

## **BOARD REPORT**

**To,  
The Members,  
Futurex Management Solutions Limited  
(Previously known as Futurex Management Solutions Private Limited)**

Your directors take pleasure in presenting the Eleventh (11<sup>th</sup>) Annual Report on the business and operations of the company for the Financial Year ended on 31st March 2025.

### **FINANCIAL SUMMARY**

The financial performance of the Company for the financial year ended 31<sup>st</sup> March 2025 is summarized below: -

<b>S. No.</b>	<b>Particulars</b>	<b>For the Financial Year ended 31st March 2025 (in lakhs)</b>	<b>For the Financial Year ended 31st March 2024 (in lakhs)</b>
<b>1</b>	<b>Revenue from Operations</b>	1,970.76	883.69
	<b>Other Income</b>	1.21	1.27
	<b>Total Revenue</b>	<b>1,971.97</b>	<b>884.96</b>
<b>2</b>	<b>Profit (+)/ Loss (-) before Depreciation and Tax</b>	456.20	192.05
<b>3</b>	<b>Depreciation/ Amortization</b>	81.74	95.45
<b>4</b>	<b>Profit (+)/ Loss (-) before Tax</b>	<b>374.46</b>	<b>96.60</b>
<b>5</b>	<b>Provision for Income Tax</b>	92.09	33.55
<b>6</b>	<b>Income Tax Paid for Earlier Year</b>	-	1.94
<b>7</b>	<b>Deferred Tax</b>	(16.84)	(7.75)
<b>10</b>	<b>Profit (+)/ Loss (-) after Tax</b>	<b>299.21</b>	<b>53.35</b>

### **1. STATE OF COMPANY AFFAIRS**

*Brief description of the nature of business:*

The Company engaged in the business of providing management consultancy services, render HR consultancy, HR recruitment solution, Payroll management, manpower outsourcing & data management, Software designing and development etc.

*Change in Constitution of Company:*

The Company has been converted from a Private Limited Company into a Public Limited Company pursuant to the applicable provisions of the Companies Act, 2013, and a fresh Certificate of Incorporation consequent upon conversion was issued by the Registrar of Companies, NCT Delhi & Haryana. Accordingly, the name of the Company has been changed from **Futurex Management Solutions Private Limited** to **Futurex Management Solutions Limited** with effect from 18/08/2025.

*Financial Performance of the Company:*

During the year, the financial performance of the company has improved as reflected in its profits and loss accounts, and highlights of the company's performances for the financial year 2024-25 as compared to the previous year 2023-24 are given below: -

- Total revenue is increased from INR 883.69 Lacs to INR 1,970.76 Lacs
- Profit before Tax is increased from INR 96.60 Lacs to INR 374.46 Lacs
- Net Profit after Tax is increased from INR 53.35 Lacs to INR 299.21 Lacs

**2. DIVIDEND**

Considering the future growth prospects of the Company in the industry and investing the profits in other avenues for higher profits, the Company has decided to retain the profits and accordingly the Board didn't recommend any amount in the name of dividend to be distributed among the shareholders for the Financial Year 2024-25.

**3. TRANSFER TO RESERVES AND SURPLUS**

Your Directors proposes to carry an amount of INR 299.21 Lacs to reserves and surplus.

**4. DIRECTORS AND KEY MANAGERIAL PERSONS**

As on 31<sup>st</sup> March, 2025, the following 2 (Two) persons continue to be the directors of the Comapany:

S. No.	Name of Directors	Designation	Date of Original Appointment
01	Mr. Ravi Gahlot	Director	28/07/2014
02	Mrs. Sulekha Gahlot	Director	28/07/2014

- Pursuant to the provisions of section 152(6) of the Companies Act, 2013 and in terms of the Articles of Association of the company Mr. Ravi Gahlot (DIN 03245983), the director of the Company retires at the ensuing annual general meeting and offers himself for re-appointment.

- After the closure of the financial year, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Ramakrishnan Chandrasekaran (DIN: 09552668) was appointed as an Additional Director of the Company w.e.f. 25.04.2025.

Subsequently, his appointment was regularized by the members of the company at the (01/2025-26) Extra-Ordinary General Meeting of the Company held on 05th August 2025.

#### 5. **NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

(A) During the Financial Year 2024-25, the Company held 9 (Nine) board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below:

The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings.

