

# FUTURISTIC SOLUTIONS LIMITED

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## NOTICE

Notice is hereby given that the 39<sup>th</sup> Annual General Meeting of the members of **M/s Futuristic Solutions Limited** will be held on Monday the 12<sup>th</sup> Day of September, 2022, at 11:00 A.M. through Video conferencing/other Audio visual means (OAVM), to transact the following business:-

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2022 and the Profit & Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon and in this regard to pass the following resolution as an **Ordinary resolution**:

**RESOLVED THAT** the audited Financial Statement of the Company for the year ended 31st March, 2022 together with the reports of the Directors and Auditors thereon be and are hereby received, considered and adopted.

2. To re-appoint Mrs. Sangeeta Sandhu, Director (DIN: 00115443) who retires by rotation at this meeting and being eligible offers herself for re-appointment and in this regard to pass the following resolution as an **Ordinary resolution**:

**“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Sangeeta Sandhu, (DIN: 00115443), who retires by rotation at this meeting, be and is hereby appointed as Director of the Company.”

3. To consider and approve appointment of Auditors and to consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013, M/s. Mahesh Yadav & Company, Chartered Accountants, be and are hereby appointed as the Statutory Auditors of the Company, for a term of 05 years from the conclusion of this AGM till the conclusion of 44<sup>th</sup> AGM held in the year 2027 on such remuneration as shall be fixed by the Board of directors of the Company.”

### SPECIAL BUSINESS

4. **To re-appoint Mr. Mandeep Sandhu as Managing Director of the Company**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other rules made thereunder and applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other law applicable to the Company for time being in force (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and in accordance with relevant provisions of the Articles of Association of the Company, and upon recommendations of Nomination & Remuneration Committee and Board of Directors of the Company (hereinafter referred to as the ‘Board’) and subject to such other approval(s), permission(s) and sanction(s) as may be required in this regard, consent of the Members be and is hereby accorded for re-appointment of Mr. Mandeep Sandhu (DIN: 00115301) as Managing Director for a further period of five (5) years with effect from July 7, 2022, not liable to retire by rotation, on such terms and conditions and at such remuneration, as detailed in the explanatory statement attached hereto.

**RESOLVED FURTHER THAT** the Board or any duly constituted committee of the Board be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

5. **To Re-appoint Mr. Sunil Gupta as an Independent Director**

To consider, and if thought fit, to pass, the following resolution as a Special Resolution for re-appointment of Mr. Sunil Gupta (DIN: 07930841) for a second term:

## FUTURISTIC SOLUTIONS LIMITED

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**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Mr. Sunil Gupta (DIN: 07930841), who holds office up to September 8, 2022 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 be and is hereby re- appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from September 9, 2022 till September 8, 2027.

**“RESOLVED FURTHER THAT** the Board of Directors (including Nomination and Remuneration Committee thereof), be and is / are hereby authorized to do all such acts, deeds, matters and things, as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution.

### 6. To Re-appoint Mr. Sanjiv Kumar Taneja as an Independent Director

To consider, and if thought fit, to pass, the following resolution as a Special Resolution for re-appointment of Mr. Sanjiv Kumar Taneja (DIN: 07932219) for a second term:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Mr. Sanjiv Kumar Taneja (DIN: 07932219), who holds office up to September 8, 2022 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 be and is hereby re- appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from September 9, 2022 till September 8, 2027.

**RESOLVED FURTHER THAT** the Board of Directors (including Nomination and Remuneration Committee thereof), be and is / are hereby authorized to do all such acts, deeds, matters and things, as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution.

**By Order of the Board of Directors  
For Futuristic Solutions Limited**

**Date: 09.08.2022  
Place: New Delhi**

**Sd/-  
Nupur Beri  
(Company Secretary)  
ACS No. 68771**

# FUTURISTIC SOLUTIONS LIMITED

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## NOTES:

