an initial set of primary and some secondary screens demonstrating the relationship between the structure and its content

- 2) Create detailed design screens and prototypes

What is it?

- Detailed screen design follows naturally from FOCUS-SUITES’s high-level architecture that makes our clients’ sites efficient and easy to navigate. We make sure that the designs fit the users’ tasks, motivate them, and optimize screen performance. The focus is on creating a clear visual hierarchy, making content consumable and using the right interaction controls that map to your user’s conceptual model.

Why do it?

- Translate the persuasion blueprint laid down by the user interface structure into corresponding images, copy and other graphical or interactive elements
- Identify where and how to use design elements in the user flows to have the desired persuasion impact
- Create designs that are visually compelling with a visual language that makes the key pages relatable, prominent and inviting
- Apply field-tested, scientific human factors design principles to achieve a proper blending of effective labeling systems, text presentation and appropriate



use of color to enhance content structure and simplify decision making

What do you get?

- Written report with detailed screen layout
 - Graphically treated pages that incorporate the visually treated persuasive elements
 - High-level site flow illustrating the concept and scope of the site framework
 - Prototype (if required)
- 3) Validate the design concepts

What is it?

- In this phase, we go back to the end-customers/users of your product/service and test the new concept, eliciting from them their feelings around it, whether it is something they would be persuaded to use and if the design is adequate to achieve your business goals.
- This validation is significantly different from a regular usability testing session and the purpose is more about whether users WILL rather than if they CAN.

Why do it?

- Gives us focus and helps us get answers to the important questions in an unbiased way
- Consolidated results that can be used to prioritize the next steps in terms of design

What do you get?

- A detailed analysis report with methods used, results and design recommendations

Omni-Channel UX strategy

If any projects produce incongruent deliverables across customer channels and customer experience does not reflect executive's intent or business goals that time focus have a strategy to resolve it

We help create a cohesive strategic solution that supports a holistic customer experience, incorporates executive intent and aligns with business goals.

The focus-Suites approach

- Start with your executive intent and business goals
- Define what motivates your customers to change their behavior

- Determine what a cross-channel solution that creates a cohesive ecosystem looks like
- Fieldwork what drives your customer's needs and what will limit their engagement
- Create the strategic plan to attain a coherent aligned experience

From vision to customer motivation

Continuous evaluation and enhancement

At FOCUS-SUITES we have developed a scorecard based on the five UX dimensions below that summarizes issues and gives a quantitative metric that can be used to periodically evaluate your design. We evaluate your design and generate a score on a 100-point scale that can be tracked as a benchmark and provides directional indication of progress.

Five UX dimensions

- Navigation and information architecture
- Presentation
- Content
- Interaction
- Value and usefulness

If you can't measure it you can't manage it

Our UX scorecard and dashboard are powerful strategic planning and communication vehicles between UX teams and the business. They provide a common language for business teams to use when discussing where the UX stands against the ideal 100-point score, against their competitors, and against themselves over time.

Focus-Suites' program will guide you towards creating a repeatable and systematic process to monitor your data, benchmark and improve your design and measure the success of UX initiatives.

Usability Testing Labs:-

Focus-Suites have very advance and well equipped UX labs across the major countries.

The advance technic is used which help us to get best output for the research.

We mostly used the one way mirror facilities for these studies. It suited to performance testing because we can better control the test environment.



Our facilities have basic features as follow:-

- Well equipped
- Advance technological support
- High speed internet
- With the neutral environment to provide comfort and ease to respondents

D) Data Acquisition and Analysis:-

Focus - Suites approach to Data Analytics combines the company's long-standing and deeply rooted data fieldwork and manipulation expertise with business consulting, solutioning and predictive modeling techniques, to identify a client's greatest areas of need and opportunity.

APPROACH:

Innovative Delivery Model

Focus- suites' clients gain a unique and innovative advantage that keeps them coming back. Focus- Suites leverages global teams and technology to bring what is needed to deliver a project on time and on budget, via a single point of contact for our clients, simplifying the process while optimizing the resources at hand.

Our senior level project directors are in constant communication with internal teams and our clients, creating a seamless feel to even the most complex global projects. Combined with the select Focus- Suites client relationship executives – your advocates within Focus- Suites — you have a powerful team working to make projects delivered on time and on budget.

Process Driven

A comprehensive, fully-tested and structured process approach is the foundation of Focus- Suites's ability

to deliver good data at high value. We apply high-end project management resources, including use of PERT, CPM and Six Sigma approach, from project planning to delivery where appropriate. Highlights of our structured process include:

- Striving towards COPC compliance and International Quality Guidelines/Norms
- An Advanced SOP defined and documented for each project
- A comprehensive checklist for voice and data quality assessment

Quality You Can Trust

At Focus- Suites, everything we do is focused on delivering the highest quality data. We apply rigorous quality assurance procedures throughout every data project to ensure the integrity of your results. Among the processes, technologies, and quality gates we apply are:

- 100% of telephone survey calls made are recorded
- GALEO which is our proprietary technology for validation of duration and location for all in-person surveying, globally
- Dedicated quality control and quality audit teams for each process and technology domain, with Unit Testing and System Testing by our Data QA team
- Data delivery at 5%, 20%, 50% and 75% of project completion for validation from client and early correction
- Adherence to all federal, state and industry standards and guidelines.



NOTICE

NOTICE is hereby given that the 11th Annual General Meeting of the Members of Focus Suites Solutions & Services Limited will be held on Friday, 28th September, 2018 at 1.00 P.M. at "Hotel Presidency International Airport, Devanahalli - No-22, Sadahalli Gate & Road, Settigere village, Bengaluru, Karnataka – 562157 to transact the following Business:

ORDINARY BUSINESS:

1. Adoption of annual Audited Financial Statements and Report thereon

To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2018 together with the Report of the Board of Directors and Auditors thereon.

2. Appointment of Suvaiba Shurjil Khatri as Director liable to retiring by rotation

To appoint a Director in place of Ms. Suvaiba Shurjil Khatri – Executive Director (DIN: 07855833), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

Explanation: Based on the terms of appointment, executive directors and the non-executive director are subject to retirement by rotation. Ms. Suvaiba Shurjil Khatri, who was appointed on 20th July, 2017 in the current term, and is the longest-serving member on the board, retires by rotation and being eligible, offers herself for re-appointment.

To the extent that Ms. Suvaiba Shurjil Khatri is required to retire by rotation, she would need to be re-appointed as a Director. Therefore, shareholders are requested to consider and if thought fit, to pass the following resolution as an ordinary resolution:

“RESOLVED THAT, pursuant to the provision of Section 152 and other applicable provision of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to the re-appointment of Ms. Suvaiba Shurjil Khatri (DIN: 07855815) as a Director, to the extent that she is required to retire by rotation.”

3. Appointment of Statutory Auditors

To appoint the Statutory Auditor of the Company and to fix the remuneration for the F.Y 2018-19 and in this connection, to consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), pursuant to the proposal of the audit committee of the Board and recommendation of the Board, M/s Ramanand & Associates, Chartered Accountants, Mumbai (Firm Registration No.: 0117776W), be and is hereby appointed as Statutory Auditor of the Company, to hold office for a period of five Consecutive year commencing from the financial year 2018-2019, on a remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company.”

By Order of the Board of Directors
For Focus Suites Solutions & Services Limited

Soniya Singh
Managing Director
(DIN:07936772)

Place : Mumbai,
Date : 24th August, 2018

Registered office:
2nd Floor, Kalpak Arcade,
No. 46/17, Church Street,
Bangalore – 560001

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT PROXY(S) TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY(S) NEED NOT TO 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 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 Limited Companies, Societies, etc., must be supported by an appropriate resolution/ authority, as applicable. Applicable revenue stamp to be affixed on the proxy form.



2. A Statement giving the relevant details of the Directors seeking re-appointment under Item No. 2, of the accompanying Notice is annexed herewith.
3. Members, Proxies and Authorized Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details their DP ID and Client ID/ Folio No.
4. For the convenience of Members and for the proper conduct of the meeting, entry to the place of meeting will be regulated by an Attendance Slip, which is annexed to the proxy form, Members/ Proxies attending the meeting are kindly requested to complete the enclosed Attendance Slip, affix their signature at the place provided thereon and hand it over at the entrance.
5. Shareholders are requested to tender their Attendance Slips at the registration counters at the venue of the AGM and seek registration before entering the Meeting Hall. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to bring your folio number/demat account number/DP ID-Client ID to enable us to give you a duly filled attendance slip for your signature and participation at the meeting.
6. Members are requested to bring Annual Report 2017- 18 along with them to the Annual General Meeting, since extra copies will not be supplied at the Meeting.
7. In case of Joint holder attending the Meeting, only such Joint holder who is higher in the order of names will entitled to vote.
8. A member is entitled to inspect proxies lodged at any time before 24 hours of the time fixed for commencement of the meeting ending with the conclusion of the meeting, provided that not less than three days' notice in writing is given to the company.
9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 and the Registers of Contracts or Arrangements in which the directors are interested maintained under section 189 of the Companies, 2013 will be available for inspection by the members at the AGM.
10. Corporate Members intending to send their authorized representative to attend the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of relevant Board resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
11. The Notice of the Annual General Meeting along with the Annual Report 2017-18 is being sent to those who are members of the Company as on August 24, 2018 (Cut – Off Date) by electronic mode to those Members whose email addresses are registered with Company/ Depositories, unless any member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses physical copies are being sent by the permitted mode. A copy of the Notice of Annual General Meeting along with the Annual Report is also available for download on website of the Company www.focus-suites.com. To support the 'Green initiative' Members who have not registered their email addresses are requested to register the same with Company's Registrar and Transfer Agents, M/s Bigshare Services Private Limited/ Depositories.
12. All the Members are requested to
 - i. Intimate immediately any changes in their address to Company' Registrar and Share Transfer Agent, details of whom are provided below -
M/s Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road, Marol,
Andheri East, Mumbai- 400059 (M.H.)
Tel: 91-022-62638200
E-mail: investor@bigShareonline.com,
Website: www.bigshareonline.com
 - ii. Send all correspondence relating to transfer and transmission of Shares to Registrar and Transfer Agent and not to the Company.
 - iii. Quote their Folio No./ Client ID No. in their correspondence with the Registrar and Share Transfer Agent.
 - iv. Send their queries related to accounts and operations of the Company at least 10 days in advance so the required information can be made available at the meeting.
 - v. Intimate Registrar and Share Transfer Agent, M/s Bigshare Services Private Limited for consolidation of folios, in case having more than one folio.



13. All documents referred to in the accompanying notice are open for inspection at the Registered Office (in electronic mode) and Corporate Office of the Company on all working days, except Saturday and Sunday during working hours.
14. Members holding Shares in dematerialization form are requested to intimate all changes pertaining to their registered email addresses, bank details, NECS, mandates, nominations, power of attorney etc. to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in the Company's records which will help the Company and its Registrar and Transfer Agent, Bigshare Services Private Limited, to provide efficient and better services to the Members. Members holding Shares in physical form are requested to advice such changes to the Company's Registrar and Transfer Agents, Bigshare Services Private Limited.
15. 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 PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar & Transfer Agent.
16. Members holding Shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical Shares and for ease of portfolio management. Members can contact the Company's Registrar and Transfer Agents, Bigshare Services Private Limited for assistance in this regard.
17. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 25th September, 2018 to Friday, 28th September, 2018 (both days inclusive) for purpose of Annual General Meeting.
18. Pursuant to the prohibition imposed vide Secretarial Standard on General Meetings (SS-2) issued by the ICSI and the MCA circular, no gifts/coupons shall be distributed at the Meeting.
19. Company is exempted from conducting E – Voting vide Rule 20(2) of Companies (Management and Administration) Rule, 2014, as amended from time to time. So voting will be conducted by means of ballot paper at the Annual General Meeting.
20. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.



**BRIEF RESUME OF THE DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT
AT THE 11th ANNUAL GENERAL MEETING**

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

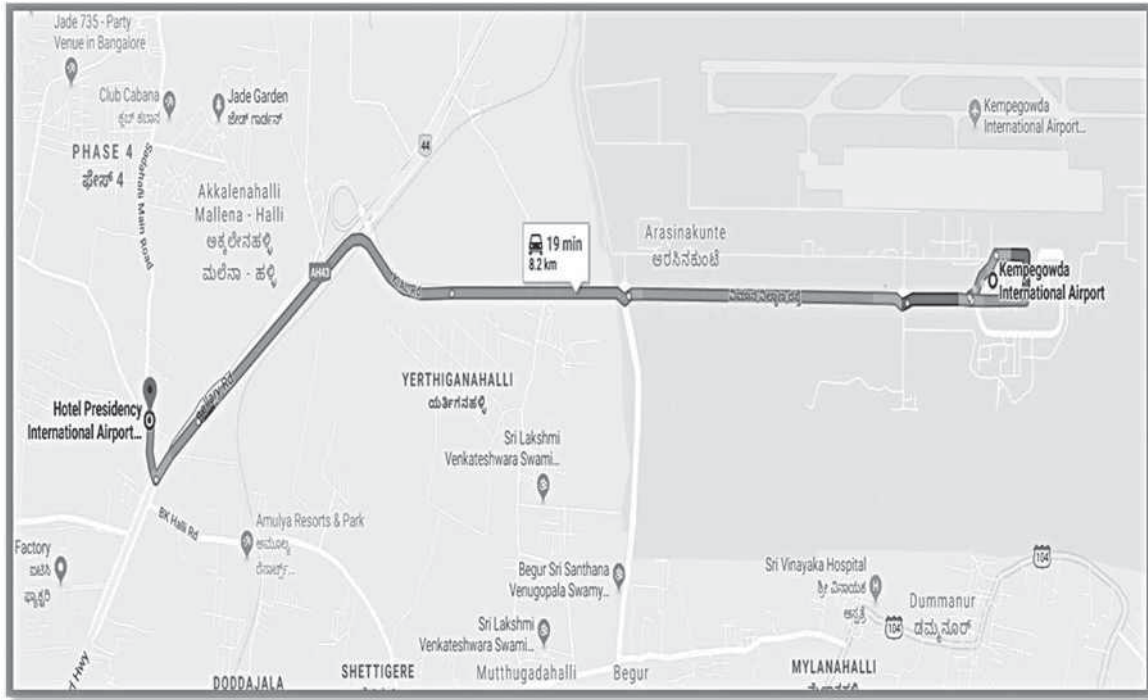
Name	Ms. Suvaiba Shurjil Khatri
DIN	07855833
Designation	Executive Director and COO.
Date of Birth	08 th September, 1988.
Date of First Appointment	20 th July, 2017.
Qualifications	Bachelor's degree in Commerce
Profile	Suvaiba Shurjil Khatri has more than 9 years of experience Market Research industry. She looks after the general administration and operations of the Company. She has expertise in Managing and Accounting Qualitative and Quantitative Research. She handles operations team across India.
Directorships held in other companies	1. Genpop Consumer Research Private Limited. 2. Pure Online Panel Research Services Private Limited.
Memberships / Chairmanships of Committees of other companies.	Nil
Number of Board Meetings attended during FY 2017-18.	18 Meetings
Relationship with other Directors, Key Managerial Personnel.	Not related to any Director/Key Managerial Personnel
Number of shares held in the Company.	Nil
Number of Stock Options.	Nil
Terms and Conditions of appointment/re-appointment.	In terms of Section 152(6) of the Act, Ms. Suvaiba Shurjil Khatri who was appointed as a Executive Director on 20 th July, 2017 is liable to retire by rotation at the Meeting.
Remuneration last Drawn (including sitting fees,if any).	₹ 6,00,000.



ANNEXURE I TO THE NOTICE

ROUTE MAP AND PROMINENT LANDMARK OF THE VENUE OF THE ANNUAL GENERAL MEETING

Venu: "Hotel Presidency International Airport, Devanahalli - No-22, Sadahalli Gate & Road, Settigere village, Bengaluru, Karnataka - 562157.





BOARD'S REPORT

Dear Members,

The Board of Directors are pleased to present the Company's Eleventh Annual Report and the Company's audited financial statements (standalone and consolidated) for the financial year ended March 31, 2018.

1. FINANCIAL SUMMARY

(Amount in ₹)

Particulars	Standalone		Consolidated	
	2017-2018	2016-2017	2017-2018	2016-2017
Revenue from Operations	146,442,785	95,100,974	269,652,643	154,156,304
Other Income	3,09,020	-	3,09,020	-
Total income	146,751,805	95,100,974	269,961,663	154,156,304
Less Total Expenses	118,959,033	80,460,380	229,082,174	134,950,666
Profit or Loss before Tax	27,792,772	14,640,594	40,879,489	19,205,638
Less: Current Tax	76,01,589	4,114,700	10,933,193	5,556,807
Deferred Tax (Liability)/ Asset	25,648	7,10,383	3,55,545	7,08,695
Profit or (Loss) After Tax	20,165,535	9,815,511	29,590,751	12,940,136
Less: Minority Interest Share	-	-	17	30
Profit or (Loss) After Tax and Minority Interest Share	20,165,535	9,815,511	29,590,734	12,940,106
Add: Balance as per last Balance Sheet	27,644,483	17,828,972	29,681,889	17,828,972
Less: Bonus Issue	24,422,080	-	24,422,080	-
Less: Share in Pre Acquisition Profit of Subsidiaries	-	-	18,42,0456	10,87,189
Balance Transferred to Balance Sheet	23,387,938	27,644,483	16,43,0087	29,681,889

2. REVIEW OF OPERATIONS

During the year under review, the Standalone Financial results for the year show a Total Income of ₹ 146,751,805 compared to ₹ 95,100,974 and Standalone Net Profit after tax of ₹ 20,165,535 as compared to ₹ 9,815,511 in the previous year and the Consolidated Financial results for the year show Total Income of ₹ 269,961,663 compared to ₹ 154,156,304 and Consolidated Net Profit after tax of ₹ 29,590,751 compared to ₹ 12,940,136 in the previous year.