Sr. No.	Date of Meeting	No. of Directors attended the Meeting
1.	01/05/2024	02
2.	25/06/2024	02
3.	05/09/2024	02
4.	07/10/2024	02
5.	20/01/2025	02
6.	14/02/2025	02
7.	05/03/2025	02
8.	15/03/2025	02
9.	29/03/2025	02

S. No	Date	Mr. Ravi Gahlot	Mrs. Sulekha Gahlot
1.	01/05/2024	✓	✓
2.	25/06/2024	✓	✓
3.	05/09/2024	✓	✓
4.	07/10/2024	✓	✓
5.	20/01/2025	✓	✓
6.	14/02/2025	✓	✓
7.	05/03/2025	✓	✓
8.	15/03/2025	✓	✓
9.	29/03/2025	✓	✓

(B) Company has also held following General Meetings During the year 2024-25:

S. No	Particulars	Date
1	Annual General Meeting	30/09/2024
2	01 <sup>st</sup> Extra-ordinary General Meeting	02/11/2024
3	02 <sup>nd</sup> Extra-ordinary General Meeting	28/03/2025

## 6. **SHARE CAPITAL**

The Authorized share Capital and paid-up Equity Share Capital of the Company both have increased during the year, which is as follows:

Particulars	As on 31/03/2024	As on 31/03/2025
Authorized Share Capital	10,000 Equity Shares of Rs. 10 each amounting to Rs. 1,00,000/-	50,00,000 Equity Shares of Rs. 10 each amounting to Rs. 5,00,00,000/-
Paid up Share Capital	10,000 Equity Shares of Rs. 10 each amounting to Rs. 1,00,000/-	12,000 Equity Shares of Rs. 10 each amounting to Rs. 1,20,000/-

### **(A) Increase in Authorised Share Capital**

The Authorized Share Capital of the Company has been increased from INR 1,00,000/- (Rupees One Lakh) divided into 10,000 (Ten thousand) Equity Shares of INR 10/- (Rupees Ten only) each to INR 5,00,00,000/- (Rupees Five Crores) divided into 50,00,000 (Fifty Lakhs) Equity Shares of INR 10/- (Rupees Ten only) ranking pari-passu with the existing Equity Share Capital of the Company by passing a resolution in the 01<sup>st</sup> Extra-ordinary General Meeting for F.Y. 2024-25 held on 02<sup>nd</sup> November, 2024.

### **(B) Right Issue**

During the year, the Company came up with a right issue of 2,000 equity shares in the ratio of 0.2:1, which was allotted on March 29, 2025.

## 7. **DEPOSITS**

During FY 2024-25, the Company has not accepted deposits within the meaning of Section 73 of the Act and the Companies (Acceptance of Deposits) Rules 2014. As such no amount of deposit or interest thereon is outstanding as on March 31, 2025.

### **(i) Disclosures relating to the provisions of Section 73 of Companies Act, 2013 read with Rule 2 (1)(c)(viii) of the Companies (Acceptance of Deposit) Rules, 2014.**

During the year the company has accepted borrowing(s) from its directors and relatives, mentioned as below:

S. No	Name	Relation	Opening Balance (in lakhs)	Repaid during the year (in lakhs)	Closing Balance (in lakhs)
1	Ravi Gahlot	Director	50.00	50.00	0.00
2	Sulekha Gahlot	Director	19.00	19.00	0.00

#### **8. PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS UNDER SECTION 186**

The Company has not given any Loan, given any guarantee or provided security in connection with a Loan to any other body corporate or person and has not acquired by way of subscription, purchase or otherwise, the securities of any other body corporate.

#### **9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH THE RELATED PARTIES**

During the year under review, all contracts / arrangements / transactions entered by the Company with related parties were in the ordinary course of business and on an arm's length basis.

Therefore, the disclosure of information on transactions with related parties has been mentioned as such in Form AOC-2 placed as Annexure 1 of this report.

Members may refer to Note no. 19 to the Financial Statement which sets out Related Party Disclosures pursuant to Indian Accounting Standards.

#### **10. 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 RELATE AND THE DATE OF THE REPORT**

After the closure of the financial year, the Company has been converted from a Private Limited Company to a Public Limited Company pursuant to the approval granted by the shareholders at their Extraordinary General Meeting held on 05<sup>th</sup> August 2025 and the subsequent approval of the Registrar of Companies, NCT Delhi & Haryana vide Fresh Certificate of Incorporation dated 18<sup>th</sup> of August 2025. Accordingly, the name of the Company has been changed from "**Futurex Management Solutions Private Limited** to **Futurex Management Solutions Limited**".