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs, Government of India (“MCA”) issued General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December 2021, 21/2021 dated 14th December 2021 and 03/2022 dated 5th May, 2022, respectively, (“MCA Circulars”) allowing, inter-alia, conduct of AGMs through Video Conferencing/Other Audio-Visual Means (“VC/ OAVM”) facility on or before 31st December, 2022. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 39<sup>th</sup> AGM of the Company is being convened and conducted through VC. Further, Members attending the Meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
2. The Company has enabled the Members to participate at the 39<sup>th</sup> AGM through VC facility. The instructions for participation by members are given in the subsequent pages.
3. Since the AGM is being conducted through VC/OAVM, Members will not be able to appoint proxies for this meeting. Hence proxies form, Attendance Slip and route map of the venue of the AGM are not annexed to the Notice.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
5. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. The process and instructions for remote e-voting are provided in the subsequent pages. Such remote e-voting facility is in addition to voting that will take place at the 39<sup>th</sup> AGM being held through VC.
6. In compliance with the aforesaid MCA Circulars and SEBI Circular notice of the AGM along with the Annual Report for the financial year 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories.
7. Members are requested to register the e-mail Address and Mobile No. with their respective Depository Participant/s. Those Members, whose email address and Mobile No. is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 39<sup>th</sup> AGM and the Annual Report for the year 2021-22 and all other communication sent by the Company, from time to time, can get their email address and Mobile number registered with the Company.

## REGISTRATION OF EMAIL ID/MOBILE NO.

- a) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company at [futuristicsolutionsltd@gmail.com](mailto:futuristicsolutionsltd@gmail.com) and to RTA at [beetalrta@gmail.com](mailto:beetalrta@gmail.com)
- b) In case shares are held in demat mode, please contact the Depository Participant and register the email Address and Mobile No. as per the process advised by the Depository Participant.
8. Members may note that the Notice of the Annual General Meeting will also be available on the Company’s website i.e. [www.fsl.co.in](http://www.fsl.co.in) The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting facility at the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com)
9. The Notice is being sent to all the Shareholders, whose names appear on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) on Friday, August 12, 2022.
10. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send, through their registered email address, a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote E-voting/ E-voting system available during the AGM. The said Resolution/Authorization shall be sent to the Company via email at [futuristicsolutionsltd@gmail.com](mailto:futuristicsolutionsltd@gmail.com) with copy marked at [kumarrajeshassociates@gmail.com](mailto:kumarrajeshassociates@gmail.com)
11. In case of joint holders attending the meeting together, only to the shareholder whose name appearing as the first holder in the orders of names as per the Register of Members of the Company will be entitled to vote at the AGM.

## FUTURISTIC SOLUTIONS LIMITED

12. The Physical Register of Members and Share Transfer Books of the Company would remain closed from Tuesday, September 6, 2022 to Monday September 12, 2022 to (both days inclusive) for the purpose of Annual General Meeting.
13. The explanatory Statement pursuant to Section 102 of Companies Act, 2013 in regard to Special Business as set out in Item No. 4, 5, 6 and Information required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") is annexed hereto.
14. Members are requested to note that dividends if not encashed for a period of seven years from the date of transfer to Unpaid dividend account of the Company are liable to be transferred to IEPF. The shares in respect of such Unclaimed dividend if not encashed for a consecutive period of 7 years are also liable to be transferred to the demat Account of the IEPF Authority. In view of this members are requested to claim their dividends from the Company within stipulated time. Further, pursuant to the provisions of the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded the details of the unpaid and unclaimed amounts on the website of the Company i.e. [www.fsl.co.in](http://www.fsl.co.in)

Due Date for transfer of Unpaid/ Unclaimed dividends to IEPF are as follows:

Financial Year ended	Declaration Dates	Due Date
March 31,2015	July 20,2015	August 20,2022
March 31,2016	May 31,2016	July 01,2023
March 31,2017	May 24,2017	June 25,2024

15. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
16. Non-Resident Indian Members are requested to inform the Company's Registrar & Transfer Agent (RTA) immediately:
  - a) The particulars of the Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank, if not furnished earlier.
  - b) Any change in their residential status on return to India for permanent settlement.
17. 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 the 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.
18. In terms of Section 72 of the Companies Act, 2013, the Members of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/their death. Members desirous of availing this facility may submit nomination in form SH-13.
19. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 and the relevant documents referred to in the Notice, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [futuristicsolutionsltd@gmail.com](mailto:futuristicsolutionsltd@gmail.com)
20. The Company has appointed M/S Kumar Rajesh & Associates, Practicing Company Secretaries, as Scrutinizer to scrutinize the Remote E-voting and e-voting process during the AGM in a fair and transparent manner and for conducting the scrutiny of the votes cast. The Results will be declared within 48 hours from the conclusion of AGM. The results declared along with the Scrutinizer's Report shall be uploaded on the website of the Company i.e. [www.fsl.co.in](http://www.fsl.co.in) and the website of the CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com), besides communicating to the stock exchange(s) on which the shares of the Company are listed.