Your Directors are optimistic about Company's business and hopeful of better performance with increased revenue in next year. There was no change in the nature of business of Company.

3. DIVIDEND & RESERVE

With a view to provide cushion for any financial contingencies in the future and to strengthen the financial position of the Company, your Directors

have decided not to recommend any dividend for the period under review.

Your Directors do not propose to transfer any amount to the General Reserve for the financial year ended 31st March, 2018

4. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 does not apply as there was no dividend declared and paid last year.

5. CONVERSION OF THE COMPANY

The Company "Focus Suites Solutions & Services Private Limited" originally incorporated and registered under the Companies Act, 1956 as a Private Limited Company bearing CIN U72200KA2006PTC039993 on 18th July, 2006 at Bengaluru, Karnataka.



Subsequently, the Company was converted into a Public Limited Company pursuant to shareholders resolution passed at Annual General Meeting of the Company held on 29th September, 2017 and the name of the Company was changed to Focus Suites Solutions & Services Limited and a fresh certificate of incorporation consequent upon Conversion of Private Company to Public Company dated 16th November, 2017 was issued by Registrar of Companies, Bangalore, Karnataka.

6. LISTING OF EQUITY SHARES ON SME PLATFORM OF BSE LIMITED

At the beginning of the financial year, the Company was an unlisted private Company. The Company has made an Initial Public Offer of 36,08,000 Equity Shares of face value of ₹ 10 each for cash at a price of ₹ 18/- per equity share (including a share premium of ₹ 8 per equity share) ("Offer Price) aggregating to ₹ 64,944,000 ("The Offer"). The Company has successfully completed the Initial Public Offering (IPO) in the current year pursuant to the applicable SEBI Rules and Regulations. The IPO opened on 30th January, 2018 and closed on 01st February, 2018.

The Public Offer of the Company received an encouraging response from the investors and the public issue was oversubscribed. The Equity Shares of the Company have been listed on SME Platform of BSE Limited w.e.f. 9th February, 2018.

7. CHANGE IN SHARE CAPITAL

Following are the changes in Share Capital of the Company during Financial year 2017-2018.

i. BONUS SHARES

During the year under review, the shareholders of the Company were rewarded with Bonus Shares in the proportion of 16 (sixteen) new Equity Share of ₹ 10/- (Rupees ten) each fully paid up for every 1 (one) existing Equity Share of ₹ 10/- (Rupees Ten) each of the Company held by the members as on 8th April, 2017 (i.e. Record Date) which was approved by the members in Extra Ordinary General Meeting held on 7th April, 2017.

Consequently, the paid-up Equity Share Capital of the Company increased to ₹ 2,59,48,460 divided into 25,94,846 Ordinary (Equity) Shares of ₹ 10 each, fully paid-up.

ii. INCREASE IN AUTHORISED CAPITAL

During the year under review and pursuant to approval of the Members of the Company in Extra-Ordinary General Meeting held on 28th April, 2017, your Company Increased its Authorised Share Capital from ₹ 5,00,00,000/- (Rupees Five Crore) divided into 50,00,000/- (Rupees Fifty Lakhs) Equity Shares to ₹ 15,00,00,000/- (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifteen Lakhs only) Equity Shares of ₹ 10/- (Rupees Ten only).

iii. PREFERENTIAL ISSUE:

During year under review, and pursuant to approval of the Members of the Company in the Extra-Ordinary General Meeting held on 28th April, 2017, the Company had issued and allotted 16,34,125 equity shares of face value of ₹ 10/- each at a price ₹ 18/- each (including premium of ₹ 8 per Share) to Promoter and 41,12,000 equity shares of face value of ₹ 10/- each at a price ₹ 15/- each (including premium of ₹ 5 per Share) to Non promoters on preferential basis. (Pre –IPO Allotment).

Consequent to the aforesaid allotment, the share capital of the Company stands increased to ₹ 9,74,19,710 divided in 97,41,971 equity shares of ₹ 10/- each, fully paid-up.

*Additional Information

The Board of Directors in its Meeting held on 7th April, 2018 had approved to issue and allot upto 1,95,000 equity shares of face value of ₹ 10/- each at a price of ₹ 50 (Rupee Fifty Only) (including premium of ₹ 40 (Rupee Forty only) on preferential basis.

The company has received the approval from the members of the Company in the Extra Ordinary General Meeting held on 7th May, 2018 and also In principle approval was received from BSE limited.

However, the proposed allottees to the preferential issue to whom the offer/invitation was made, had not subscribed to the issue within the time limit as prescribed under Regulation 74 of the SEBI (ICDR) Regulations, 2009 and other applicable act, rule etc.

iv. INTIAL PUBLIC OFFERING (IPO)

During year under review, the Company have issues and allotted 36,08,000 equity shares of face value of ₹ 10/- each at a price ₹ 18/- each



(including premium of ₹ 8 per Share) on 7th February, 2018 through Initial Public Offering.

Consequent to the aforesaid allotment, the share capital of the Company stands increased to ₹ 13,34,99,710 divided in 1,33,49,971 equity shares of ₹ 10/- each, fully paid-up.

8. USE OF PROCEEDS

i. INTIAL PUBLIC OFFER

The Proceed raised from the Intial Public Issue (IPO) of the Company has been utilized for the object as stated in the prospectus dated 18th January, 2018. For the detail please refer note 27 to financial statements.

ii. PREFERENTIAL ISSUE

The proceeds from the preferential issue has been utilised for the object as stated in the explanatory statement to the Notice for the Extra-Ordinary General Meeting held on 28th April, 2017.

9. MANAGEMENT DISCUSSION & ANALYSIS REPORTS

Management Discussion & Analysis Report has been separately furnished in the Annual Report.

10. FINANCE

Cash and Bank Balance as at 31st March, 2018 was ₹ 98,067,513.

The Company continues to focus on judicious management of its working capital, receivable and other working capital parameters were kept under strict check through continuous monitoring.

11. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Particulars of loans given, Investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the standalone financial statement which is attach to this report.

13. INTERNAL CONTROL SYSTEM AND RISK MANAGEMENT

The Company has established a well-defined process of risk management, wherein the identification, Analysis and assessment of the various risks, measuring of the probable impact of such risks, formulation of risk mitigation strategy and implementation of the same takes place in a structured manner. Though the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the Company. Necessary internal control systems are also put in place by the Company on various activities across the board to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of the resources.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The provisions of Section 134(m) of the Companies Act, 2013 is not applicable to our Company as the Company does not own any manufacturing facility.

(a) Conservation of energy

(i)	the steps taken or impact on conservation of energy	Company's operation does not consume significant amount of energy.
(ii)	The steps taken by the Company for utilizing alternate sources of energy	Not applicable, in view of comments in clause (i)
(iii)	the capital investment on energy conservation equipment's	Not applicable, in view of comments in clause (i)

(b) Technology Absorption : Not Applicable

(i)	the effort made towards technology absorption	
(ii)	the benefits derived like product improvement cost reduction product development or import substitution	



(iii)	in case of imported technology (important during the last three years reckoned from the beginning of the financial year)	
	(a) the details of technology imported	
	(b) the year of import;	
	(c) whether the technology been fully absorbed	
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	
(iv)	the expenditure incurred on Research and Development	

(c) Foreign Exchange Earnings and Outgo

(Amount in ₹)

	Current Year	Previous year
Foreign Exchange earnings (inflow)*	14,30,93,265	7,21,59,170
Foreign Exchange outgo (outflow)	11,49,664	68,64,805

* The above inflow earnings amounts includes accrued and due receivable also.

15. INDUSTRIAL RELATION

During the year under review, your Company enjoyed cordial relationship with clients and employees at all levels.

16. CHANGE OF REGISTERED OFFICE:

During the year under review, the Company has shifted its Registered office from its present location at 715, I Floor, I Main, Indiranagar I Stage, Bangalore -560038, Karnataka to 2nd Floor, Kalpak Arcade, No. 46/17, Church Street, Bangalore - 560001, Karnataka within the local limit of the town with effect from 1st July, 2017.

17. DETAILS OF DIRECTORS / KMP / APPOINTED / RESIGNED DURING THE YEAR:

Executive Director

The Board of Directors have appointed Ms. Jyotsana Puri (DIN: 07855815) and Ms. Suvaiba Shurjil Khatri (DIN: 07855833) as Additional Directors on 20th July, 2017. Their appointment was approved by the shareholders of the Company in their Tenth Annual General Meeting held on 29th September, 2017 as the Directors of the Company.

The Board of Directors have appointed Ms. Soniya Singh (DIN: 07936772) as Additional Directors on 23rd October, 2017. Their appointment was approved by the shareholders of the Company in their Tenth Annual General Meeting held on 29th September, 2017 as the directors of the Company.

Mr. Sandip Bhatia and Mr. Sagar Bait ceased to the Directors of the Company w.e.f. 24th November, 2017. The Board of Directors wishes to place on record their appreciation for contribution made by them during the tenure as a Director.

Change in Designation

During the year under review, the following changes in designation of the Directors were effected:

Pursuant to approval of the Members of the Company in the Extra-Ordinary General Meeting held on 21st November, 2017, designation of Ms. Soniya Singh (DIN: 07936772) has been changed from Director to Managing Director. She has been appointed as Managing Director for the period of Five Years effective from 21st November, 2017 to 20th November, 2022 and liable to retire by rotation.

Pursuant to approval of the Members of the Company in the Extra-Ordinary General Meeting held on 21st November, 2017, designation of Ms. Jyotsana Puri (DIN: 07855815) has been changed from Director to Whole-Time Director. She has been appointed as Whole-Time Director for the period of five years effective from 21st November, 2017 to 20th November, 2022 and liable to retire by rotation.

Independent Director and Non-Executive Director

The Company have appointed Ms. Prachee Nag (DIN: 07346921) and Bharathi Ramakrishnan (DIN: 07163880) as Independent Director and



Mr. Rajendra Kumar Sharma (DIN: 06879460) as Non-Executive Director of the Company w.e.f. 21st November, 2017. The appointment of the above Directors was approved by the Shareholders of the Company in their Extra-Ordinary General meeting held on 21st November, 2017. All the Independent Directors have been appointed to hold the office for 5 (five) consecutive years till the year 2022.

Key Managerial Personnel

The Board have appointed following Key managerial Personnel pursuant to section 203 of the Companies Act, 2013:

Ms. Jyotsana Puri (PAN No. ANUPB7144B) has been appointed as Chief Financial Officer of the Company w.e.f. 21st November, 2017.

Ms. Nidhi Sharma (PAN No. DBXPS2670K) has been appointed as the Company Secretary & Compliance Officer of the Company w.e.f. 18th November, 2017 by the Board of Directors in their meeting held on 18th November, 2017.

Director Retiring by Rotation

Pursuant to Section 152 of the of the Companies Act, 2013 and in accordance with Articles of Association of the Company, Ms. Suvaiba Shurjil Khatri –Executive Director (DIN:07855833) of the Company is liable to retire by rotation in the ensuing Annual General Meeting and being eligible offers herself for re-appointment. The Board of Directors recommends her re-appointment

18. COMPOSITION OF BOARD AND STATUTORY COMMITTEES FORMED THEREOF

Board of Directors:

Category	Name of Director
Executive and Non Independent Director	Ms. Jyotsana Puri - Whole-Time Director Ms. Soniya Singh - Managing Director Suvaiba Shurjil Khatri- Executive Director
Non-Executive and Independent Director	Ms. Prachee Nag - Independent Director Ms. Bharathi Ramakrishnan - Independent Director

Audit Committee:

The Company has constituted an audit committee (“Audit Committee”), as per section 177 of the Companies Act 2013 vide resolution passed in the meeting of the Board of Directors dated November 23, 2017. The constituted Audit Committee comprises following members:

Sr. No.	Name of the Director	Status	Nature of Directorship
1.	Bharathi Ramakrishnan	Chairperson	Independent Director
2.	Prachee Nag	Member	Independent Director
3.	Rajendra Kumar Sharma	Member	Non Executive Director

The Company Secretary and Compliance Officer of the Company would act as the Secretary to the Audit Committee.

Nomination And Remuneration Committee:

Our Company has constituted a Nomination and Remuneration Committee in accordance section 178 of Companies Act 2013. The constitution of the Nomination and Remuneration Committee was approved by a Meeting of the Board of Directors held on November 23, 2017. The said committee is comprised as under:

The Nomination and Remuneration Committee comprises the following Directors:

Sr. No.	Name of the Director	Status	Nature of Directorship
1.	Prachee Nag	Chairperson	Independent Director
2.	Bharathi Ramakrishnan	Member	Independent Director
3.	Rajendra Kumar Sharma	Member	Non- Executive Director

The Company Secretary of our Company shall act as a Secretary to the Nomination and Remuneration Committee.

Stake Holders Relationship Committee:

The Company has constituted a shareholder / investors grievance committee (“Stakeholders’



Relationship Committee”) to redress complaints of the shareholders. The Stakeholders Relationship Committee was constituted vide resolution passed at the meeting of the Board of Directors held on November 23, 2017.

The Stakeholder’s Relationship Committee comprises the following Directors:

Sr. No.	Name of the Director	Status	Nature of Directorship
1.	Prachee Nag	Chairperson	Independent Director
2.	Bharathi Ramakrishnan	Member	Independent Director
3.	Rajendra Kumar Sharma	Member	Non Executive Director

The Company Secretary and Compliance Officer of the Company shall act as the Secretary to the Stakeholder’s Relationship Committee

19. DECLARATION OF INDEPENDENT DIRECTORS

The Company has received necessary declaration from all the Independent Directors under Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

20. PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES

A formal evaluation of the performance of the Board, its Committees, the Chairman and the individual Directors was led by Nomination & Remuneration Committee, the evaluation was done using individual interviews covering amongst other vision, strategy and role clarity of the Board. Board dynamic and processes, contribution towards development of the strategy, risk management, budgetary controls, receipt of regular inputs and information, functioning, performance & structure of Board Committees, ethics & values, skill set, knowledge & expertise of Directors, leadership etc.

As part of the evaluation process the performance of Non- Independent Directors, the Chairman and the Board was done by the Independent Directors. The performance evaluation of the respective Committees and that of independent and Non Independent Directors was done by the

Board excluding the Director being evaluated. The Directors expressed satisfaction with the evaluation process.

21. MEETINGS OF THE BOARD

Thirty Nine meetings of the Board of Directors were held during the year. The intervening gap between the meetings was within the period prescribed under Companies Act, 2013 and as per Secretarial Standard-1.

22. DIRECTORS RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanation obtained by them, your Directors make the following statements in terms of the Section 134(3)(c) of the Companies Act, 2013:

- (i) That in the preparation of the annual financial statements for the year ended March 31, 2018, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (ii) That such accounting policies, as mentioned in the Financial Statements as ‘Significant Accounting Policies’ have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and of the profit of the Company for the year ended on that date;
- (iii) That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the annual financial statements have been prepared on a going concern basis;
- (v) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- (vi) That proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

**23. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES**

During the year under review, the Company has 2 Subsidiaries as on the date of the Report.

1. GENPOP CONSUMER RESEARCH PRIVATE LIMITED (GENPOP)

During the year under review, the GENPOP a subsidiary of the Company, have achieved a turnover of ₹ 33,132,790 as compared to ₹ 14,971,315 in previous year. The profit after tax stood at ₹ 4,119,076 as against profit after tax of ₹ 16,02,397 in the previous year.

2. PURE ONLINE PANEL RESEARCH SERVICES PRIVATE LIMITED (POP)

During the year under review, the POP a subsidiary of the Company, have achieved a turnover of ₹ 90,077,068 as compared to ₹ 45,809,015 in previous year. The profit after tax stood at ₹ 5,306,140 as against profit after tax of ₹ 1,522,230 in the previous year.

The statement containing the salient features of the financial statement of subsidiary/ associate/ joint venture companies as per section 129(3) of the Act is provided in form AOC-1 is attached as “Annexure A” which forms part of this report.

The Company do not have any associates or joint venture as on date of this report.

24. RELATED PARTY TRANSACTIONS

All the related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large.

During the year under review, the Company has not entered into any materially significant related party transactions which may have potential conflict with the interest of the Company at large. Suitable disclosures as required are provided in AS-18 which is forming the part of the notes to the Financial Statement. As a part of compliance the NIL Particulars of contract or arrangements with related parties is annexed herewith in Form AOC 2 as “Annexure - B”.

25. EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 134(3) (a) of the Companies Act, 2013, Extract of the Annual Return in MGT -9 for the Financial Year ended March 31, 2018 made under the provisions of Section 92(3) of the Act and rule 12(1) of the Companies (Management and Administration) Rules, 2014, is attached as “Annexure C” which forms part of this Report.

26. MERGERS, ACQUISITIONS AND DIVESTMENT

There was no merger, Acquisitions and Divestment done by the Company during the period under review.

27. CODE OF CONDUCT

The Board of Director has approved a Code of Conduct which is applicable to the Members of the Board of Directors and all the employees in the course of day to day business operations of the Company.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealing and in particulars on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

28. NOMINATION AND REMUNERATION POLICY

The policy on nomination and remuneration of Directors, Key Managerial Personnel and other employees has been formulated in terms of the provision of The Companies Act, 2013 and SEBI (LODR) Regulation, 2015 in order to pay equitable remuneration to the Directors, Key Managerial Personnel and employees Company and to harmonise the aspiration of human resources consistent with the goals of the Company.