After the closure of the financial year, the Company has acquired 99,999 equity shares of "**Shyftlabs Private Limited**", by way of transfer from the shareholders of "**Shyftlabs Private Limited**", in the following manner:

S. No	Name of Shareholder	No of Shares	Face Value	Premium	Total Consideration
1.	Ravi Gahlot	80,000	10/-	23.88/-	27,10,400/-
2.	Sulekha Gahlot	19,999	10/-	23.88/-	6,77,566.12/-

Thereby holding 99.99% of its total equity share capital. Consequently, "**Shyftlabs Private Limited**" has become a Subsidiary Company of the "**Futurex Management Solutions Limited**" with effect from 01<sup>st</sup> April 2025, and as per proviso of Section 2.(71) of the Companies Act, 2013, "**Shyftlabs Private Limited**" shall be deemed to be public company for the companies act, 2013

and all the provisions of the companies act, 2013 will be applicable on the company as if it a public company.

#### **11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are provided hereunder:

##### **(A) CONSERVATION OF ENERGY**

- (i) the steps taken or impact on conservation of energy;
- (ii) the steps taken by the company for utilizing alternate sources of energy;
- (iii) the capital investment on energy conservation equipment;

are as follows:

The Company operates in the service sector and does not involve any manufacturing activities; hence, the provisions relating to conservation of energy are not applicable.

##### **(B) TECHNOLOGY ABSORPTION**

- (i) the efforts made towards technology absorption.
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution.
- (iii) in the case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
  - (a) the details of technology imported; N.A.
  - (b) the year of import; N.A.
  - (c) whether the technology has been fully absorbed; N.A.
  - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; N.A. and
- (iv) the expenditure incurred on Research and Development.

are as follows:

Being a service-sector entity, the Company has not undertaken any specific research and development or technology absorption activities requiring disclosure under this clause.

##### **(C) FOREIGN EXCHANGE EARNINGS AND OUTGO (IN LAKHS)**

Foreign Exchange Earning: INR 1,335.02 (Previous Year INR 562.03)

Foreign Exchange Outgo: NIL (Previous Year Rs. NIL)

## **12. STATUTORY AUDITORS**

**M/s. Sanjeev Shriram Verma & CO., (ICAI Firm Registration No. 003953C)** were appointed as Statutory Auditors of the company to fill casual vacancy caused by the resignation of **M/s. Grover & Associates (ICAI Firm Registration No. 023325N)**, in the Board Meeting dated 05/03/2025, subsequently approved in the Extra Ordinary General Meeting dated 28<sup>th</sup> March, 2025 until the conclusion of the ensuing Annual General Meeting to be held for the Financial Year 2024-25.

The Board proposes to recommend their name for re-appointment as the Statutory Auditors at the ensuing Annual General Meeting of the Company to hold office from the conclusion of ensuing Annual General Meeting until the conclusion of Annual General Meeting to be held for the Financial Year 2029-30 on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

Also, **M/s Sanjeev Shriram Verma & CO., (ICAI Firm Registration No. 003953C)**, has confirmed that they are eligible to continue as Statutory Auditors of the Company.

## **13. AUDITORS' REPORT**

The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer. The Notes to the financial statements referred to in the Auditors' Reports are self-explanatory and do not call for any further comments.

## **14. PARTICULARS OF EMPLOYEES**

In terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, none of the employees of the Company fall within the thresholds prescribed for disclosure. Accordingly, no disclosure is required under the said Rule.

## **15. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

Your Company has always believed in providing a safe and harassment free workplace for every individual working in the Company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, temporary, Contractual, trainees) are covered under this policy.

During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follow:

a.	Number of Complaints of Sexual Harassment received in the Year	NIL
b.	Number of Complaints disposed off during the year	NIL
c.	Number of cases pending for more than ninety days	NIL

#### **16. MATERNITY BENEFITS**

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961 and has extended all statutory benefits to eligible women employees during the year.

#### **17. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES**

During the period under review, the Company does not have any Subsidiary, Joint Venture or Associate Company, the provisions of Rule 8(5)(iv) of the Companies (Accounts) Rules, 2014 are not applicable to the Company.

However, after the closure of the financial year, the Company has acquired 99,999 equity shares of "Shyftlabs Private Limited", by way of transfer from the shareholders of "Shyftlabs Private Limited", in the following manner:

S. No	Name of Shareholder	No of Shares	Face Value	Premium	Total Consideration
1.	Ravi Gahlot	80,000	10/-	23.88/-	27,10,400/-
2.	Sulekha Gahlot	19,999	10/-	23.88/-	6,77,566.12/-

Thereby holding 99.99% of its total equity share capital. Consequently, "Shyftlabs Private Limited" has become a Subsidiary Company of the "Futurex Management Solutions Limited" with effect from 01<sup>st</sup> April 2025.

#### **18. RISK MANAGEMENT POLICY**

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. The risk mitigation process and measures have been also formulated and clearly spelled out in the said policy.