# FUTURISTIC SOLUTIONS LIMITED

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## 21. INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AS UNDER:

- i. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
- ii. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
- iii. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
- iv. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- v. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
- vi. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.fsl.co.in](http://www.fsl.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
- vii. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
- viii. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13, 2021.

## THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

- (i) The voting period begins on Friday 09.09.2022 at 11.00 AM and ends on Sunday 11.09.2022 at 5.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 05.09.2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

## FUTURISTIC SOLUTIONS LIMITED

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

## FUTURISTIC SOLUTIONS LIMITED

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

## FUTURISTIC SOLUTIONS LIMITED

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

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.



## FUTURISTIC SOLUTIONS LIMITED

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- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; \_\_\_\_\_ (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

### 22. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **\_\_\_ days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **\_\_\_ days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

### 23. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

# FUTURISTIC SOLUTIONS LIMITED

## EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### ITEM NO.2 TO CONSIDER, APPROVE THE APPOINTMENT OF MS. SANGEETA SANDHU, NON-EXECUTIVE DIRECTOR TO BE IN THE CATEGORY OF ROTATIONAL DIRECTORS

Your Company has six (6) Directors out of which three (3) Mr. Anupam Dev, Mr. Sunil Gupta, and Mr. Sanjiv Kumar Taneja are Independent Directors, Mrs. Sangeeta Sandhu and Ms. Deepika Sandhu are a Non-Executive Director and Mr. Mandeep Sandhu is the Managing Director of the Company. The offices of Independent Directors are not liable to determine by rotation, by virtue of the Provisions of the Companies Act, 2013 ("Act").

The Office of Managing Director is not liable to determine by rotation due to the provisions of the Articles of Association of the Company. However, Ms. Sangeeta Sandhu, Director shall be required to retire by rotation, to comply with the provisions of Section 152 of the Act. The Company proposes to amend the relevant resolution which has been passed in previous Annual General Meeting.

Accordingly, the Board of Directors recommends resolution as set out at item no. 2 for your approval.

**The details required to be disclosed under provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:**

#### Brief Profile

Name Of Director	Mrs. Sangeeta Sandhu
Directors Identification Number (DIN)	00115443
Date of Birth	20.06.1964
Date of First Appointment on Board of the Company	09.10.2000
Qualification and Experience and expertise in Specific functional area	B.A.
Terms and conditions of appointment and re-appointment	Liable to retire by rotation subject to the approval of members stated in Item No. 2, Non-Executive Director
Disclosure of relationships between directors inter-se	Wife of Mr. Mandeep Sandhu, Managing Director.
Number of Board Meeting attended during the Year	7
No. of shares held in the Company	46,517
Directorships in other Companies	(a) Mishry Holdings Ltd., (b) Moral Holdings Ltd., (c) Futuristic Remedies Ltd., and (d) Diana Euro Chem Pvt. Ltd.
Membership/Chairmanship of committee of Directors of other companies	NA

### ITEM NO.3 TO CONSIDER, APPROVE THE APPOINTMENT OF M/S. MAHESH YADAV & COMPANY, STATUTORY AUDITOR TO BE IN THE CATEGORY OF AUDITOR

The Board of Directors based on the recommendation of the Audit Committee, at their meeting held on 9<sup>TH</sup> August, 2022 considered the matter relating to Appointment of the Statutory Auditors and have unanimously recommended appointment of M/s. Mahesh Yadav & Company (ICAI Firm's Registration No. 036520N) as statutory auditors of the Company to hold office for a term of 5 years from the conclusion of the 39th Annual General Meeting of the Company till the conclusion of the 44th Annual General Meeting, in accordance with the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014. M/s. Mahesh Yadav & Company, Chartered Accountants, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that, they are not disqualified to be appointed as Statutory Auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