The remuneration policy is aimed at rewarding performance based on review of achievements on a regular basis. The components of the total remuneration vary for different levels and are governed by Industry pattern, practice, qualification and experience of the employees and responsibilities handled by them. The objectives of the remuneration policy are to motivate and encourage the employees to deliver higher performance and to recognize their contribution.



29. WHISTLE BLOWER POLICY / VIGIL MECHANISM

During the year, your Directors have constituted a Whistle Blower Policy / Vigil mechanism policy for the Company to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company's code of conduct of the Company.

30. COMMITTEE AND POLICY UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has set up an Internal Complaints Committee to redress complaints received regarding sexual harassment. Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

31. STATUTORY AUDITORS

During the year under review, M/s Rishi Sekhri & Associates, Chartered Accountants (Firm Registration No.: 128216W) has resign w.e.f. 3rd April, 2018 as Statutory Auditor, as the firm is not having valid peer review certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India in order to meet the requirement of Regulation 33 of SEBI (LODR) Regulation 2015.

Therefore pursuant to Section 139 of the Companies Act, 2013, based on recommendation of the Board in its meeting held on 7th April, 2018 and approval of members of the Company in the Extra-Ordinary General Meeting held on 7th May, 2018, M/s Ramanand & Associates, Chartered Accountants (Firm Registration No.: 0117776W) was appointed as Statutory Auditors of the Company to hold the office from 7th April, 2018, until the conclusion of the ensuing Annual General Meeting of the Company and that they shall conduct the Statutory Audit for the period ended 31st March, 2018 on such remuneration as may be fixed by the Board of Directors in consultation with them.

The Audit committee of the Company has proposed, and on 29th May, 2018, the Board of Directors of the Company has recommended the appointment of M/s Ramanand & Associates, Chartered Accountants (Firm Registration No.: 0117776W)

as the Statutory Auditors of the Company. The firm will hold office for period of five consecutive years from the conclusion of the 11th Annual General Meeting of the Company scheduled to be held on 28th September, 2018, till the conclusion of the 16th Annual General Meeting to be held in the year 2023, subject to the approval of the shareholders of the Company.

M/s Ramanand & Associates, Chartered Accountants (Firm Registration No.: 0117776W), have given certificate and written consent as required in terms of Section 139(1) of the Companies Act read with Rule 4 of the Companies (Audit and Auditors) Rules, 2014.

In pursuant to Companies Amendment Act, 2017, enforced on 7th May, 2018 by Ministry of Corporate Affairs, the appointment of statutory auditor is not required to be ratified at every annual general meeting.

The Members will be requested, to authorize the Board of Directors to fix their remuneration.

In this connection, the attention of the Members is invited to Item No. 2 of the Notice of the ensuing Annual General Meeting to consider and approve the appointment of the Statutory Auditors of the Company.

32. SECRETARIAL AUDITOR

In terms of Section 204 of the Companies Act, 2013 and Rules made there under, the Board had appointed M/s. Anil Hingad & Co., Company Secretaries (C.P No. - 13801) to conduct the Secretarial Audit of the Company for Financial Year ended 31st March, 2018.

The Secretarial Audit Report for the financial year ended March 31, 2018 issued by M/s. Anil Hingad & Co., Company Secretaries forms part of this report and is appended as "Annexure-D".

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

33. INTERNAL AUDITOR

In terms of Section 138 of the Companies Act, 2013 and Rules made there under, M/s. Rishi Sekhri and Associates, Chartered Accountants, Mumbai have been appointed as an Internal Auditors of the Company for Financial Year 2017-2018. During the year under review, the Company continued to



implement his suggestions and recommendations to improve the control environment. Their scope of works includes, review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas.

34. COST AUDIT

Provision of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 are not applicable to the Company during the period under review.

35. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

There are no qualifications, reservations or adverse remarks made by the Auditors in their report except outstanding statutory dues of Rs 46.13 Lakhs as on March 31, 2018 for a period of more than six months from the date they became payable. The Board is trying to maintain utmost financial discipline and avoid delay in payment of statutory dues.

36. ANNUAL RETURN

Annual Return shall be placed on www.focus-suites.com within the time prescribed under the Companies Act, 2013 for filing the Annual Return from the date of conclusion of the Annual General Meeting.

37. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There are no material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements related and on the date of this report.

During the year under review, the financial position of the company was satisfactory.

38. PARTICULARS OF EMPLOYEES

There was no employee who was employed throughout the year or part thereof and in receipt of remuneration aggregating to Rs 1,02,00,000/- p.a or more or who was employed for part of the year and in receipt of remuneration aggregating to Rs 8,50,000/- p.m or more.

PARTICULARS AS PER RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

The details related to employees and their remuneration as required under Section 197(12) and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are mentioned in "Annexure E" to this Board's Report. Disclosure under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company as no employee falls under the threshold provided therein.

39. CORPORATE GOVERNANCE

The Company being listed on the Small and Medium Enterprise platform is exempted from provision of corporate governance as per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence no corporate governance report is disclosed in this Annual Report. However we have complied with the relevant provision of the Companies Act, 2013 and rules thereunder with regards to formation of committees.

40. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	Number of shareholders to whom shares were transferred from suspense account during the year	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year
NIL	NIL	NIL	NIL



41. CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 of the Companies Act, 2013 regarding constitution of Corporate Social Responsibility (CSR) Committee and spending of at least 2% of average net profit are not applicable to the Company.

42. SECRETARIAL STANDARD:

The Board of Directors confirms that the applicable provisions of the Secretarial Standards on 'Meetings of the Board of Directors', have been duly followed by the Company.

43. ACKNOWLEDGEMENTS

The Board of Directors wish to place on record their appreciation for support extended by the bankers, business associates, clients, consultants, auditors,

shareholders and the employees of the Company for their co-operation and support.

The Board of Directors would also like to place on record their sincere appreciation for the co-operation received from the Local Authorities and all statutory and/or regulatory bodies.

For and on behalf of the Board of Directors

Soniya Singh
(Managing Director)
DIN: 07936772

Mumbai, 24th August, 2018



FORM AOC -1

(Pursuant to first proviso to sub section (3) of section 129 read with rule 5 of Companies (Accounts), Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

PART “A”:- SUBSIDIARY

Sr. No.	Particulars	FY 2017-2018	FY 2017-2018
1	Name of the Subsidiary	GENPOP CONSUMER RESEARCH PRIVATE LIMITED	PURE ONLINE PANEL RESEARCH SERVICES PRIVATE LIMITED
2	Acquired on	6 th August, 2016	6 th August, 2016
3	Country of Incorporation	India	India
4	Reporting Period	01-04-2017 to 31-03-2018	01-04-2017 to 31-03-2018
5	Reporting Currency & Exchange Rate	INR	INR
6	Share Capital	5,523,810	5,616,130
7	Reserve & Surplus	21,828,450	34,552,110
8	Total Assets	29,415,932	51,059,649
9	Total Liabilities	2,063,672	10,891,409
10	Details of Investments	-	-
11	Turnover	33,132,790	90,077,068
12	P/(L) before Tax	5,899,330	7,187,386
13	Provision for Taxation Including Deferred Tax	1,780,254	1,881,246
14	P/(L) after Tax from	4,119,076	5,306,140
15	Proposed Dividend	NIL	NIL
16	% of Shareholding	99.99%	99.99%

1. Name of Subsidiaries which are yet to commence operations:- NIL
2. Name of subsidiaries which have been liquidated during the Year 2017-18 :- NIL

PART “B”:- JOINT VENTURES

(Statement pursuant to section 129(3) of the Companies Act, 2013 related to Associate companies and Joint Ventures)

1. **Name of Joint Ventures which are yet to commence operations:-** NIL
2. **Name of Joint Ventures which have been liquidated during the Year 2017-18 :-** NIL

For and on behalf of the Board of Directors

Soniya Singh
(Managing Director)
DIN: 07936772

Mumbai, 24th August, 2018



FORM 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 proviso thereto.

1. Details of contracts or arrangements or transactions not at arm’s length basis: Not Applicable

- (a) Name(s) of the related party and nature of relationship:
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts / arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any-
- (e) Justification for entering into such contracts or arrangements or Transactions
- (f) Date(s) of approval by the Board
- (g) Amount paid as advances, if any
- (h) Date on which the special resolution was passed in general meeting as required under first Proviso to section 188

2. Details of material contracts or arrangement or transactions at arm’s length basis: NIL

- (a) Name(s) of the related party and nature of relationship:
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts / arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any-
- (e) Justification for entering into such contracts or arrangements or Transactions
- (f) Date(s) of approval by the Board
- (g) Amount paid as advances, if any
- (h) Date on which the special resolution was passed in general meeting as required under first Proviso to section 188

For and on behalf of the Board of Directors

Soniya Singh
(Managing Director)
DIN: 07936772

Mumbai, 24th August, 2018



FORM NO. MGT – 9

EXTRACT OF ANNUAL RETURN AS ON FINANCIAL YEAR ENDED ON March 31, 2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION AND OTHER DETAILS:

1.	CIN	U72200KA2006PTC039993
2.	Registration Date	18/07/2006
3.	Name of the Company	Focus Suites Solutions & Services Limited
4.	Category/Sub-category of the Company	Company Limited by Shares/Indian Non- Government Company
5.	Address of the Registered office & Contact details	2 nd Floor, Kalpak Arcade, No. 46/17, Church Street, Bangalore, Karnataka - 560001
6.	Whether listed Company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai- 400059 (M.H.) Tel No.: +91- 022-62638200 Email: investor@bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the Company shall be stated)

Sr. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1.	Market Research	7320	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN /GLN	Holding/Subsidiary/ Associate Companies	% of shares held	Applicable Sections
1.	Pure Online Panel Research Services Private Limited	U72200KA2010PTC052728	Subsidiary Company	99.99 %	2(87) (ii)
2.	Genpop Consumer Research Private Limited	U74999KA2011PTC059302	Subsidiary Company	99.99 %	2(87) (ii)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2017]				No. of Shares held at the end of the year [As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	1,52,637	1,52,637	99.99	42,28,954	0	42,28,954	31.68	(68.31)
d) Bank/FI	0	0	0	0	0	0	0	0	0
e) Any other (spcified as under)	0	0	0	0	0	0	0	0	0
SUB TOTAL: (A) (1)	0	1,52,637	1,52,637	99.99	42,28,954	0	42,28,954	31.68	(68.31)



Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2017]				No. of Shares held at the end of the year [As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) Individuals (NRIs/ Foreign Individual)	0	0	0	0	0	0	0	0	0
b) Bodies Corp.	0	0	0	0	0	0	0	0	0
c) Banks/FI	0	0	0	0	0	0	0	0	0
d) Any other...	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	0	1,52,637	1,52,637	99.99	42,28,954	0	42,28,954	31.68	(68.31)
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central/State Govt(s)	0	0	0	0	0	0	0	0	0
d) Venture Capital Funds	0	0	0	0	0	0	0	0	0
e) Insurance Companies	0	0	0	0	0	0	0	0	0
f) FIs	0	0	0	0	0	0	0	0	0
g) Foreign Venture Capital Investor	0	0	0	0	0	0	0	0	0
h) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
i) Foreign Portfolio Investors (Corporate)	0	0	0	0	0	0	0	0	0
(j) Alternate Investment Funds	0	0	0	0	0	0	0	0	0
(j) Others (Individuals)	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0	4,00,000	0	4,00,000	3.00	3.00
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital up to ₹ 1 lakh	0	1	1	0.01	12,07,925	48,017	12,55,942	9.41	9.41
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	0	0	57,79,076	12,75,999	70,55,075	52.85	52.85
c) Others (specify)									
i) Non Resident Indians	0	0	0	0	40,000	0	40,000	0.30	0.30
ii) Foreign Nationals	0	0	0	0	0	0	0	0	0
iii) Clearing Member	0	0	0	0	3,70,000	0	3,70,000	2.77	2.77
iv) Trusts	0	0	0	0	0	0	0	0	0
v) Foreign Bodies	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(2):	0	1	1	0.01	77,97,001	13,24,016	91,21,017	68.32	0
Total Public Shareholding (B)= (B) (1)+(B)(2)	0	1	1	0.01	77,97,001	13,24,016	91,21,017	68.32	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	1,52,638	1,52,638	100	1,20,25,955	13,24,016	1,33,49,971	100	0

Note: 1. During the year under review,

- (i) the Company has issued and allotted the 24,42,208 bonus shares of face value ₹ 10/- each on 12th April, 2017 in the ratio 1:16.
- (ii) the Company have issued and allotted 16,34,125 equity shares of face value of ₹ 10/- each at a price ₹ 18/- each (including premium of ₹ 8 per Share) to Promoter and 41,12,000 equity shares of face value of ₹ 10/- each at a price ₹ 15/- each (including premium of ₹ 5 per Share) to Non promoters on preferential basis. (Pre –IPO Allotment).
- (iii) the Company have issues and allotted 36,08,000 equity shares of face value of ₹ 10/- each at a price ₹ 18/- each (including premium of ₹ 8 per Share) on 7th February, 2018 through Initial Public Offering and in view of the same the paid up shares stands increased from 1,52,638 equity shares of ₹ 10/- each to 1,33,49,971 equity shares of ₹ 10/- each.



B) Shareholding of Promoters

Sr. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	
1.	Majestic Market Research Support Services Limited	1,52,637	99.99	0	42,28,954	31.68	0	(68.31)
	Total	1,52,637	99.99	0	42,28,954	31.68	0	(68.31)

C) Change in Promoters' Shareholding:

Sr. No	Name	Shareholding at the beginning of the year (As on April 1, 2017)		Transactions during the year		Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
		No. of Shares	% of total Shares of the Company	Date of Transaction	No. of shares	No. of shares	% of total Shares of the company
1.	Majestic Market Research Support and Services Limited (MMRSS)*						
	At the beginning of the year (01.04.2017)	1,52,637	99.99			1,52,637	1.143%
	Bonus Allotment			12-Apr-2017	24,42,192	25,94,829	18.294%
	Preferential Allotment			09-Jun-2017	28,000	26,22,829	0.210%
	Preferential Allotment			13-Jun-2017	1,40,000	27,62,829	1.049%
	Preferential Allotment			16-Jun-2017	1,43,556	29,06,385	1.08%
	Preferential Allotment			13-July-2017	1,13,333	30,19,718	0.85%
	Preferential Allotment			19-July-2017	2,79,556	32,99,274	2.09%
	Preferential Allotment			20-July-2017	2,59,911	35,59,185	1.95%
	Preferential Allotment			21-July-2017	2,73,889	38,33,074	2.05%
	Preferential Allotment			24-July-2017	3,38,300	41,71,374	2.53%
	Preferential Allotment			26-July-2017	3,52,835	45,24,209	2.64%
	Preferential Allotment			27-July-2017	2,69,220	47,93,429	2.02%
	Preferential Allotment			28-July-2017	2,24,000	50,17,429	1.68%
	Preferential Allotment			29-July-2017	3,77,800	53,95,229	2.83%
	Preferential Allotment			31-July-2017	2,34,725	56,29,954	1.76%
	Transfer to Rajendra Kumar Sharma			10-Aug-2017	(7,02,000)	49,27,954	(5.26)%
	Transfer to Rajendra Kumar Sharma			24-Oct-2017	(2,35,000)	46,92,954	(1.76)%
	Transfer to Rajendra Kumar Sharma			25-Oct-2017	(4,64,000)	42,28,954	(3.48)%
	At the end of the year (31.03.2018)					42,28,954	31.68

Note: 1. The change in no. of shares and % of total shares of the Promoter between 01-04-2017 to 31-03-2018 is on account of allotment of (i) bonus equity shares in the ratio of 1:16 and (ii) allotment of shares on Preferential Basis to Majestic Market Research Support Services Limited (Promoter) and (iii) Transfer of equity shares of MMRSS to Mr. Rajendra Kumar Sharma on 10th August, 2017, 24th October, 2017 and 25th October, 2017.



D) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

For Each of the Top 10 Shareholders		Shareholding at the beginning of the year (01-04-17)		Increase/ Decrease in No. of shares	Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
Sr. No	Name	Number of Shares	% of total shares of the company		Number of Shares	% of total shares of the company
1	RAJENDRA KUMAR SHARMA*					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			1,401,000	1,401,000	
	Decrease In Shareholding during the year (Selling of Shares)			0	0	
	At the end of the year				1,401,000	10.49
2	SANJAY POPATLAL JAIN (HUF)					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			735,000	735,000	
	Decrease In Shareholding during the year (Selling of Shares)			0	0	
	At the end of the year				735,000	5.51
3	KAMLABAI POPATLAL JAIN					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			6,15,667	6,15,667	
	Decrease In Shareholding during the year (Selling of Shares)			(16,000)	5,99,667	
	At the end of the year				5,99,667	4.49
4	LIFETOUCH TRADING PVT. LTD.					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			5,33,333	5,33,333	
	Decrease In Shareholding during the year (Selling of Shares)			0	0	
	At the end of the year				5,33,333	4.00
5	POPATLAL TARACHAND JAIN (HUF)					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			4,66,334	4,66,334	
	Decrease In Shareholding during the year (Selling of Shares)			0	0	
	At the end of the year				4,66,334	3.49



For Each of the Top 10 Shareholders		Shareholding at the beginning of the year (01-04-17)		Increase/ Decrease in No. of shares	Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
Sr. No	Name	Number of Shares	% of total shares of the company		Number of Shares	% of total shares of the company
6	POPATLAL TARACHAND JAIN					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			3,49,000	3,49,000	-
	Decrease In Shareholding during the year (Selling of Shares)			(16,000)	3,33,000	-
	At the end of the year				3,33,000	2.49
7	PANTOMATH STOCK BROKERS PRIVATE LIMITED					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			2,48,000	2,48,000	
	Decrease In Shareholding during the year (Selling of Shares)			(40,000)	208,000	
	At the end of the year				208,000	1.56
8	PINKY POPATLAL JAIN					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			208,000	208,000	
	Decrease In Shareholding during the year (Selling of Shares)			(8,000)	200,000	
	At the end of the year				200,000	1.50
9	RAJU JAYANTILAL JAIN					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			166,667	166,667	-
	Decrease In Shareholding during the year (Selling of Shares)			0	0	
	At the end of the year				166,667	1.25
10	MUKESH GUPTA					
	At the beginning of the year	0	0			
	Increase In Shareholding during the year (Buying of Shares)			166,667	166,667	
	Decrease In Shareholding during the year (Selling of Shares)			0	0	
	At the end of the year				166,667	1.25

Note: Change in % of shareholding at the end of the year in comparison with at the beginning of the year is due to issue and allotment of shares through Preferential Basis (Pre-IPO) and Initial Public offering.