#### **19. DIRECTORS' RESPONSIBILITY STATEMENT**

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

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- b) They had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and the profit or loss of the company for that period.
- c) They had taken proper and sufficient care 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.
- d) They had prepared the annual accounts on a going-concern basis;
- e) The company being unlisted, sub clause (e) of section 134(3) of the companies act, 2013 pertaining to laying down internal financial controls is not applicable to the company; and
- f) They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**20. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE**

No significant and material orders were passed by the regulators or courts or tribunals which affect the going concern status and future operation of the Company.

**21. STATEMENT REGARDING COMPLIANCES OF APPLICABLE SECRETERIAL STANDARDS**

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

**22. CHANGE IN THE NATURE OF BUSINESS, IF ANY**

There are no changes in the business of the company during the financial year under review.

**23. COST RECORDS**

As per Section 148 of the Companies Act 2013 read with the Companies (Cost Records and Audit) Rules 2014, the provisions relating to maintenance of cost records are not applicable to the Company. Accordingly, the Company is not required to maintain cost records.

**24. FRAUD REPORTED BY AUDITORS**

During the year under review, none of the auditors have reported to the board of directors, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the report.

## **25. DECLARATION BY THE INDEPENDENT DIRECTORS**

The provisions relating to the declaration of independence under Section 149(6) of the Companies Act, 2013 are not applicable to the Company, as the Company does not have any Independent Director on its Board during the year under review.

## **26. PERFORMANCE AND FINANCIAL POSITION OF SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES**

During the year under review, your company does not have any Subsidiaries, Associates or Joint Venture Companies, therefore, the provisions of Rule 8(1) of Companies (Accounts) Rules 2014 do not apply to the Company.

## **27. SECRETARIAL AUDIT REPORT**

The requirement to obtain a Secretarial Audit Report from a Practicing Company Secretary under Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company.

## **28. CORPORATE SOCIAL RESPONSIBILITY**

Since the Company does not fall within the criteria of turnover and/or profit and/or net worth as prescribed under the provision of Section 135 of the Companies Act, 2013, the provisions of the said section are not applicable to the Company for the Financial Year 2024-25.

## **29. VIGIL MECHANISM**

The provisions relating to the establishment of Vigil Mechanism under the Companies Act, 2013 are not applicable to the Company.

## **30. INTERNAL CONTROL SYSTEM AND INTERNAL FINANCIAL CONTROL SYSTEM**

The Company has established adequate internal control systems, including internal financial controls, commensurate with the size, scale, and nature of its operations. These controls are designed to provide reasonable assurance regarding the accuracy and reliability of financial reporting, the safeguarding of assets, the prevention and detection of fraud and errors, and compliance with applicable laws and regulations.

The framework ensures:

- Timely and accurate financial reporting in accordance with the applicable Accounting Standards and other regulatory requirements.
- Optimum utilization of resources, efficient monitoring, timely maintenance, and safety of assets.
- Compliance with applicable laws, rules, regulations, internal policies, and management procedures.

- The internal financial controls were reviewed and tested for adequacy and operating effectiveness during the year. Based on such evaluation, the Board is of the opinion that the Company's internal financial controls were found to be adequate and operating effectively as on March 31, 2025, in all material respects, as envisaged under Section 134(5)(e) of the Companies Act, 2013.

### **31. ANNUAL RETURN**

Pursuant to Sections 92(3) and 134(3)(a) of the Act, a copy of the annual return of the Company as on March 31, 2025, will be made available on the website and can be accessed at <https://futurexsolutions.com/>

### **32. HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

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

### **34. DETAILS OF APPLICATION OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:**

During the period under review, no application has been made, and no proceeding is pending against the Company under the Insolvency and Bankruptcy Code, 2016.

### **35. DETAILS OF DIFFERENCE BETWEEN THE AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS:**

There is no instance of a one-time settlement with any bank or financial institution.

### **36. NUMBER OF EMPLOYEES AS ON THE CLOSURE OF THE FINANCIAL YEAR**

The Company is committed to maintaining a diverse and inclusive workplace. During the year, efforts were made to enhance gender balance across departments, especially in areas where female participation has traditionally been lower. Initiatives around women's leadership development, safety, flexible working arrangements, and return-to-work programs post-maternity were further strengthened.