## FUTURISTIC SOLUTIONS LIMITED

The details required to be disclosed under provisions of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

### Brief Profile

S.NO.	PARTICULARS	DETAILS
1	Proposed Audit Fees payable to Auditors	As decided by board
2	Terms of Appointment	Appointed for a term of 5 years from the conclusion of the 39th Annual General Meeting of the Company till the conclusion of the 44th Annual General Meeting
3	Material change in the fees payable	None
4	Basis of recommendation & Auditor Credentials	<p>The Audit Committee and the Board of Directors, based on the credentials of the firm and the partners, eligibility criteria prescribed under the Companies Act, 2013, at its meeting held on 09.08.2022 had recommended the appointment of Mahesh Yadav &amp; Co. as statutory auditor of the company.</p> <p>Profile:</p> <p>Mahesh Yadav &amp; Co., Chartered Accountants is a Proprietorship Firm registered with The Institute of Chartered Accountants of India with Firm Registration Number: 036520N</p> <p>Services offered :</p> <p>Auditing &amp; Assurance, Management Consultancy Legal Compliances</p>

### ITEM NO.4 TO CONSIDER, APPROVE THE RE-APPOINTMENT OF MANDEEP SANDHU, MANAGING DIRECTOR OF THE COMPANY

Mr. Mandeep Sandhu was re-appointed as the Managing Director of the Company pursuant to the resolution passed by the Members at their 36<sup>th</sup> AGM of the Company held on September 30, 2019 for 3 consecutive years and his re-appointment is due for another term of five years. Based on the strong performance of the Company under the leadership of Mr. Mandeep Sandhu, the Nomination & Remuneration Committee ("NRC") recommended the reappointment of Mr. Mandeep Sandhu as Managing Director of the Company for a further period of 5 years i.e. from July 7, 2022 to July 6, 2027 respectively.

Mr. Mandeep Sandhu is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given all the necessary declarations and confirmation including his consent to be re-appointed as a Managing Director of the Company. In terms of the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof for time being in force) and relevant provisions of Articles of Association of the Company, re-appointment of the Managing Director requires approval of the Members.

The details required to be disclosed under provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

### Brief Profile

Name Of Director	Mr. Mandeep Sandhu
Directors Identification Number (DIN)	00115301
Date of Birth	30.06.1960
Date of First Appointment on Board of the Company	01.09.1987

## FUTURISTIC SOLUTIONS LIMITED

Qualification and Experience and expertise in Specific functional area	B.E. (Hons) Civil Engg and B. Pharmacy (Hons) Diploma from Indian Council for Alternate Dispute redressal (I.C.A.D.R.) Experience of over 39 years.
Terms and conditions of appointment and re-appointment	Re-appointed for period of 5 years i.e. from July 7, 2022 to July 6, 2027 respectively subject to the approval of shareholders in the AGM. Not liable to retire by rotation.
Disclosure of relationships between directors inter-se	Husband of Mr. Sangeeta Sandhu, Director.
Number of Board Meeting attended during the Year	7
No. of shares held in the Company	18,98,704
Directorships in other Companies	(a) Mishry Holdings Ltd., (b) Moral Holdings Ltd., (c) Futuristic Remedies Ltd., and (d) Diana Euro Chem Pvt. Ltd. (e) Futuristic Minerals Private Limited.
Membership/Chairmanship of committee of Directors of other companies	NA

### STATEMENT PURSUANT TO THE PROVISIONS OF SCHEDULE V OF THE COMPANIES ACT 2013 IS GIVEN BELOW:

#### I. GENERAL INFORMATION

1.	Nature of Industry	The business of providing futuristic solutions of arbitration cases, recovery of disputed debts, purchase sale, discounting & dealing in actionable claims, disputed debts etc. The business of leasing & hire purchase company and to acquire to provide on lease or on hire purchase basis of all types of industrial & office equipments, machinery, vehicles, building and real estate required for manufacturing, processing, transportation & trading business & other commercial and service business etc.
2.	Date of Commencement of business	23.09.1983
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA
4.	Financial performance	Financial performance of the Company as on March 31, 2022: Total Income: Rs.3,921,550/- Total Expenditure: Rs.4,296,237/- Profit /(Loss) before tax: Rs.(374,689)/- Profit /(Loss) after tax: Rs.(308,795)/-
5.	Foreign investments or collaborations, if any	NA