*The Majestic Market Research Support Services Limited have transfer 1,401,000 equity shares of face value of ₹ 10/- each at a price ₹ 18/- each (including premium of ₹ 8 per Share) on 10th August, 2017, 24th October, 2017 and 25th October, 2017.



E) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Increase/ Decrease in No. of shares	Cumulative Shareholding during the Year	
		Number of Shares	% of total shares of the company		Number of Shares	% of total shares of the company
1.	SANDIP BHATIA*					
	At the beginning of the year -01.04.2017	0	0	0	0	0
	At the end of the year -31.03.2108	0	0	0	0	0
2.	SAGAR BAIT**					
	At the beginning of the year -01.04.2017	0	0	0	0	0
	At the end of the year -31.03.2108	0	0	0	0	0
3.	JYOTSANA PURI*** (Whole-Time Director)					
	At the beginning of the year -01.04.2017	0	0	0	0	0
	At the end of the year -31.03.2108	0	0	0	0	0
4.	SONIYA SINGH^ (Managing Director)					
	At the beginning of the year -01.04.2017	0	0	0	0	0
	At the end of the year -31.03.2108	0	0	0	0	0
5.	SUVAIBA SHURJIL KHATRI ^^ (Executive Director)					
	At the beginning of the year -01.04.2017	0	0	0	0	0
	At the end of the year -31.03.2108	0	0	0	0	0
6.	RAJENDRA KUMAR SHARMA ^^^ (Non-Executive Director)					
	At the beginning of the year -01.04.2017	0	0	0	0	0
	At the end of the year -31.03.2108	0	0	0	0	0
7.	PRACHEE NAG # (Independent Director)					
	At the beginning of the year -01.04.2017	0	0	0	0	0
	At the end of the year -31.03.2108	0	0	0	0	0



Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Increase/ Decrease in No. of shares	Cumulative Shareholding during the Year	
		Number of Shares	% of total shares of the company		Number of Shares	% of total shares of the company
8.	BHARATHI RAMAKRISHNAN ## (Independent Director)					
	At the beginning of the year -01.04.2017	0	0	0	0	0
	At the end of the year -31.03.2108	0	0	0	0	0

Note:

* Sandip Bhatia has resign as Director w.e.f. 24th November, 2017

** Sagar Bait has resign as Director w.e.f. 24th November, 2017

*** Jyotsana Puri has been appointed as Director w.e.f. 20th July, 2017

^ Soniya Singh has been appointed as Director w.e.f. 23rd November, 2017

^^ Suvaiba Shurjil Khatri has been appointed as Director w.e.f. 20th July, 2017

^^^ Rajendra Kumar Sharma has been appointed as Non-Executive Director w.e.f. 21st November, 2017

Prachee Nag has been appointed as Independent Director w.e.f. 21st November, 2017

Bharathi Ramakrishnan has been appointed as Independent Director w.e.f. 21st November, 2017

V. INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amount in ₹)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	9,910,141	26,619,293	-	36,529,434
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	9,910,141	26,619,293	-	36,529,434
Change in Indebtedness during the financial year				
* Addition	-	11,734,700	-	11,734,700
* Reduction	(6,554)	(38,353,993)	-	(38,360,547)
Net Change	(6,554)	(26,619,293)	-	(26,625,847)
Indebtedness at the end of the financial year				
i) Principal Amount	9,903,587	-	-	9,930,587
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	9,903,587	-	-	9,930,587



VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in ₹)

Sr. No	Particulars of Remuneration	Name of Directors					Total Amount
		Ms. Jyotsana Puri (Whole Time Director and CFO)	Ms. Soniya Singh (Managing Director)	Ms. Suvaiba Shurjil Khatri – Executive Director	Sandip Bhatia (Director)	Sagar Bait (Director)	
1	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9,06,933	2,60,000	6,00,000	3,75,000	0	21,41,933
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0	0	0
2	Stock option	0	0	0	0	0	0
3	Sweat Equity	0	0	0	0	0	0
4	Commission						
	- as % of profit	0	0	0	0	0	0
	- others (specify)	0	0	0	0	0	0
5	Others, please specify	0	0	0	0	0	0
	Total (A)	9,06,933	2,60,000	6,00,000	3,75,000	0	21,41,933
	Ceiling as per the Act	Within Schedule V of the Act	Within Schedule V of the Act	Within Schedule V of the Act			

B. Remuneration to other director

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Ms. Bharathi Ramakrishnan	Ms. Prachee Nag	
1	Independent Directors			
	Fee for attending Board Committee Meetings	0	0	0
	Commission	0	0	0
	Others, please specify	0	0	0
	Total (1)	0	0	0
2	Other Non-Executive Directors			
	Fee for attending Board Committee Meetings	0	0	0
	Commission	0	0	0
	Others, please specify	0	0	0
	Total (2)	0	0	0
	Total (B)=(1+2)	0	0	0
	Total Managerial Remuneration	0	0	0



C. Remuneration to Key Managerial Personnel Other than MD/MANAGER/WTD

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	
		Company Secretary	Total
1	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	1,20,000	1,20,000
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission	0	0
	- as % of profit	0	0
	others, specify	0	0
5	Others, please specify	0	0
	Total	1,20,000	1,20,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. Company					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
B. Director					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
C. Other Officers in Default					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0

For and on behalf of the Board of Directors

Soniya Singh
(Managing Director)
DIN: 07936772

Mumbai, 24th August, 2018



Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
FOCUS SUITES SOLUTIONS & SERVICES LIMITED
(CIN: U72200KA2006PLC039993)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **FOCUS SUITES SOLUTIONS & SERVICES LIMITED** bearing **CIN: U72200KA2006PLC039993** (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 Company’s 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 February 09, 2018 to March 31, 2018 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 made available to us and maintained by the Company for the period February 09, 2018 to March 31, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (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;
- (iv) Foreign Exchange Management Act, 1999 (‘FEMA’) and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment; the Company has not accepted External Commercial Borrowing (ECB), hence ECB guidelines is not applicable to the Company.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:-
 - (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, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) 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;
 - (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vii) The Company is engaged in the business of market research and hence there are no specific laws applicable to the industry to which the Company belongs, as per the view of the management.



Further Following laws were not applicable to the Company during the Audit period:

- 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, 2015;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d. 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; and
- e. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

Further, I report that I have also examined compliance with the applicable clauses of the following:

- I. Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India.
- II. The Listing Agreement entered into by the Company with the BSE Limited. Hence, compliance of clauses of Listing Agreement is applicable to the Company.

During the period under review, Company has listed its Equity Shares on Bombay Stock Exchange under BSE - Small and Medium Enterprises with effect from February 09, 2018.

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 was given to all directors at least seven days in advance to schedule the Board Meetings. Agenda and detailed notes on agenda were sent 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.

Decisions at the Board Meetings, as represented by the management, were taken unanimously.

I further report that as represented by the Company and relied upon by me that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the Company had following events which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.:

1. Company has issued shares through Initial Public Offer on Bombay Stock Exchange – Small and Medium Enterprise platform.
2. Companies Status has been changed from Unlisted to Listed, but the same has not been updated with The Registrar of Companies, Bangalore. As represented and relied thereupon by us, Company is in the process of changing the status with The Registrar of Companies, Bangalore.

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

For Anil Hingad & Co.
Company Secretaries

CS Anil Hingad
Proprietor
Membership No.: A35849
COP No.: 13801

Date : August 24, 2018
Place : Thane



'Annexure A'

To,
The Members,
FOCUS SUITES SOLUTIONS & SERVICES LIMITED
(CIN: U72200KA2006PLC039993)

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. The Verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
7. 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 Anil Hingad & Co.
Company Secretaries

CS Anil Hingad
Proprietor
Membership No.: A35849
COP No.: 13801

Date : August 24, 2018
Place : Thane



“Annexure E to Board’s Report”

DETAILS OF THE REMUNERATION OF DIRECTORS, KMP’S AND EMPLOYEES

{Pursuant to 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) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2017-18, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2017-18 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the Performance of the Company are as under:

Sr. No	Name of Director / KMP and Designation	Remuneration of Director/ KMP for FY 2017-18 (Amount in Rs)	% Increase in Remuneration in the FY 2017-18	Ratio of Remuneration of each Director to median remuneration if employees	Comparison of the Remuneration of the KMP against Performance of the Company
1	Ms. Jyotsana Puri (Whole Time Director and Chief Financial Officer)	9,06,933	(0.56)%	4.68:1	Profit Before Exceptional items and Tax Increased by 89.83 % and Profit After Tax Increased by 105.45% on Standalone Basis.
2	Ms. Soniya Singh (Managing Director)	2,60,000	#	1.34:1	
3	Ms. Suvaiba Khatri (Executive Director)	6,00,000	#	3.10:1	
4	Ms. Nidhi Sharma (Company Secretary)	1,20,000	#	0.62:1	

Details are not provided as appointments were made during the FY 2017-18.

- 2) The median remuneration of employees of the Company during the Financial Year was ₹ 1.94 Lakhs. In the FY 2017-18, the median remuneration of employees was 5.3% lesser compared to previous year.
- 3) There were 18 permanent employees on the Payroll of the Company as on 31 March 2018.
- 4) The explanation on the relationship between average increase in Remuneration and Company performance:
The median remuneration has not increased in line with increase in profits mainly on account of improved productivity achieved through judicious spend on manpower including recruitments and promoting a performance based culture.
- 5) (a) Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year.

Particulars	As on 31-03-2018	As on 31-03-2017	Variation
Market Capitalization (Rs in Lakhs)	40.45	NA	NA
P/E Ratio	8.61	NA	NA

- b) Percentage increase over/decrease in the market quotation of the shares of the Company in comparison to the rate at which the Company came out with last public offer.

Sr. No.	Particulars	Value
1	Market Price as on 31/03/2018	₹ 30.20
2	Rate at which equity shares were offered to public at Intial Public Issue (IPO)	₹ 18.00
3	Increase / Decrease (in %)	67.78%



- 6) Average percentage increase 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 managerial remuneration:

There is no average percentage increase made in the salaries of employees other than the managerial Personnel except variable pay of employees which is linked with performance of Company. Whereas the total Managerial Remuneration for the same period was increased by 107% and there were no exceptional circumstances for increase in the Managerial Remuneration.

- 7) Comparison of Remuneration of the Key Managerial Personnel(s) against the Performance of the Company:

Name of KMP's	Designation	% of Revenue	% of PBT
Ms. Jyotsana Puri	Whole Time Director and Chief Financial Officer	0.62%	3.26%
Ms. Soniya Singh	Managing Director	0.18%	0.94%
Ms. Suvaiba Khatri	Executive Director	0.41%	2.16%
Kajal Sudani	Company Secretary	0.08%	0.43%

As the Company is in its nascent stage and listed in February 2018 so the KMP's are drawing less remuneration compared with the performance of Company and industry trend. The Total Remuneration of Key Managerial Personnel Increased by 107% from ₹ 9.12 Lakhs in 2016-17 to ₹ 18.87 Lakhs in 2017-18 whereas the Profit before Exceptional Items and Tax Increased by 89.83% from ₹ 146.41 Lakhs in 2016-17 to ₹ 277.93 Lakhs in 2017-18 on Standalone Basis.

- 8) The key parameters for any variable component of Remuneration availed by the Directors are considered by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee as per the Remuneration Policy of the Company.
- 9) The Ratio of the Remuneration of the highest paid Director to that of the Employees who are not Directors but receive Remuneration in excess of the highest paid Director during the year: There are no such cases wherein any employee received Remuneration in excess of the highest paid Director.
- 10) Affirmation that the Remuneration is as per the Remuneration Policy of the Company:

It is hereby affirmed that the Remuneration paid is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors

Soniya Singh
(Managing Director)
DIN: 07936772

Mumbai, 24th August, 2018



MANAGEMENTDISCUSSIONANDANALYSISREPORT

Industry Overview

The global annual revenue of the market research industry is estimated around 45 billion dollars. The MR industry is seeing a gradual and consistent growth. Meanwhile in India, the revenue grew from 602 Million USD (2008) to 1178 million USD (2018).

The industry overview services study reveals 2017 has seen a lot of technological advances in the field of MR work and the impact has been for good.

Currently Europe and US lead the industry overall, other countries like China , Brazil, Russia and India have seen an increased demand for services related to market research, And FSPL plans to leverage this new demand and ensure more business and increase bottom lines.

Company Overview

Your company is full qualitative fieldwork agency having headquarter in Mumbai. The Primary Services we offer includes Qualitative Fieldwork, Sensorial Fieldwork, Usability Fieldwork & Data Acquisition and Data Analysis.

Opportunities and Threats:

The country has retained its position as the third largest start-up base in the world as per a report by NASSCOM. Real GDP growth slowed to 7.1 % in FY16/17 from 8 % in FY15/16, and to 5.7 % in Q1 FY17/18. However, it is expected to bounce back to an annual rate of 7.0%.

Despite the domestic economic sluggishness, India so far has had a good international financial situation. The country's export growth rate has been on an increase in FY 16/17. India's Foreign Direct Investment (FDI) inflows reached US\$ 208.99 billion till December 2017.

Segment wise performance:

We are doing significant amount of projects related to Data Acquisition, Data Analysis & Fieldwork and substantial investments in data resources / panel.

The current financial year has been quite fruitful for the company in terms of business and increased margins.

Internal Control Systems and their Adequacy:

For Internal Financial Control Systems efficient policies and procedures are adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, 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.

Financial Performance with respect to Operational Performance:

During financial year 2017-2018, your company has earned Profit After Tax (PAT) of Rs 295.91 Lakhs as compared to Rs 129.40 Lakhs in previous Year.

Particulars	FY 2017-18	FY 2016-17
Revenue (In Lakhs)	2,696.53	1,541.56
EBITDA Margin (%)	22.06	18.17
Profit After Tax (%)	10.96	8.39
EPS (₹)*	3.51	5.02
Book Value Per Share (₹)*	20	18

*Computed after considertaion of Bonus Issue.

Industrial Relations front:

During the Financial year 2017-18, your company maintained cordial and harmonious relations at all levels of the organization.

Material developments in Human Resources:

The company has always recognized its Human assets as a critical and therefore, considers high importance to human resource development for the growth of the company. It selectively handpicks candidates of positive qualities and flair aptitude. Apart from recruitments, the company also takes various initiatives to enhance and train the current assets to amplify their potential.

The key criterion that we have looked at adding people was sector specialists or vertical leaders. Adding these verticals via these personnel is what results in additional revenue stream. This is a key part of the organic strategy for MRSS.

Outlook of the Company

Your company, member of ESOMAR and CASRO is full qualitative fieldwork agency having headquarter in Mumbai. The Global Market Research Industry produces \$45 billion in revenue each year. Although Europe and the United States lead the industry overall, other countries such as China, Brazil, Russia, and India are experiencing increasing demand for services related to market research and because of our continuous effort to ensure we provide the best level of service to our clients we see an increase in our repeat business, however we do not depend on this . FSPL commits to approaching and making new clients month on month We trust that,



we have created strong footprints by working with top most market research companies and with some big corporates.

Risks and Concerns:

Technology Risk: Technology is continuously changing and we need to ensure that we constantly incorporating same new and existing service offerings to compete effectively in market place. If we are not able to successfully complete the development and introduction of new services, including new managed services, in a timely manner, the business could be adversely affected. We rely on a combination of in-house development and third-party technology licensing and/or acquisition to bring the new services to market. In either case, it is important that we are able to obtain any necessary third party intellectual property rights on a cost effective basis.

If another person holds the technology that is necessary for us to provide our services, under a patent or other intellectual property right, a license for the use of that technology may have to be negotiated. The negotiations may not arrive at a price that is acceptable. The existence of such patents or other intellectual property rights, or the inability to negotiate a license at an acceptable cost, for any such technology, could effectively hinder our ability to provide services using that particular technology.

Operating Risks: We have making significant investments and will continue to need investments for newer technologies & solutions and working capital for high value projects, which may stretch liquidity and create execution risks. Operations and profitability may be adversely affected if the funding required for the plans is relatively more expensive or delayed.



INDEPENDENT AUDITOR'S REPORT

To
The Members of
FOCUS SUITES SOLUTIONS & SERVICES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **FOCUS SUITES SOLUTIONS & SERVICES LIMITED**, which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The management and Board of Directors of the Company are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, 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 Companies (Accounts) Rules, 2014. This responsibility 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; design, implementation and maintenance of adequate internal financial controls, that are 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan

and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements, that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's management and Board of Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our knowledge and according to the information and explanations given to us, the said financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- i. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2018.
- ii. In the case of Statement of Profit and Loss, of the profit for the year ended on that date and
- iii. In the case of Cash Flow statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the **Companies (Auditor's Report) Order, 2016** ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure "A"** statement on the matters Specified in paragraphs 3 and 4 of the Order.



Further to our comments in the Annexure referred to above and as per Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid standalone Balance Sheet and Profit and Loss account dealt with by this report comply with the Accounting Standards referred to in Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014
- e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, 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) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information as required by the Rule 11 of the Companies (Audit and Auditors) Rules, 2014 in the manner so required and give a true and fair view and are in conformity with the accounting principles generally accepted in India.

For **Ramanand & Associates**
Chartered Accountants
Firm Registration No.: 117776W

CA Ramanand Gupta
Managing Partner
M. No. 103975

Place: Mumbai
Date: 29th May, 2018

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2018:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
(b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- 2) In our opinion and according to the information and explanation given to us, since, the company does not hold any inventories, the provisions of clause is not applicable.
- 3) The Company has not granted loans, secured or unsecured to companies, firms, Limited Liability partnership or other parties covered in the Register maintained under section 189 of the Act,
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.



7) In respect of Statutory Dues :

According to the records of the Company, the Company is regular in depositing with appropriate authorities, undisputed statutory dues including Income Tax, other taxes, cess and statutory dues applicable to it as explained to us by the management. According to the information and explanations given to us, no undisputed amounts payable in respect of Income - Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty, Cess were outstanding as at 31st March, 2018 for a period of more than six months from the date those became payable except as mentioned below.

Nature of Dues	Amount (₹ in Lakhs)
Income Tax FY 2016-17	46.13

8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.

9) Based upon the audit procedures performed and the information and explanations given by the management, the company had Raised ₹ 649.44 Lakhs through Initial Public Issue (IPO) by way of fresh issue of 36,08,000 Equity Shares at ₹18/- each (including share premium of ₹ 8/- each per share). The Purpose of the IPO and its actual utilisation as at 31st March, 2018 is mentioned as below

(₹ in Lakhs)

Particulars	Proposed Utilisation	Actual Utilisation
Investment in Subsidiaries	468.00	468.00
Issue Expenses	75.00	75.00
General Corporate Purpose	106.44	106.44
Total	649.44	649.44

There is no deviation/variation of IPO Proceeds from the objects as stated in Prospectus.

10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For Ramanand & Associates
Chartered Accountants
Firm Registration No.: 117776W

CA Ramanand Gupta
Managing Partner
M. No. 103975

Place: Mumbai
Date: 29th May, 2018



Annexure B to Independent Auditors' Report

Referred to in paragraph 10(f) of the Independent Auditors' Report of even date to the members of **Focus Suites Solutions & Services Limited** on the financial statements for the year ended March 31, 2018

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of **Focus Suites Solutions & Services Limited** ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. 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 Act.

Auditors' Responsibility

3. 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 deemed to be prescribed under section 143(10) of the Act 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 ICAI. 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.

4. 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.
5. 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.

Meaning of Internal Financial Controls over Financial Reporting

6. 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

7. 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

8. 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 March 31, 2018.

However the company does not have appropriate system manuals or predefined standard operation procedure to maintain the efficacy and effectiveness of the internal financial controls throughout the year. Thus the company does not have formal internal financial control over financial reporting based on our verification.

For Ramanand & Associates
Chartered Accountants
Firm Registration No.: 117776W

CA Ramanand Gupta
Managing Partner
M. No. 103975

Place: Mumbai
Date: 29th May, 2018



BALANCE SHEET AS AT 31ST MARCH 2018

Particulars	Note No.	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	133,499,710	1,526,380
(b) Reserves and Surplus	3	103,625,807	41,928,213
		237,125,517	43,454,593
(2) Non-Current Liabilities			
(a) Long-term borrowings	4	-	-
(b) Deferred tax liabilities (net)	5	185,857	160,210
		185,857	160,210
(3) Current Liabilities			
(a) Short-term borrowings	6	9,903,587	36,529,434
(b) Trade payables	7	797,607	2,108,784
(c) Other current liabilities	8	1,575,388	10,261,483
(d) Short-term provisions	9	14,921,924	7,454,022
		27,198,506	56,353,724
TOTAL		264,509,880	99,968,527
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets	10		
(i) Tangible assets		9,803,647	8,617,614
(ii) Intangible assets		12,259,272	6,808,870
(b) Deferred tax assets (net)	5	-	-
		22,062,919	15,426,484
(2) Non - current investements			
	11	61,710,118	14,710,110
		61,710,118	14,710,110
(3) Current Assets			
(a) Short term loans and advances	12	18,114,815	19,326,983
(b) Trade receivables	13	57,228,417	44,912,030
(c) Cash and Bank Balance	14	98,067,513	526,094
(d) Other current assets	15	7,326,099	5,066,826
		180,736,844	69,831,933
TOTAL		264,509,880	99,968,527
Significant Accounting Policies	1		
The accompanying notes form an integral part of financial statements			

As per our report of even date annexed

For Ramanand & Associates
CHARTERED ACCOUNTANTS
(FRN No. 117776W)

Ramanand Gupta
(Partner)
(M No. 103975)

For and on behalf of the Board

Soniya Singh
(Managing Director)
DIN: 07936772

Jyotsana Puri
(Whole Time Director)
DIN: 07855815

Nidhi Sharma
(Company Secretary)
M.No. A40435

Place: Mumbai
Date: 29th May, 2018



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2018

Particulars	Note No.	For The Year Ended March 31, 2018 (Amt in ₹)	For The Year Ended March 31, 2017 (Amt in ₹)
I Revenue from operations	16	146,442,785	95,100,974
II Other Income	17	309,020	-
III Total Revenue (I + II)		146,751,805	95,100,974
IV Expenses:			
Project Expenses	18	91,019,816	62,758,775
Finance Cost	19	2,257,923	4,546,459
Employee Cost	20	6,607,696	7,373,130
Other expenses	21	3,863,080	3,063,561
Depreciation and Amortisation	10	15,210,518	2,718,455
Tax expense:		118,959,033	80,460,380
V Profit before tax		27,792,772	14,640,594
VI Tax expenses:	22		
(a) Current tax		7,601,589	4,114,700
(b) Deferred tax (Asstes)/ Liability		25,648	710,383
(c) (-) / + of Income Tax of Earlier Year's		-	-
VII Profit / (Loss) for the period		20,165,535	9,815,511
VIII Earnings per equity share:(Face Value of ₹ 10)	23		
(a) Basic (Not Annualised)		2.39	3.80
(b) Diluted (Not Annualised)		2.39	3.80
Significant Accounting Policies	1		
The accompanying notes form an integral part of financial statements			

As per our report of even date annexed

For Ramanand & Associates
 CHARTERED ACCOUNTANTS
 (FRN No. 117776W)

For and on behalf of the Board

Ramanand Gupta
 (Partner)
 (M No. 103975)

Soniya Singh
 (Managing Director)
 DIN: 07936772

Jyotsana Puri
 (Whole Time Director)
 DIN: 07855815

Nidhi Sharma
 (Company Secretary)
 M.No. A40435

Place: Mumbai
 Date: 29th May, 2018



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2018

Particulars	For The Year Ended March 31, 2018 (Amt in ₹)	For The Year Ended March 31, 2017 (Amt in ₹)
Cash flow from operating activities:		
Net Profit before tax as per Profit And Loss A/c	27,792,772	14,640,594
Adjusted for:		
Depreciation & Amortisation	15,210,518	2,718,455
Interest & Finance Cost	2,257,923	4,546,459
Operating Profit Before Working Capital Changes	45,261,213	21,905,508
Adjusted for (Increase)/ Decrease:		
Trade Receivables	(12,316,387)	(13,704,961)
Loans and advances and other assets	(1,378,977)	(14,931,802)
Increase / (Decrease) in Trade & Other Payables	(9,799,087)	6,475,649
Cash Generated From Operations	21,766,762	(255,606)
Direct Tax Paid	-	-
Net Cash Flow from/(used in) Operating Activities: (A)	21,766,762	(255,606)
Cash Flow From Investing Activities:		
Purchase of Fixed Assets	(21,846,953)	(13,153,160)
Sales of Fixed Assets	-	-
Investment in Subsidiary & Others	(47,000,008)	(14,710,110)
Net Cash Flow from/(used in) Investing Activities: (B)	(68,846,961)	(27,863,270)
Cash Flow from Financing Activities:		
Proceeds From Share Capital & Share Premium	197,927,469	14,710,110
Reserves used for Bonus Issue	(24,422,080)	-
Proceeds from Short-term & Long Term borrowings	(26,625,848)	17,677,036
Interest & Financial Charges	(2,257,923)	(4,546,459)
Net Cash Flow from/(used in) Financing Activities (C)	144,621,618	27,840,687
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	97,541,419	(278,189)
Cash & Cash Equivalents As At Beginning of the Year	526,094	804,283
Cash & Cash Equivalents As At End of the Year	98,067,513	526,094

Notes:-

- 1) The above cash flow statement has been prepared under the indirect method set out in Accounting standard on cash flow statement (AS-3) as notified under the companies Act, 1956, read with section 133 of the Companies Act, 2013 and Rule 7 of the companies Act, (Accounts) Rules 2014.
- 2) Figures for the previous year have been regrouped / reclassified, wherever considered necessary.

The accompanying notes form an integral part of financial statements

As per our report of even date annexed

For Ramanand & Associates
CHARTERED ACCOUNTANTS
(FRN No. 117776W)

Ramanand Gupta
(Partner)
(M No. 103975)

Place: Mumbai
Date: 29th May, 2018

For and on behalf of the Board

Soniya Singh
(Managing Director)
DIN: 07936772

Jyotsana Puri
(Whole Time Director)
DIN: 07855815

Nidhi Sharma
(Company Secretary)
M.No. A40435



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

CORPORATE INFORMATION

Focus Suites Solutions and Services Limited (formerly known as Focus Suites Solutions and Services Private Limited), incorporated under the Companies Act, 1956. The Company offers a full range of data acquisition services and uses both qualitative and quantitative techniques to provide Fieldwork and data solutions that add strategic values.

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

A. Basis of preparation of Financial Statements:

- i. These financial statements are prepared in accordance with Generally Accepted Accounting Principles in India (GAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable.
- ii. The financial statements are prepared under the historical cost convention and on the accounting principles of going concern. The Company follows the accrual system of accounting where income & expenditure are recognized on accrual basis.

B. Use of Estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect amounts in the financial statements and reported notes thereto. Actual results could differ from these estimates. Differences between the actual result and estimates are recognized in periods in which the results are known/ materialised.

C. Fixed Assets and Intangible Asset:

Fixed assets are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any. The cost of an asset comprises of its purchase price (net of Cenvat / duty credits availed wherever applicable) and any directly attributable cost of bringing the assets to working condition for its intended use. Expenditure on additions, improvements and renewals is capitalized and expenditure for maintenance and repairs is charged to profit and loss account. Fixed Assets individually costing Rupees Five thousand or less are depreciated at 100% over a period of one Year. Intangible asset are stated at acquisition cost less accumulated amortisation.

D. Depreciation and Amortisation:

The Company has provided for depreciation on fixed assets using written down value (WDV) over the useful life of the assets as prescribed in Schedule II to the companies Act, 2013 except the following items where useful lives estimated by the management based on internal technical assessment differ from those provided in Schedule II to the Companies Act, 2013.

- i) Computer Software / Domain: - 5 Years on Straight line basis.

E. Valuation of Inventories:

There are no inventories as the company is into service sector.

F. Foreign Currency Transactions

Initial Recognition: Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.

Conversion: At the year end, monetary items denominated in foreign currencies other than those covered by forward contracts are converted into rupee equivalents at the year-end exchange rates.



Exchange Differences: All exchange differences arising on settlement/conversion of foreign currency transactions are recognized in the statement of profit and loss.

G. Revenue Recognition:

Revenue is primarily derived from market research and related services. Revenue is recognized on completion of service to be rendered to the customer. Revenue from partly complete contracts is recognized on percentage of completion method except when there is uncertainty as to measurement or ultimate collectability then revenue recognition is postponed until such uncertainty is resolved.

H. Earnings Per Share

Basic earning per share is computed by dividing the net profit after tax for the year after prior period adjustments attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

I. Taxation & Deferred Tax

Provision for Current Tax is made in accordance with the provision of Income Tax Act, 1961. Deferred tax is recognized on timing differences between taxable & accounting income / expenditure that originates in one period and are capable of reversal in one or more subsequent period(s).

J. Contingent Liabilities / Provisions

Contingent liabilities are not provided in the accounts and are disclosed separately if applicable in notes to accounts.

K. Impairment Of Assets

The company assesses at each balance sheet date whether there is any indication due to external factors that an asset or group of assets comprising a cash generating unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the CGU, to which the asset belongs is less than the carrying amount of the asset or the CGU as the case may be, the carrying amount is reduced to its recoverable amount and the reduction is treated as impairment loss and is recognized in the statement of profit and loss. If at any subsequent balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is re assessed and the asset is reflected at recoverable amount subject to a maximum of depreciated historical cost and is accordingly reversed in the statement of profit and loss.

L. Investments

Long term investments are valued at cost with an appropriate provision for permanent diminution in value, if any. Investment that is readily realizable and is intended to be held for not more than one year is valued at lower of cost or realizable value.



NOTES TO THE FINANCIAL STATEMENTS

Note : 2 Share Capital

(Amount in ₹)

Particulars	As at 31 st March 2018		As at 31 st March 2017	
	Number	₹	Number	₹
Authorised				
Equity Shares of ₹ 10/- each (par value per share)	15,000,000	150,000,000	5,000,000	50,000,000
Issued, Subscribed and Paid up				
Equity Shares of ₹ 10/- each (Par value per share) fully paid up (Refer footnote (a) to (d) below)	13,349,971	133,499,710	152,638	1,526,380
TOTAL	13,349,971	133,499,710	152,638	1,526,380

Footnote:

- a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year:

Particulars	As at 31 st March 2018		As at 31 st March 2017	
	Number	₹	Number	₹
Equity Shares outstanding at the beginning of the period	152,638	1,526,380	110,000	1,100,000
Equity Shares Issued during the period (Read with Note 27)	10,755,125	107,551,250	42,638	426,380
Bonus Shares Issued during the period (Read with Note 2{d})	2,442,208	24,422,080	-	-
Equity Shares bought back during the period	-	-	-	-
Equity Shares outstanding at the end of the period	13,349,971	133,499,710	152,638	1,526,380

The Company has issued only one class of Equity Shares having a Par Value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share.

- b) **Details of shares held by Holding / Promoter Company or its Ultimate Holding Company or its Subsidiaries or Associates**

42,28,954 Equity Shares (Previous Year - 1,52,637) are held by Majestic Market Research Support Services Limited, the holding / promoter company.

- c) **Details of Shareholder holding more than 5% shares of the aggregate shares in the company**

Particulars	As At March 31, 2018		As At March 31, 2017	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Majestic Market Research Support Services Limited	4,228,954	31.68%	152,637	100.00%
Rajendra Kumar Sharma	1,401,000	10.49%	-	-
Sanjay Jain HUF	735,000	5.51%	-	-



NOTES TO THE FINANCIAL STATEMENTS

(d) Details of number and class of shares allotted as fully paid-up pursuant to contract without payment being received in cash.

- i) During the Financial Year 2016-17, the company has issued and allotted 42,638 Equity Shares of face value of ₹ 10/- each at a Price of ₹ 345/- per Equity Share (including a share premium of ₹ 335/- per Equity Share) to Mr. Sandeep Bhatia against acquisition of 109,999 Equity Shares having face value of ₹ 10/- each fully paid-up of M/s Pure Online Panel Research Services Private Limited (POP) and 99,999 Equity Shares having face value of ₹10/- each fully paid-up of M/s Genpop Consumer Research Private Limited (Genpop) as held by Mr. Sandeep Bhatia and thus making the POP and Genpop as subsidiaries of M/s Focus Suites Solutions and Services Private Limited.
- ii) On 12th April, 2017, the Company has allotted 2,442,208 Equity Shares as Bonus shares of face value of ₹ 10/- each as fully paidup in the ratio of 16:1 by utilisation of Free Reserves available as at 31st March, 2017. The details of same is given as below

Sr. No	Name of Shareholders	No of Bonus Shares Allotted
1	Majestic Market Research Support Services Limited	2,442,192
2	Naina krishnamurthy	16
	Total	2,442,208

Except above no shares has been issued as fully paid-up pursuant to any contract without payment being received in cash during the last 5 five years.