#### II. INFORMATION ABOUT THE APPOINTEE – MR. MANDEEP SANDHU

## FUTURISTIC SOLUTIONS LIMITED

1.	Background details	As narrated above
2	Past remuneration	15,00,000/- (per annum)
3	Recognition or awards	-
4	Job profile and his suitability	Mr. Mandeep Sandhu is the Managing Director of the Company and has been looking after the overall affairs and operations of the Company under the supervision and control of the Board of Directors. The Company has made enormous progress under the stewardship of Mr. Mandeep Sandhu, who has the management expertise to handle the business of the Company and the vision to take the business forward.
5	Remuneration proposed	As mentioned in the resolution
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The proposed remuneration is justified in comparison with the general market trends and remuneration package of top level managerial person having comparative qualification, contribution and expertise.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Mandeep Sandhu is holding 18,98,704 equity shares of the Company.

### III. OTHER INFORMATION

1.	Reasons of loss or inadequate profit	As per the Audited Balance Sheet of the Company as at March 31, 2022, the net loss after tax of the Company is Rs. (308,795)/-. Due to the outbreak of Covid the court cases are pending which was causing delay in recovery of debt & claims.
2	Steps taken or proposed to be taken for improvement	The Company has been making all the possible endeavors to bring up the revenue, however due to the clutter of cases with the courts due to the pandemic (where many of our claims are pending at different stages), the process is taking a little time. There is every likelihood that all or many matters may fructify around the same time, thereby giving impetus to the revenue generation by the company.
3	Expected increase in productivity and profits in measurable terms	In view of the facts stated above, it is difficult to forecast the profitability in measurable terms. However, the Company expects that the profitability would improve in future in comparable with industry average.

### IV. DISCLOSURES

The remuneration package of the managerial person has been given in the respective resolution.

#### **ITEM NO.5 TO CONSIDER, APPROVE THE RE-APPOINTMENT OF MR. SUNIL GUPTA, INDEPENDENT DIRECTOR OF THE COMPANY.**

The Members of the Company, at their 35th AGM held on September 5<sup>th</sup>, 2018, had appointed Mr. Sunil Gupta (DIN: 07930841), as an Independent Director of the Company for a term of five consecutive years from September 09, 2017 to September 8, 2022, pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Act and the Rules framed thereunder, read with Schedule IV to the Act. Further, subject to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 the tenure of Independent Director(s) for all prospective appointment/re-appointments shall not extend beyond two consecutive terms of five years each or the date on which said Director attains seventy five (75) years of age, whichever is earlier. Pursuant to the provisions of Section 149(10) of the Act, an independent director shall be eligible for re-appointment upon passing a special resolution by the Members of the Company and disclosure of such re-appointment in

## FUTURISTIC SOLUTIONS LIMITED

the Board's Report.

Based on the recommendation of the Board Nomination and Remuneration Committee and afore-stated summary of performance evaluation of Mr. Sunil Gupta during his tenure as a Director, the Board is of the opinion that Mr. Sunil Gupta fulfils the conditions prescribed for the re-appointment in the Act and SEBI Listing Regulations and has recommended the re-appointment of Mr. Sunil Gupta as an Independent Director of the Company, to hold office for a second term of five consecutive years commencing from September 09, 2022 till September 08, 2027 and he shall not be liable to retire by rotation. Mr. Sunil Gupta is not disqualified from being appointed under Section 164 of the Act. Necessary disclosures pursuant to Regulation 36 (3) of SEBI Listing Regulations and Secretarial Standard on General Meetings, with regard to the re-appointment of Mr. Sunil Gupta, are given below. The terms and conditions relating to the re-appointment of Mr. Sunil Gupta shall be available for inspection of the Members. The Members are, therefore, requested to grant their approval by way of a Special Resolution for the re-appointment of Mr. Sunil Gupta as an Independent Director of the Company. Except Mr. Sunil Gupta and his relatives, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise in the passing of the resolution set out at Item No. 5.