Note : 3 Reserve and Surplus

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
a) Surplus in the Statement of Profit and Loss		
Opening Balance	27,644,483	17,828,972
(-) Utilised for issuance of Bonus Shares (Refer Note 2)	24,422,080	-
(+) Profit for the current period / year	20,165,535	9,815,511
Closing Balance	23,387,938	27,644,483
b) Securities Premium Account		
Opening Balance	14,283,730	-
(+) Premium Received on issue of Equity Shares (Refer Notes 2 and 25)	73,704,997	14,283,730
(-) Share Issue Expenses	7,750,858	-
Closing Balance	80,237,869	14,283,730
TOTAL	103,625,807	41,928,213

Note : 4 Long Term Borrowings

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
(a) Unsecured Business Loan From :	-	-
TOTAL	-	-



NOTES TO THE FINANCIAL STATEMENTS

Note : 5 Deferred Tax Liabilities / (Assets)

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
(a) Deferred Tax Liability		
Related to difference between book balance and tax balance of Fixed Assets.	185,857	160,210
(b) Deferred Tax (Assets)		
Related to difference between book balance and tax balance of Fixed Assets.	-	-
TOTAL	185,857	160,210

Note : 6 Short Term Borrowings

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
<u>Secured Loan From Axis Bank</u>		
Cash Credit (Secured on Exclusive Charges on entire current assets Present and Future and cover by Credit Guarantee Fund Trust for Medium and small enterprise)	9,903,587	9,910,141
<u>Unsecured Business Loan From :</u>		
Fullerton	-	1,087,841
RBL	-	1,394,398
Shriram City Finance		1,122,544
ICICI Bank	-	871,404
Neogrowth Credit Pvt Ltd	-	1,093,306
Bajaj Finance	-	1,905,986
TATA Capital	-	1,134,317
United Petro Finance	-	338,078
<u>Unsecured Loan From Director</u>		
Sandeep Bhatia (Refer Note 25)	-	1,606,419
<u>Unsecured Loan From Holding / Promoter Company</u>		
MMRSS (Refer Note 25)	-	16,065,000
Total	9,903,587	36,529,434



NOTES TO THE FINANCIAL STATEMENTS

Note: 7 Trade Payables

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Due to Micro, Small & Medium	-	-
Creditors for Services (Refer Note 25)	797,607	2,108,784
TOTAL	797,607	2,108,784

Note: 8 Current Liabilities

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Statutory Dues	174,735	1,417,403
Audit Fees Payable	54,000	45,000
Provision for Other Expenses	219,270	170,150
Creditors For Fixed Assets	1,127,383	8,628,930
TOTAL	1,575,388	10,261,483

Note : 9 Short Term Provisions

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Salary Payable	671,985	473,800
Income Tax Payable (Net of Credit)	14,249,939	6,980,222
TOTAL	14,921,924	7,454,022



NOTES TO THE FINANCIAL STATEMENTS

NOTE : 10 FIXED ASSETS

Description	ORIGINAL COST		DEPRECIATION			NET BLOCK		
	OPENING BALANCE	ADDITION DURING THE YEAR	CLOSING BALANCE	OPENING BALANCE	FOR THE YEAR	CLOSING BALANCE	As on 31.03.2018	AS ON 31.03.2017
TANGIBLE ASSETS								
CAMERA	6,750		6,750	5,238	681	5,919	831	1,512
AIR CONDITIONERS	128,500		128,500	88,966	17,818	106,784	21,716	39,534
FURNITURE & FIXTURES	676,381	785,000	1,461,381	515,626	217,903	733,529	727,852	160,755
MOBILE PHONE	396,370		396,370	302,973	41,702	344,675	51,695	93,397
COMPUTERS AND LAPTOP	8,789,755	6,831,913	15,621,668	582,284	8,763,625	9,345,909	6,275,759	8,207,471
COMPUTERS AND SERVERS	-	5,552,540	5,552,540	-	2,920,886	2,920,886	2,631,654	-
OFFICE EQUIPMENT	800,285		800,285	800,285		800,285	0	0
TELEVISION	139,000		139,000	24,055	20,805	44,860	94,140	114,945
INTANGIBLE ASSETS								
DOMAIN	15,903,819	8,677,500	24,581,319	9,094,949	3,227,098	12,322,047	12,259,272	6,808,870
TOTAL	26,840,860	21,846,953	48,687,813	11,414,376	15,210,518	26,624,894	22,062,919	15,426,484
PREVIOUS YEAR	13,687,700	13,153,160	26,840,860	8,695,921	2,718,455	11,414,376	15,426,484	-



NOTES TO THE FINANCIAL STATEMENTS

Note : 11 Non Current Investments

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Long Term Investment (Valued At Cost Unless Stated Otherwise)		
(A) Trade Investment in Subsidiary Companies - (Unquoted)		
i) Investment in Pure Online Panel Research Services Private Limited		
5,61,612 Equity Shares of ₹ 10/- each fully paid up (Refer Note 25)	38,010,181	10,010,175
ii) Investment in Genpop Consumer Research Private Limited		
5,52,380 Equity Shares of ₹ 10/- each fully paid up (Refer Note 25)	23,699,937	4,699,935
TOTAL	61,710,118	14,710,110

Note : 12 Short Term Loans and Advances

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
<u>Loan Unsecured, Considered good</u>		
Loan to Body Corporate (Unrelated)		-
Loan to Directors	-	-
Loan to Others	3,110,332	3,024,000
Advance for Expenses	15,004,483	16,302,983
TOTAL	18,114,815	19,326,983

Note : 13 Trade Receivable

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
<u>Unsecured, considered good,</u>		
Unless otherwise stated		
Outstanding for More Than six Months	-	-
Others (Refer Note 25)	57,228,417	44,912,030
TOTAL	57,228,417	44,912,030

**NOTES TO THE FINANCIAL STATEMENTS****Note : 14 Cash and Bank Balances**

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
<u>Cash and Cash Equivalents</u>		
Cash in hand	79,244	50,087
Balance with Bank in Current Accounts	97,988,269	476,007
TOTAL	98,067,513	526,094

Note :15 Other Current Assets

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Security Deposit	1,710,283	560,243
Cenvat Credit (Net of Taxes)	5,615,816	4,506,583
TOTAL	7,326,099	5,066,826

Note :16 Revenue from Operations

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Sales of Services	146,442,785	95,100,974
TOTAL	146,442,785	95,100,974

Note : 17 Other Income

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Interest on Fixed Deposit	-	-
Interest on Loan Received	-	-
Exchange Difference	309,020	-
TOTAL	309,020	-

Note : 18 Project Expenses

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Project Expenses	91,019,816	62,758,775
TOTAL	91,019,816	62,758,775



NOTES TO THE FINANCIAL STATEMENTS

Note : 19 Financial Cost

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Interest on Cash Credit Facility	1,203,755	1,294,632
Interest on Unsecured Loans	524,649	2,674,150
Foreclosure Charges	270,990	-
Processing Fees	217,995	500,524
Bank Charges	37,515	23,756
Interest on Late Payment of Dues	3,019	53,397
TOTAL	2,257,923	4,546,459

Note : 20 Employee Cost

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Salary (Refer Note 25)	6,607,696	7,373,130
TOTAL	6,607,696	7,373,130

Note : 21 Other Expenses

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Auditors Remuneration (Refer Note 24)	60,000	50,000
Professional Fees	287,750	-
Rent,Rates & Taxes (Refer Note 25)	633,100	-
Office Expenses	394,553	653,534
Annual Custody Fees	28,124	-
Business Promotion	60,400	126,437
Repairs & Maintanance	5,450	16,950
Foreign Travelling	-	79,550
Roc Filing Fees	910,959	-
Travelling Expenses	267,511	154,618
Hotel Booking	54,430	-
Web Hosting	75,000	-
Electricity Expenses	-	37,810
Stamp Duty	294,000	-
Telephone Charges	183,467	217,821
Share Transfer Fees	280,000	-
Listing Fees	95,000	-
Printing & Stationery	19,600	129,600
Service Tax & GST Claimed as Expenses	121,513	-



NOTES TO THE FINANCIAL STATEMENTS

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Translation Charges	-	-
Internet Charges	-	12,796
Hire Charges	-	30,142
Computer Expenses	51,565	-
Joining Fees	30,000	-
Water Charges	-	18,575
Service Tax Paid	-	271,813
Miscellaneous	-	56,100
Exchange Difference	-	690,761
Other Expenses	10,658	161,054
Credit Card Expenses	-	356,000
TOTAL	3,863,080	3,063,561

Note : 22 Tax Expenses

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Current Tax		
Provision for Income Tax	7,601,589	4,114,700
Deferred Tax Liability / (Asset)		
Related to Depreciation & Amortisation	25,648	710,383
TOTAL	7,627,237	4,825,083

Note : 23 Earning Per Share

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Profit for the period attributable to Equity Shareholders	20,165,535	9,815,511
No of Weighted Average Equity Shares outstanding during the year	8,440,913	2,580,010
Nominal Value of Per Equity Share (in ₹)	10.00	10.00
Basic and Diluted Earning Per Share (in ₹)	2.39	3.80



NOTES TO THE FINANCIAL STATEMENTS

Note : 24 Auditors Remuneration includes

(Amount in ₹)

Particulars	2017-18	2016-17
Statutory Audit fees	45,000	35,000
Tax Audit fees	15,000	15,000

25. Details of Related Parties and Key Management Personnel where transaction have taken place during the Year:

Description of Relationship	Names of Related Parties
Holding Company / Promoter Company	Majestic Market Research Support Services Limited.
Subsidiary Companies	Pure Online Panel Research Services Private Limited & Genpop Consumer Research Private Limited.
Key Management Personnel (KMP's)	Sandip Bhatia*, Sagar Bait*, Soniya Singh, Jyotsana Puri, CS Nidhi Sharma

*with effect from 24th October, 2017 Mr Sandip Bhatia & Mr Sagar Bait had resigned from the post of Directorship of the company.

27. Transactions with Related Parties:

(Amount in ₹)

Name	Relationship	Country	Nature of Transaction	Holding as at 31-03-2018 (in %)	Closing Balance as at 31-03-2018	Holding as at 31-03-2017 (in %)	Closing Balance as at 31-03-2017
Pure Online Panel Research Services Private Limited*	Subsidiary	India	Investment	100	38,010,181	100	10,010,175
Genpop Consumer Research Private Limited*	Subsidiary	India	Investment	100	23,699,937	100	4,699,935

*On 6th August, 2016, the company has issued and allotted 42,638 Equity Shares of face value of ₹ 10/- each at a Price of ₹ 345/- per Equity Share (including a share premium of ₹ 335/- per Equity Share) to Mr. Sandeep Bhatia against acquisition of 109,999 Equity Shares having face value of ₹ 10/ each fully paid-up of M/s Pure Online Panel Research Services Private Limited (POP) and 99,999 Equity Shares having face value of ₹ 10/- each fully paid-up of M/s Genpop Consumer Research Private Limited (Genpop) as held by Mr. Sandeep Bhatia and thus making the POP and Genpop as subsidiaries of M/s Focus Suites Solutions and Services Private Limited.

(Amount in ₹)

Name	Relationship	Nature of transaction	Amount of transaction in 2017-18	Amount outstanding as at 31-03-2018 (payable)/receivable	Amount of transaction in 2016-17	Amount outstanding as at 31-03-2017 (payable)/receivable
Sandeep Bhatia	Director	Opening Balance Payable	16,06,419		45,669	(16,06,419)
		Loan Taken	-		15,80,750	
		Loan Repaid	16,06,419		20,000	
		Remuneration	3,75,000		15,00,000	



NOTES TO THE FINANCIAL STATEMENTS

Name	Relationship	Nature of transaction	Amount of transaction in 2017-18	Amount outstanding as at 31-03-2018 (payable)/receivable	Amount of transaction in 2016-17	Amount outstanding as at 31-03-2017 (payable)/receivable
Majestic Market Research Support Services Limited	Holding / Promoter Company	Project Expenses (Purchase)	-	(2,57,149)	9,79,000	(2,57,149)
		Rent Paid	5,00,000	-	-	-
Pure Online Panel Research Services Private Limited	Subsidiary Company	Sales	-	-	9,20,000	1,19,600
Genpop Consumer Research Private Limited	Subsidiary Company	Sales	-	10,400	5,80,000	75,400
Soniya Singh	Managing Director	Remuneration/ Salary	2,60,000	(65,000)	NA	NA
Jyotsna Puri	Whole Time Director	Remuneration/ Salary	9,06,933	(76,000)	NA	NA
Suvaiba Khatri	COO	Remuneration/ Salary	6,00,000	(50,000)	NA	NA
CS Nidhi Sharma	Company Secretary	Remuneration/ Salary	1,20,000	(15,000)	NA	NA
Majestic Market Research Support Services Limited	Holding / Promoter Company	Loan Taken	2,77,99,700	-	1,72,25,000	(1,60,65,000)
		Loan Repaid	4,38,64,700	-	11,60,000	
Genpop Consumer Research Private Limited	Subsidiary Company	Loan Given	1,78,45,000	-		
		Loan Repaid	1,78,45,000	-		



NOTES TO THE FINANCIAL STATEMENTS

Name	Relationship	Nature of transaction	Amount of transaction in 2017-18	Amount outstanding as at 31-03-2018 (payable)/receivable	Amount of transaction in 2016-17	Amount outstanding as at 31-03-2017 (payable)/receivable
Pure Online Panel Research Services Private Limited	Subsidiary Company	Loan Given	2,61,55,000	-	-	-
		Loan Repaid	2,61,55,000			

26. C.I.F. Value of imports, expenditure and earnings in foreign currency

(Amount in ₹)

Particulars	2017-18	2016-17
CIF value of imports		
Raw material	-	-
Traded goods	-	-
TOTAL	-	-
B. Expenditure in Foreign Currency	-	-
i) Project Expenses	11,49,664	67,85,255
ii) Travelling Expenses	-	79,550
C. Earnings in Foreign Currency		
i) F.O.B. value of exports	14,30,93,265	7,21,59,170

27. During the Period 1st April, 2017 to 31st March, 2018, the Company has issued and allotted Shares to Promoters and Non Promoters on preferential basis as below

Category	No of Equity Shares Allotted	Issue Price (in Rs)	Face Value (in Rs)	Remarks
Promoter Group	24,42,192	0	10	Bonus Issue
Promoter Group	16,34,125	18	10	Fresh Issue
Non Promoter - Public	16	0	10	Bonus Issue
Non Promoter - Public	41,12,000	15	10	Fresh Issue
Non Promoter - Public	14,01,000	18	10	Transfer from Promoter

Further, In February, 2018 the Company had raised ₹ 649.44 Lakhs through Initial Public Issue (IPO) by way of fresh issue of 36,08,000 Equity Shares at ₹ 18/- each (including share premium of ₹ 8/- each per share). The Purpose of the IPO and its actual utilisation as at 31st March, 2018 is mentioned as below

**NOTES TO THE FINANCIAL STATEMENTS**

(₹ in Lakhs)

Particulars	Proposed Utilisation	Actual Utilisation
Investment in Subsidiaries	468.00	468.00
Issue Expenses	75.00	75.00
General Corporate Purpose	106.44	106.44
Total	649.44	649.44

There is no deviation/variation of IPO & Preferential issue Proceeds from the objects as stated.

Note 28 – Figures for the previous year have been regrouped / reclassified / reinstated, wherever considered necessary.

As per our report attached

For Ramanand & Associates.

Chartered Accountants
(FRN NO. 117776W)

Ramanad Gupta

PARTNER
M No-103975

For and on behalf of the Board

Soniya Singh

(Managing Director)
DIN: 07936772

Jyotsana Puri

(Whole Time Director)
DIN: 07855812

Nidhi Sharma

(Company Secretary)
M.No. A40435

Mumbai, 29th May 2018



INDEPENDENT AUDITOR'S REPORT

To,
The Members,
FOCUS SUITES SOLUTIONS & SERVICES LIMITED.

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of FOCUS SUITES SOLUTIONS & SERVICES LIMITED as at 31st March, 2018 and its subsidiary which comprise the consolidated Balance Sheet as at 31st March, 2018, the Consolidated Profit & Loss Statement and Consolidated Cash Flow Statement for the year then ended. These consolidated financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

Management' responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated 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. The respective Board of Directors of the Company and its subsidiary are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the respective assets of the Company and its subsidiary and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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, which have been used for the purpose of preparation of these consolidated financial statements by the Board of Directors of the Company.

Auditor's responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included

in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with Standards of Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our knowledge and according to the information and explanations given to us, the said financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- i. In the case of the Consolidated Balance Sheet, of the state of affairs of the Company as at March 31, 2018,
- ii. In the case of Statement of the Consolidated Profit and Loss, of the profit for the year ended on that date and
- iii. In the case of the Consolidated Cash Flow statement, of the cash flows for the year ended on that date.



Other Matter

We did not audit the financial statements of both subsidiaries, viz., Pure Online Panel Research Services Private Limited & Genpop Consumer Research Private Limited whose financial statements reflect total assets of ₹ 804.76 lakhs as at 31 March 2018, total revenues of ₹ 1232.10 lakhs for the year ended on that date as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, and our report in terms of sub-section (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by sub-section 3 of Section 143 of the Act, we report, to the extent applicable, that:

- 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 of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- (c) The consolidated balance sheet, the consolidated statement of profit and loss, and the consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated 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 of the Holding Company as on 31 March 2018 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies

incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31 March 2018 from being appointed as a Director of that company in terms of sub-section 2 of Section 164 of the Act.

- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in “**Annexure A**”; and
- (g) In our opinion and to the best of our information and according to the explanations given to us the said accounts give the information as required by the Rule 11 of the Companies (Audit and Auditors) Rules, 2014 in the manner so required and give a true and fair view and are in conformity with the accounting principles generally accepted in India.

For Ramanand & Associates
Chartered Accountants
Firm Registration No.: 117776W

CA Ramanand Gupta
Managing Partner
M. No. 103975

Place: Mumbai

Date: 26th May, 2018

Annexure - A to the 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”)

1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2018, we have audited the internal financial controls over financial reporting of Focus Suites Solutions & Services Limited (“the Holding Company”) which is companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The Respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated in India, are 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.

3. 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") issued by ICAI 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 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.
4. 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.
5. 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.

Meaning of Internal Financial Controls over Financial Reporting

6. 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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

7. 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

8. In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, 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 2018. However the company does not have appropriate system manuals or predefined standard operation procedure to maintain the efficacy and effectiveness of the internal financial controls throughout the year. Thus the company does not have formal internal financial control over financial reporting based on our verification.

For **Ramanand & Associates**
Chartered Accountants
Firm Registration No.: 117776W

CA Ramanand Gupta
Managing Partner
M. No. 103975

Place: Mumbai
Date: 29th May, 2018



CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2018

Particulars	Note No.	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	133,499,710	1,526,380
(b) Reserves and Surplus	4	134,627,956	43,965,619
(2) Minority Interest		191	106
(3) Non-Current Liabilities			
(a) Long-term borrowings	5	-	-
(b) Deferred tax liabilities (net)	6	491,738	-
(4) Current Liabilities			
(a) Short-term borrowings	7	14,964,681	45,547,534
(b) Trade payables	8	797,607	4,430,436
(c) Other current liabilities	9	7,949,948	16,009,075
(d) Short-term provisions	10	16,135,471	8,273,510
TOTAL		308,467,302	119,752,660
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets	11		
(i) Tangible assets		14,780,869	9,134,380
(ii) Intangible assets		12,842,400	7,618,842
(b) Goodwill on consolidation		25,191,958	5,652,346
(c) Deferred tax assets (net)	6	-	9,410
(2) Non - current investements		-	-
(3) Current assets			
(a) Short term loans and advances	12	18,114,815	22,274,983
(b) Trade receivables	13	111,091,198	63,164,579
(c) Cash and cash Bank Balance	14	108,044,016	671,101
(d) Other current assets	15	18,402,047	11,227,019
TOTAL		308,467,302	119,752,660

Significant Accounting Policies

The accompanying notes form an integral part of financial statements.

As per our report of even date annexed

For Ramanand & Associates
 CHARTERED ACCOUNTANTS
 (FRN No. 117776W)

For and on behalf of the Board

Ramanand Gupta
 (Partner)
 (M No. 103975)

Soniya Singh
 (Managing Director)
 DIN: 07936772

Jyotsana Puri
 (Whole Time Director)
 DIN: 07855815

Nidhi Sharma
 (Company Secretary)
 M.No. A40435

Place: Mumbai
 Date: 29th May, 2018



CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2018

Particulars	Note No.	For The Year Ended March 31, 2018 (Amt in ₹)	For The Year Ended March 31, 2017 (Amt in ₹)
I Revenue from operations	16	269,652,643	154,156,304
II Other Income	17	309,020	-
III Total Revenue (I + II)		269,961,663	154,156,304
IV Expenses:			
Project Expenses	18	190,644,526	105,868,199
Finance Cost	19	3,016,150	5,570,036
Employee Cost	20	12,075,248	12,937,020
Other expenses	21	7,443,844	7,342,104
Depreciation and Amortisation	11	15,902,406	3,233,307
Total Expenses		229,082,174	134,950,666
V Profit before tax		40,879,489	19,205,638
Tax expense:	22		
(a) Current tax		10,933,193	5,556,807
(b) Deferred tax (Asstes)/ Liability		355,545	708,695
(c) (-) / + of Income Tax of Earlier Year's		-	-
VI Profit / (Loss) for the period		29,590,751	12,940,136
VII Less: Adjustment for Minority Interest Share		17	30
VIII Profit / (Loss) for the period after minority interest		29,590,734	12,940,106
IX Earnings per equity share: (Face Value of ₹ 10)	23		
(a) Basic		3.51	5.02
(b) Diluted		3.51	5.02
Significant Accounting Policies	1 & 2		
The accompanying notes form an integral part of financial statements.			

As per our report of even date annexed

For Ramanand & Associates
CHARTERED ACCOUNTANTS
(FRN No. 117776W)

Ramanand Gupta
(Partner)
(M No. 103975)

Place: Mumbai
Date: 29th May, 2018

For and on behalf of the Board

Soniya Singh
(Managing Director)
DIN: 07936772

Jyotsana Puri
(Whole Time Director)
DIN: 07855815

Nidhi Sharma
(Company Secretary)
M.No. A40435



CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2018

Particulars	For The Year Ended March 31, 2018 (Amt in ₹)	For The Year Ended March 31, 2017 (Amt in ₹)
Cash flow from Operating activities:		
Net Profit before tax as per Profit And Loss A/c	40,879,489	19,205,638
Adjusted for:		
Depreciation & Amortisation	15,902,406	3,233,307
Interest & Finance Cost	3,016,150	5,570,036
Operating Profit Before Working Capital Changes	59,798,045	28,008,981
Adjusted for (Increase)/ Decrease:		
Trade Receivables	(47,926,619)	(11,952,094)
Loans and advances and other assets	(3,014,860)	(16,046,043)
Increase / (Decrease) in Trade & Other Payables	(14,617,583)	1,833,049
Cash Generated From Operations	(5,761,018)	1,843,893
Direct Tax Paid	-	-
Net Cash Flow from/(used in) Operating Activities: (A)	(5,761,018)	1,843,893
Cash Flow From Investing Activities:		
Purchase of Fixed Assets	(26,772,453)	(13,217,108)
Sales of Fixed Assets	-	-
Investment in Subsidiary & Others	-	-
Net Cash Flow from/(used in) Investing Activities: (B)	(26,772,453)	(13,217,108)
Cash Flow from Financing Activities:		
Proceeds From Share Capital & Share Premium	197,927,469	16,388,088
Reserves used for Bonus Issue	(24,422,080)	-
Proceeds from Short-term & Long Term borrowings	(30,582,854)	-
Interest & Financial Charges	(3,016,150)	(5,570,036)
Net Cash Flow from/(used in) Financing Activities (C)	139,906,385	10,818,052
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	107,372,915	(555,163)
Cash & Cash Equivalents As At Beginning of the Year	671,101	1,226,264
Cash & Cash Equivalents As At End of the Year	108,044,016	671,101

Notes:-

- The above cash flow statement has been prepared under the indirect method set out in Accounting standard on cash flow statement (AS-3) as notified under the companies Act, 1956, read with section 133 of the Companies Act, 2013 and Rule 7 of the companies Act, (Accounts) Rules 2014.
- Figures for the previous year have been regrouped / reclassified, wherever considered necessary.

The accompanying notes form an integral part of financial statements.

As per our report of even date annexed

For Ramanand & Associates
CHARTERED ACCOUNTANTS
 (FRN No. 117776W)

Ramanand Gupta
 (Partner)
 (M No. 103975)

Place: Mumbai
 Date: 29th May, 2018

For and on behalf of the Board

Soniya Singh
 (Managing Director)
 DIN: 07936772

Jyotsana Puri
 (Whole Time Director)
 DIN: 07855815

Nidhi Sharma
 (Company Secretary)
 M.No. A40435



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1: BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND PRINCIPLES OF CONSOLIDATION

- i. The consolidated financial statements relate to Focus Suites Solutions & Services Limited (“the Company”), its subsidiary companies, joint ventures and associates. The company and its subsidiaries constitute the group.
- ii. These consolidated financial statements have been prepared in accordance with Generally Accepted Accounting Principles in India (GAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 (‘Act’) read with Rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of the Companies Act, 2013 (“the 2013 Act”) / Companies Act, 1956 (“the 1956 Act”), as applicable.
- iii. The Company follows the accrual system of accounting where income & expenditure are recognized on accrual basis.
- iv. The financial statements of the subsidiary companies / joint ventures/ associates used in consolidation are audited and drawn upto same reporting date as of the company i.e. Year ended 31st March, 2018.
- v. The consolidated financial statements are prepared using uniform accounting policies for like transactions and events in similar circumstances and necessary adjustments required for deviations, if any to the extent possible, are made in the consolidated financial statement and are presented in the same manner as the company’s standalone financial statements.
- vi. The financial statement of the Company and consolidated financial statement of subsidiary company has been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses. The intra-group balances and intra-group transactions and unrealised profits have been fully eliminated.
- vii. The consolidated financial statements include the share of profit / loss of the associate companies which has been accounted as per the ‘Equity method’, under subsidiary consolidated financial statement and accordingly, the share of profit / loss of each of the associate companies (the loss being restricted to the cost of investment) has been added to / deducted from the cost of investments. An associate is an enterprise in which the investor has significant influence and which is neither a subsidiary nor a joint venture of the investor.
- viii. The financial statements of the joint venture companies have been combined by subsidiary under its consolidated financial statement by using proportionate consolidation method and accordingly, venturer’s share of each of the assets, liabilities, income and expenses of jointly controlled entity is reported as separate line items in the Consolidated Financial Statements.
- ix. The excess of cost to the Company of its investments in the subsidiary companies / joint ventures over its share of equity of the subsidiary companies / joint ventures, at the dates on which the investments in the subsidiary companies / joint ventures are made, is recognised as ‘Goodwill’ being an asset in the consolidated financial statements. Alternatively, where the share of equity in the subsidiary companies / joint ventures as on the date of investment is in excess of cost of investment of the Company, it is recognised as ‘Capital Reserve’ and shown under the head ‘Reserves and Surplus’, in the consolidated financial statements.
- x. Minority Interest in subsidiaries represents the minority shareholders proportionate share of the net assets and net income.
- xi. The figures pertaining to the subsidiaries have been recast / reclassified wherever necessary in order to bring them in line with parent company financial statements.
- xii. The consolidated financial statements of the parent company and the subsidiaries (as listed in the table below). Subsidiaries are consolidated from the date on which effective control is acquired and are excluded from the date of transfer/disposal.

**(a) List of Subsidiaries and step subsidiaries and the company's effective holding thereon.**

Sr. No.	Name of the Entity	Country of Incorporation	Effective ownership in % either directly or through subsidiaries
1	Pure Online Panel Research Services Private Limited	India	99.99% (Directly)
2	Genpop Consumer Research Private Limited	India	99.99% (Directly)

NOTE 2: SIGNIFICANT ACCOUNTING POLICIES**A. Use of Estimates:**

The preparation of financial statements requires management to make estimates and assumptions that affect amounts in the financial statements and reported notes thereto. Actual results could differ from these estimates. Differences between the actual result and estimates are recognized in periods in which the results are known/materialised.

B. Fixed Assets and Intangible Asset:

Fixed assets are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any. The cost of an asset comprises of its purchase price (net of Cenvat / duty credits availed wherever applicable) and any directly attributable cost of bringing the assets to working condition for its intended use. Expenditure on additions, improvements and renewals is capitalized and expenditure for maintenance and repairs is charged to profit and loss account. Fixed Assets individually costing Rupees Five thousand or less are depreciated at 100% over a period of one Year. Intangible asset are stated at acquisition cost less accumulated amortisation.

C. Depreciation and Amortisation:

The Company has provided for depreciation on fixed assets using written down value (WDV) over the useful life of the assets as prescribed in Schedule II to the companies Act, 2013 except the following items where useful lives estimated by the management based on internal technical assessment differ from those provided in Schedule II to the Companies Act, 2013.

i) Computer Software / Domain: - 5 Years on Straight line basis

D. Valuation of Inventories:

There are no inventories as the company is into service sector.

E. Foreign Currency Transactions

Initial Recognition: Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.

Conversion: At the year end, monetary items denominated in foreign currencies other than those covered by forward contracts are converted into rupee equivalents at the year-end exchange rates.

Exchange Differences: All exchange differences arising on settlement/conversion of foreign currency transactions are recognized in the statement of profit and loss.

F. Revenue Recognition:

Revenue is primarily derived from market research and related services. Revenue is recognized on completion of service to be rendered to the customer. Revenue from partly complete contracts is recognized on percentage of completion method except when there is uncertainty as to measurement or ultimate collectability then revenue recognition is postponed until such uncertainty is resolved.

G. Earnings Per Share

Basic earning per share is computed by dividing the net profit after tax for the year after prior period adjustments attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.



H. Taxation & Deferred Tax

Provision for Current Tax is made in accordance with the provision of Income Tax Act, 1961. Deferred tax is recognized on timing differences between taxable & accounting income / expenditure that originates in one period and are capable of reversal in one or more subsequent period(s).

I. Contingent Liabilities / Provisions

Contingent liabilities are not provided in the accounts and are disclosed separately if applicable in notes to accounts.

J. Impairment of Assets

The company assesses at each balance sheet date whether there is any indication due to external factors that an asset or group of assets comprising a cash generating unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the CGU, to which the asset belongs is less than the carrying amount of the asset or the CGU as the case may be, the carrying amount is reduced to its recoverable amount and the reduction is treated as impairment loss and is recognized in the statement of profit and loss. If at any subsequent balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is re assessed and the asset is reflected at recoverable amount subject to a maximum of depreciated historical cost and is accordingly reversed in the statement of profit and loss.

K. Investments

Long term investments are valued at cost with an appropriate provision for permanent diminution in value, if any. Investment that is readily realizable and is intended to be held for not more than one year is valued at lower of cost or realizable value.



NOTES TO THE FINANCIAL STATEMENTS

Note : 3 Share Capital

(Amount in ₹)

Particulars	As at 31 st March 2018		As at 31 st March 2017	
	Number	₹	Number	₹
Authorised				
Equity Shares of ₹ 10/- each (par value per share)	15,000,000	150,000,000	5,000,000	50,000,000
Issued, Subscribed and Fully Paid				
Equity Shares of ₹ 10/- each (Par value per share) fully paid up (Refer footnote (a) to (d) below)	13,349,971	133,499,710	152,638	1,526,380
TOTAL	13,349,971	133,499,710	152,638	1,526,380

Footnote:

- a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year:

Particulars	As at 31 st March 2018		As at 31 st March 2017	
	Number	₹	Number	₹
Equity Shares outstanding at the beginning of the period	152,638	1,526,380	110,000	1,100,000
Equity Shares Issued during the period (Read with Note 27)	10,755,125	107,551,250	42,638	426,380
Bonus Shares Issued during the period (Read with Note 2{d})	2,442,208	24,422,080	-	-
Equity Shares bought back during the period	-	-	-	-
Equity Shares outstanding at the end of the period	13,349,971	133,499,710	152,638	1,526,380

The Company has issued only one class of Equity Shares having a Par Value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share.

- b) **Details of shares held by Holding / Promoter Company or its Ultimate Holding Company or its Subsidiaries or Associates**

42,28,954 Equity Shares (Previous Year - 1,52,637) are held by Majestic Market Research Support Services Limited, the holding / promoter company.

- c) **Details of Shareholder holding more than 5% shares of the aggregate shares in the company**

Particulars	As At March 31, 2018		As At March 31, 2017	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Majestic Market Research Support Services Limited	4,228,954	31.68%	152,637	100.00%
Rajendra Kumar Sharma	1,401,000	10.49%	-	-
Sanjay Jain HUF	735,000	5.51%	-	-



NOTES TO THE FINANCIAL STATEMENTS

(d) Details of number and class of shares allotted as fully paid-up pursuant to contract without payment being received in cash.

- i) During the Financial Year 2016-17, the company has issued and allotted 42,638 Equity Shares of face value of ₹ 10/- each at a Price of ₹ 345/- per Equity Share (including a share premium of ₹ 335/- per Equity Share) to Mr. Sandeep Bhatia against acquisition of 109,999 Equity Shares having face value of ₹ 10/- each fully paid-up of M/s Pure Online Panel Research Services Private Limited (POP) and 99,999 Equity Shares having face value of ₹ 10/- each fully paid-up of M/s Genpop Consumer Research Private Limited (Genpop) as held by Mr. Sandeep Bhatia and thus making the POP and Genpop as subsidiaries of M/s Focus Suites Solutions and Services Private Limited.
- ii) On 12th April, 2017, the Company has allotted 2,442,208 Equity Shares as Bonus shares of face value of ₹ 10/- each as fully paidup in the ratio of 16:1 by utilisation of Free Reserves available as at 31st March, 2017. The details of same is given as below:

Sr. No	Name of Shareholders	No. of Bonus Shares Allotted
1	Majestic Market Research Support Services Limited	2,442,192
2	Naina krishnamurthy	16
	Total	2,442,208

Except above no shares has been issued as fully paid-up pursuant to any contract without payment being received in cash during the last 5 five years.