Your Directors recommend the special resolution set forth in Item No. 5 for your approval.

### Brief Profile

Name Of Director	Mr. Sunil Gupta
Directors Identification Number (DIN)	07930841
Date of Birth	29/01/1959
Date of First Appointment on Board of the Company	09.09.2017
Qualification and Experience and expertise in Specific functional area	Post Graduate in Management Studies having an experience of 40 years in business.
Terms and conditions of appointment and re-appointment	Re-appointed for a term of five consecutive years commencing from September 09, 2022 till September 08, 2027 and he shall not be liable to retire by rotation.
Disclosure of relationships between directors inter-se	NA
Number of Board Meeting attended during the Year	7
No. of shares held in the Company	NIL
Directorships in other Companies	NA
Membership/Chairmanship of committee of Directors of other companies	NA

### ITEM NO.6 TO CONSIDER, APPROVE THE RE-APPOINTMENT OF MR. SANJIV KUMAR TANEJA, INDEPENDENT DIRECTOR OF THE COMPANY

The Members of the Company, at their 35th AGM held on September 5<sup>th</sup>, 2018, had appointed Mr. Sanjiv Kumar Taneja (DIN: 07932219), as an Independent Director of the Company for a term of five consecutive years from September 09, 2017 to September 8, 2022, pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Act and the Rules framed thereunder, read with Schedule IV to the Act. Further, subject to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 the tenure of Independent Director(s) for all prospective appointment/re-appointments shall not extend beyond two consecutive terms of five years each or the date on which said Director attains seventy five (75) years of age, whichever is earlier. Pursuant to the provisions of Section 149(10) of the Act, an independent director shall be eligible for re-appointment upon passing a special resolution by the Members of the Company and disclosure of such re-appointment in the Board's Report.

## FUTURISTIC SOLUTIONS LIMITED

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Based on the recommendation of the Board Nomination and Remuneration Committee and afore-stated summary of performance evaluation of Mr. Sanjiv Kumar Taneja during his tenure as a Director, the Board is of the opinion that Mr. Sanjiv Kumar Taneja fulfils the conditions prescribed for the re-appointment in the Act and SEBI Listing Regulations and has recommended the re-appointment of Mr. Sanjiv Kumar Taneja as an Independent Director of the Company, to hold office for a second term of five consecutive years commencing from September 09, 2022 till September 08, 2027 and he shall not be liable to retire by rotation. Mr. Sanjiv Kumar Taneja is not disqualified from being appointed under Section 164 of the Act. Necessary disclosures pursuant to Regulation 36 (3) of SEBI Listing Regulations and Secretarial Standard on General Meetings, with regard to the re-appointment of Mr. Sanjiv Kumar Taneja, are given below. The terms and conditions relating to the re-appointment of Mr. Sanjiv Kumar Taneja shall be available for inspection of the Members. The Members are, therefore, requested to grant their approval by way of a Special Resolution for the re-appointment of Mr. Sanjiv Kumar Taneja as an Independent Director of the Company. Except Mr. Sanjiv Kumar Taneja and his relatives, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise in the passing of the resolution set out at Item No. 6.

Your Directors recommend the special resolution set forth in Item No. 6 for your approval.

### Brief Profile

Name Of Director	Mr. Sanjiv Kumar Taneja
Directors Identification Number (DIN)	07932219
Date of Birth	01/07/1959
Date of First Appointment on Board of the Company	09.09.2017
Qualification and Experience and expertise in Specific functional area	Electronic Engineering from a reputed college in Rajasthan having an experience of 40 years in business.
Terms and conditions of appointment and re-appointment	Re-appointed for a term of five consecutive years commencing from September 09, 2022 till September 08, 2027 and he shall not be liable to retire by rotation.
Disclosure of relationships between directors inter-se	NA
Number of Board Meeting attended during the Year	7
No. of shares held in the Company	NIL
Directorships in other Companies	NA
Membership/Chairmanship of committee of Directors of other companies	NA

**By Order of the Board of Directors  
For Futuristic Solutions Limited**

**Date: 09.08.2022  
Place: New Delhi**

**Sd/-  
Nupur Beri  
(Company Secretary)  
ACS No. 68771**