Note : 4 Reserve and Surplus

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
1) Surplus in the Statement of Profit and Loss		
Opening Balance	29,681,889	17,828,972
(-) Utilised for issuance of Bonus Shares (Refer Note 2)	24,422,080	-
(+) Profit for the current period / year	29,590,734	12,940,106
(-) Share of Holding Co in Subsidiaries Co's Profit of the current period relating to pre-acquisition of investment	18,420,456	1,087,189
Closing Balance	16,430,087	29,681,889
2) Securities Premium Account		
Opening Balance	14,283,730	-
(+) Premium Received on issue of Equity Shares (Refer Notes 3 and 27)	111,664,997	14,283,730
(-) Share Issue Expenses	7,750,858	-
Closing Balance	118,197,869	14,283,730
TOTAL	134,627,956	43,965,619



NOTES TO THE FINANCIAL STATEMENTS

Note : 5 Long Term Borrowings

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
(a) Unsecured Business Loan From :	-	-
TOTAL	-	-

Note : 6 Deferred Tax Liabilities /(Assets)

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Deferred Tax Liability		
Related to difference between book balance and tax balance of Fixed Assets	491,738	160,631
Deferred Tax (Assets)		
Related to difference between book balance and tax balance of Fixed Assets		(170,041)
TOTAL	491,738	(9,410)

Note : 7 Short-Term Borrowings

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
<u>Secured Loan From Axis Bank</u>		
Cash Credit		
(Secured on Exclusive Charges on entire current assets	14,700,029	14,832,746
Present and Future and cover by Credit Guarantee Fund		
Trust for Medium and small enterprise)		
<u>Unsecured Business Loan From</u>		
Banks & NBFC	264,652	9,415,289
Body Corporate	-	3,628,080
<u>Unsecured Loan From Director</u>		
Sandeep Bhatia (Refer Note 25)	-	1,606,419
<u>Unsecured Loan From Holding / Promoter Company</u>		
MMRSS (Refer Note 25)	-	16,065,000
TOTAL	14,964,681	45,547,534



NOTES TO THE FINANCIAL STATEMENTS

Note: 8 Trade Payables

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Due to Micro, Small & Medium	-	-
Creditors for Services (Refer Note 25)	797,607	4,430,436
TOTAL	797,607	4,430,436

Note: 9 Other Current Liabilities

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Statutory Dues	6,052,995	6,118,451
Audit Fees Payable	144,000	45,000
Salary Payable	-	621,957
Provision for Other Expenses	625,570	594,737
Creditors For Fixed Assets		8,628,930
Other Liabilities	1,127,383	-
TOTAL	7,949,948	16,009,075

Note : 10 Short-term Provisions

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Salary Payable	671,985	473,800
Income Tax Payable (Net of Credit)	15,463,486	7,799,710
TOTAL	16,135,471	8,273,510



NOTES TO THE FINANCIAL STATEMENTS

NOTE : 11 FIXED ASSETS

(Amt in ₹)

Description	ORIGINAL COST			DEPRECIATION			NET BLOCK	
	OPENING BALANCE	ADDITION DURING THE YEAR	CLOSING BALANCE	OPENING BALANCE	FOR THE YEAR	CLOSING BALANCE	AS ON 31.03.2018	AS ON 31.03.2017
TANGIBLE ASSETS								
CAMERA	6,750	-	6,750	5,238	681	5,919	831	1,512
AIR CONDITIONERS	128,500	-	128,500	88,966	17,818	106,784	21,716	39,534
FURNITURE & FIXTURES	676,381	785,000	1,461,381	515,626	217,903	733,529	727,852	160,755
MOBILE PHONE	396,370	-	396,370	302,973	41,702	344,675	51,695	93,397
COMPUTERS AND LAPTOP	9,025,468	11,757,413	20,782,881	789,622	9,071,334	9,860,956	10,921,925	8,235,846
COMPUTERS AND SERVERS	-	5,552,540	5,552,540	-	2,920,886	2,920,886	2,631,654	-
OFFICE EQUIPMENT	801,484	-	801,484	801,359	64	801,423	61	125
TELEVISION	139,000	-	139,000	24,055	20,805	44,860	94,140	114,945
MOTOR CAR	1,628,313	-	1,628,313	1,140,047	157,271	1,297,318	330,995	488,266
INTANGIBLE ASSETS								
DOMAIN	18,653,819	8,677,500	27,331,319	11,034,977	3,453,942	14,488,919	12,842,400	7,618,842
TOTAL	31,456,085	26,772,453	58,228,538	14,702,863	15,902,406	30,605,269	27,623,269	16,753,222
PREVIOUS YEAR	18,238,977	13,217,108	31,456,085	11,469,556	3,233,307	14,702,863	16,753,222	-



NOTES TO THE FINANCIAL STATEMENTS

Note : 12 Short Term Loans and Advances

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
<u>Loan Unsecured, Considered good</u>		
Loan to Body Corporate (Unrelated)		2,948,000
Loan to Directors		-
Loan to Others	3,110,332	3,024,000
Advance for Expenses	15,004,483	16,302,983
TOTAL	18,114,815	22,274,983

Note : 13 Trade Receivables

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
<u>Unsecured, considered good,</u>		
Unless otherwise stated		
Outstanding for More Than six Months	-	-
Others (Refer Note 25)	111,091,198	63,164,579
TOTAL	111,091,198	63,164,579

Note : 14 Cash and Bank Balance

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
<u>Cash and Cash Equivalents</u>		
Cash in hand	172,157	60,941
Balance with Bank in Current Accounts	107,871,859	610,160
TOTAL	108,044,016	671,101

Note : 15 Other Current Assets

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Security Deposit	1,710,883	560,243
Cenvat Credit (Net of Taxes)	11,443,809	10,096,571
Tax Deducted at Source (Credit)	194,355	570,205
Sundry Advances	5,053,000	-
TOTAL	18,402,047	11,227,019



NOTES TO THE FINANCIAL STATEMENTS

Note : 16 Revenue from Operations

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Sales of Services	269,652,643	154,156,304
TOTAL	269,652,643	154,156,304

Note : 17 Other Income

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Interest on Fixed Deposit	-	-
Interest on Loan Received	-	-
Exchange Difference	309,020	-
TOTAL	309,020	-

Note : 18 Project Expenses

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Project Expenses	190,644,526	105,868,199
TOTAL	190,644,526	105,868,199

Note : 19 Financial Cost

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Interest on Cash Credit Facility	1,879,584	1,968,211
Interest on Unsecured Loans	524,649	2,854,279
Foreclosure Charges	270,990	-
Processing Fees	279,995	596,869
Bank Charges	57,913	53,335
Interest on Late Payment of Dues	3,019	97,342
TOTAL	3,016,150	5,570,036



NOTES TO THE FINANCIAL STATEMENTS

Note : 20 Employee Cost

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Salary (Refer Note 25)	12,007,348	12,625,564
Staff Welfare	67,900	311,456
TOTAL	12,075,248	12,937,020

Note : 21 Other Expenses

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Auditors Remuneration (Refer Note 24)	160,000	150,000
Professional Fees	303,850	195,000
Rent,Rates & Taxes (Refer Note 25)	633,100	-
Office Expenses	2,235,068	1,190,289
Annual Custody Fees	28,124	-
Business Promotion	60,400	161,437
Repairs & Maintanance	63,514	158,115
Roc Filing Fees	910,959	-
Travelling Expenses	606,861	782,417
Hotel Booking	54,430	-
Web Hosting	75,000	-
Electricity Expenses	-	37,810
Stamp Duty	294,000	-
Telephone Charges	429,547	265,781
Share Transfer Fees	280,000	-
Listing Fees	95,000	-
Printing & Stationery	24,400	164,855
Service Tax & GST Claimed as Expenses	121,557	325,724
Translation Charges	-	-
Internet Charges	-	167,968
Hire Charges	-	30,142
Computer Expenses	51,565	-
Joining Fees	30,000	-
Water Charges	-	18,575
Miscellaneous	-	123,301
Exchange Difference	287,375	1,133,691
Other Expenses	699,094	400,999
Sales Incentives	-	1,680,000
Credit Card Expenses	-	356,000
TOTAL	7,443,844	7,342,104



NOTES TO THE FINANCIAL STATEMENTS

Note : 22 Tax Expenses

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Current Tax		
Provision For Income Tax	10,933,193	5,556,807
Deferred Tax Liability / (Asset)		
Related to Depreciation & Amortisation	355,545	708,695
TOTAL	11,288,738	6,265,502

Note : 23 Earnings Per Share

Particulars	As at 31 st March 2018 (Amt in ₹)	As at 31 st March 2017 (Amt in ₹)
Profit for the period attributable to Equity Shareholder	29,590,734	12,940,106
No. of weighted average equity shares outstanding during the year	8,440,913	2,580,010
Nominal Value of Equity Share (in ₹)	10.00	10.00
Basic and Diluted Earning Per Share (in ₹)	3.51	5.02

Note 24 - Auditors Remuneration includes:

(Amt in ₹)

Particulars	2017-18	2016-17
Statutory Audit fees	1,15,000	1,05,000
Tax Audit fees	45,000	45,000

25 Details of Related Parties and Key Management Personnel where transaction have taken place during the Year:

Description of Relationship	Names of Related Parties
Holding Company / Promoter Company	Majestic Market Research Support Services Limited.
Subsidiary Companies	Pure Online Panel Research Services Private Limited & Genpop Consumer Research Private Limited.
Key Management Personnel (KMP's)	Sandip Bhatia*, Sagar Bait*, Soniya Singh, Jyotsana Puri, CS Nidhi Sharma

*with effect from 24th October, 2017 Mr Sandip Bhatia & Mr Sagar Bait had resigned from the post of Directorship of the company.



NOTES TO THE FINANCIAL STATEMENTS

Transactions with Related Parties

(Amt in ₹)

Name	Relationship	Country	Nature of Transaction	Holding as at 31-03-2018 (in %)	Closing Balance as at 31-03-2018	Holding as at 31-03-2017 (in %)	Closing Balance as at 31-03-2017
Pure Online Panel Research Services Private Limited*	Subsidiary	India	Investment	100	38,010,181	100	10,010,175
Genpop Consumer Research Private Limited*	Subsidiary	India	Investment	100	23,699,937	100	4,699,935

*On 6th August, 2016, the company has issued and allotted 42,638 Equity Shares of face value of ₹10/- each at a Price of ₹345/- per Equity Share (including a share premium of ₹335/- per Equity Share) to Mr. Sandeep Bhatia against acquisition of 109,999 Equity Shares having face value of ₹10/ each fully paid-up of M/s Pure Online Panel Research Services Private Limited (POP) and 99,999 Equity Shares having face value of ₹10/- each fully paid-up of M/s Genpop Consumer Research Private Limited (Genpop) as held by Mr. Sandeep Bhatia and thus making the POP and Genpop as subsidiaries of M/s Focus Suites Solutions and Services Private Limited.

(Amt in ₹)

Name	Relationship	Nature of transaction	Amount of transaction in 2017-18	Amount outstanding as at 31-03-2018 (payable)/receivable	Amount of transaction in 2016-17	Amount outstanding as at 31-03-2017 (payable)/receivable
Sandeep Bhatia	Director	Opening Balance Payable	16,06,419	-	45,669	(16,06,419)
		Loan Taken	-		15,80,750	
		Loan Repaid	16,06,419		20,000	
		Remuneration	3,75,000		15,00,000	
Majestic Market Research Support Services Limited	Holding / Promoter Company	Project Expenses (Purchase)	-	(2,57,149)	9,79,000	(2,57,149)
		Rent Paid	5,00,000	-	-	-
Pure Online Panel Research Services Private Limited	Subsidiary Company	Sales	-	-	9,20,000	1,19,600
Genpop Consumer Research Private Limited	Subsidiary Company	Sales	-	10,400	5,80,000	75,400
Soniya Singh	Managing Director	Remuneration/ Salary	2,60,000	(65,000)	NA	NA
Jyotsna Puri	Whole Time Director	Remuneration/ Salary	9,06,933	(76,000)	NA	NA



NOTES TO THE FINANCIAL STATEMENTS

Name	Relationship	Nature of transaction	Amount of transaction in 2017-18	Amount outstanding as at 31-03-2018 (payable)/receivable	Amount of transaction in 2016-17	Amount outstanding as at 31-03-2017 (payable)/receivable
Suvaiba Khatri	COO	Remuneration/ Salary	6,00,000	(50,000)	NA	NA
CS Nidhi Sharma	Company Secretary	Remuneration/ Salary	1,20,000	(15,000)	NA	NA
Majestic Market Research Support Services Limited	Holding / Promoter Company	Loan Taken	2,77,99,700	-	1,72,25,000	
		Loan Repaid	4,38,64,700		11,60,000	(1,60,65,000)
Genpop Consumer Research Private Limited	Subsidiary Company	Loan Given	1,78,45,000			
		Loan Repaid	1,78,45,000	-		-
Pure Online Panel Research Services Private Limited	Subsidiary Company	Loan Given	2,61,55,000	-	-	-
		Loan Repaid	2,61,55,000			

Note 26 - C.I.F. Value of imports, expenditure and earnings in foreign currency

(Amt in ₹)

Particulars	Current Year 2017-18	Previous Year 2016-17
CIF value of imports		
Raw material	-	-
Traded goods	-	-
TOTAL	-	-
B. Expenditure in Foreign Currency		
i) Project Expenses	1,57,40,465	99,79,962
ii) Travelling Expenses	-	79,550
C. Earnings in Foreign Currency		
i) F.O.B. value of exports	26,63,03,123	13,03,14,550

Note 27 – During the Period 1st April, 2017 to 31st March, 2018, the Company has issued and allotted Shares to Promoters and Non Promoters on preferential basis as below

Name of Joint Ventures	No of Equity Shares Allotted	Issue Price (in Rs)	Face Value (in Rs)	Remarks
Promoter Group	24,42,192	0	10	Bonus Issue
Promoter Group	16,34,125	18	10	Fresh Issue
Non Promoter - Public	16	0	10	Bonus Issue
Non Promoter - Public	41,12,000	15	10	Fresh Issue
Non Promoter - Public	14,01,000	18	10	Transfer from Promoter

Further, In February, 2018 the Company had raised ₹ 649.44 Lakhs through Initial Public Issue (IPO) by way of fresh issue of 36,08,000 Equity Shares at ₹ 18/- each (including share premium of Rs 8/- each per share). The Purpose of the IPO and its actual utilisation as at 31st March, 2018 is mentioned as below.



NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakhs)

Particulars	Proposed Utilisation	Actual Utilisation
Investment in Subsidiaries	468.00	468.00
Issue Expenses	75.00	75.00
General Corporate Purpose	106.44	106.44
Total	649.44	649.44

There is no deviation/variation of IPO & Preferential issue Proceeds from the objects as stated.

Note 28 - Additional Information as required under Schedule III to the companies Act, 2013.

(Amt in ₹)

Name of Entity Particulars	Net Assets*		Share in Profit / (Loss)*	
	% of Consolidated Net Assets	Amount (₹)	% of Consolidated Profit / (Loss)	Amount (₹)
Parent				
Focus Suites Solutions & Services Private Limited	74.82	20,06,07,357	68.15	2,01,65,535
Indian Direct Subsidiaries*				
Minority Interest in M/s Pure Online Panel Research Services Private limited - Subsidiary Company	0.00	114	0.00	10
Parent Company Interest in M/s Pure Online Panel Research Services Private limited - Subsidiary Company	14.98	4,01,68,126	17.93	53,06,130
Minority Interest in M/s Genpop Consumer Research Private Limited - Subsidiary Company	0.00	77	0.00	7
Parent Company in M/s Genpop Consumer Research Private Limited - Subsidiary Company	10.20	2,73,52,183	13.92	41,19,069
TOTAL	100.00	26,81,27,857	100.00	2,95,90,751

*Net Assets means Total Assets minus Total Liabilities. Share in Net Asset and Share in Profit (Loss) of subsidiary, Associate, Joint Venture is considered based on respective company audited standalone financial statement.

Note 29 Figures pertaining to the subsidiaries have been recast / reclassified wherever necessary in order to bring them in line with parent company financial statements.

For Ramanand & Associates

CHARTERED ACCOUNTANTS
(FRN No. 117776W)

Ramanand Gupta

(Partner)
(M No. 103975)

Place: Mumbai

Date: 29th May, 2018

For and on behalf of the Board

Soniya Singh

(Managing Director)
DIN: 07936772

Jyotsana Puri

(Whole Time Director)
DIN: 07855815

Nidhi Sharma

(Company Secretary)
M.No. A40435



Focus Suites Solutions & Services Limited

CIN: U72200KA2006PLC039993

Registered office: 2nd Floor, Kalpak Arcade, No. 46/17, Church Street, Bangalore – 560001.

Corporate Office: . No. C-108, 1st Floor, Kanakia Zillion, Gateway to BKC, LBS Marg, Kurla West, Mumbai – 400070.

ATTENDANCE SLIP

RECORD OF ATTENDENCE 11th ANNUAL GENERAL MEETING, HELD ON FRIDAY, 28th SEPTEMBER, 2018 AT 1.00 P.M. AT HOTEL PRESIDENCY INTERNATIONAL AIRPORT, DEVANAHALLI - NO-22, SADAHALLI GATE & ROAD, SETTIGERE VILLAGE, BENGALURU, KARNATAKA – 562157.

Members' Name and Address details	
-----------------------------------	--

Regd. Folio No. / DP ID	
Client ID/Ben.A/C	
No. of shares held	

I certify that I am a registered Shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 11th Annual General Meeting of the Company held on Friday, 28th September, 2018 at 1.00 p.m. at “Hotel Presidency International Airport, Devanahalli - No-22, Sadahalli Gate & Road, Settigere village, Bengaluru, Karnataka – 562157.”

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.



Form No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Focus Suites Solutions & Services Limited

CIN: U72200KA2006PLC039993

Registered office: 2nd Floor, Kalpak Arcade, No. 46/17, Church Street, Bangalore – 560001.

Corporate Office: No. C-108, 1st Floor, Kanakia Zillion, Gateway to BKC, LBS Marg, Kurla West, Mumbai – 400070.

Name of the member (s) :

Registered address :

E-mail Id :

Folio No. / Client ID :

DP ID :

I/We, being the member (s) of Shares of the above named Company, hereby appoint

1. Name: Address:

E-mail Id:Signature:....., or failing him

2. Name: Address:

E-mail Id:Signature:....., or failing him

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 11th Annual General Meeting of the Company, to be held on the **Friday, 28th September, 2018 at 1.00 p.m. at Hotel Presidency International Airport, Devanahalli - No-22, Sadahalli Gate & Road, Settigere village, Bengaluru, Karnataka – 562157** and at any adjournment thereof in respect of such Resolutions as are indicated below:



Resolution(S) No.		Optional*	
		For	Against
Ordinary Business:			
1.	Adoption of Audited Financial Statement for the Financial Year ended 31 st March, 2018		
2.	Re-appointment of Director retire by rotation		
3.	Appointment of Statutory Auditor		

Signed this..... day of..... 20.....

Affix a ₹ 1
Revenue
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. *It is optional to put (√) in the appropriate column against the Resolutions indicated in the Box. If you leave the “for” or “against” column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/ she may deemed appropriate



Corporate Office

C-108, 1st Floor Kanakia Zillion, LBS Marg, Kurla West,
Mumbai, Maharashtra 400070

Email: info@focus-suites.com

Registered office

2nd floor, Kalpak Arcde, No.46/17,Church Street,
Bangalore-560001