As on the closure of the financial year ended 31st March 2025, the total number of employees on the rolls of the Company stood at 52 employees. The gender-wise breakup of employees is as follows:

Category	Number of Employees	Percentage (%)
Female	16	30.77%
Male	36	69.23%
Transgender	-	-
<b>Total</b>	<b>52</b>	<b>100%</b>

**37. A STATEMENT INDICATING THE MANNER IN WHICH FORMAL ANNUAL EVALUATION HAS BEEN MADE BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS**

In terms of the provisions of the Companies Act 2013, the requirement of formal annual evaluation of the Board, its committees and individual Directors, is not applicable to the Company. Accordingly, no formal annual evaluation was carried out during the year under review.

**ACKNOWLEDGEMENT**

Your directors wish to place on record its sincere thanks to all the Customers, Suppliers, Bankers and Central and State Government Authorities for extending support to your Company. The Board also places on record its sincere appreciation of the contribution made by all the stakeholders for placing their faith and trust on the Board.

**Futurex Management Solutions Limited**

For Futurex Management Solutions Limited



Director

**Ravi Gahlot**  
**Director**  
**DIN: 03245983**

**Date: 02/09/2025**  
**Place: New Delhi**

For Futurex Management Solutions Limited



Director

**Sulekha Gahlot**  
**Director**  
**DIN: 06892332**

**ANNEXURE-1****Form No. AOC-2**

(Pursuant to clause(h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

**Form for disclosure of Particulars of Contracts/Arrangements entered into by the Company with Related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third provision thereto:**

- 1. Details of Contracts or Arrangements or Transactions not at arm length basis: Futurex Management Solutions Limited** has not entered any Contract or Arrangement with its Related Parties which are not at arm's length during the Financial Year 2024-25.
- 2. Details of Contracts or Arrangements or Transactions at arm's length basis:**

Sr. No.	Name(s) of the Related Party and nature of Relationship	Nature of Contracts/Arrangements/Transactions	Duration of Contracts/Arrangements/Transactions	Salient terms of Contracts/Arrangements/Transactions including Value, if any (In Lakhs)	Date of Approval by the Board, if any	Amount Paid as advances, if any
1	Sulekha Gahlot (Director)	Rent Security Deposit Paid	Throughout the Year	1.00	01/05/2024	-
2	Ravi Gahlot (Director)	Rent Security Deposit Paid	Throughout the Year	2.00	01/05/2024	-
3	Sulekha Gahlot (Director)	Rent Expense Paid	Throughout the Year	6.00	01/05/2024	-
4	Ravi Gahlot (Director)	Rent Expense Paid	Throughout the Year	12.00	01/05/2024	-
5	Sulekha Gahlot (Director)	Reimbursement of Expense	Throughout the Year	6.73	01/05/2024	-
6	Ravi Gahlot (Director)	Reimbursement of Expense	Throughout the Year	11.94	01/05/2024	-
7	Pakhi Gahlot (Relative of Directors)	Consultancy Services	Throughout the Year	7.20	01/05/2024	-
8	Peehu Gahlot (Relative of Directors)	Consultancy Services	Throughout the Year	7.20	01/05/2024	-
9	Shyftlabs Pvt. Ltd. (Company having common directors)	IT Consultancy Service received	Throughout the Year	382.00	01/05/2024	-

10	Redmont Hospitality Pvt. Ltd. (Company having common directors)	Staff Welfare Service Received	Throughout the Year	0.53	01/05/2024	-
11	Shyftlabs Pvt. Ltd. (Company having common directors)	IT Consultancy Service provided	Throughout the Year	25.05	01/05/2024	-
12	Shyftlabs Pvt. Ltd. (Company having common directors)	Laptop Rental Service provided	Throughout the Year	90.90	01/05/2024	-

**By Order of the Board  
Futurex Management Solutions Limited**

For Futurex Management Solutions Limited

*Ravi*

Director

**Ravi Gahlot  
Director  
DIN: 03245983**

For Futurex Management Solutions Limited

*Sulekha*

Director

**Sulekha Gahlot  
Director  
DIN: 06892332**

**Annexure 1: AOC-2**

## **NOTICE OF 11<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the Eleventh (11<sup>th</sup>) Annual General Meeting of the Members of **Futurex Management Solutions Limited (Previously known as Futurex Management Solutions Private Limited)** will be held on **Tuesday, 30<sup>th</sup> day of September, 2025 at 10:00 A.M.** at the Registered Office of the Company situated at **198 & 199, First Floor, Pocket-3, Sector- 24, Rohini, North West, Delhi-110085** to transact the following business:

### **AS ORDINARY BUSINESS:**

1. To receive, consider and adopt Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 comprising of the Balance Sheet as at 31<sup>st</sup> March, 2025, the Statement of Profit and Loss, the Cash Flow Statement for the year ended on that date along with the notes forming the part of Accounts, Auditor's Report and the Reports of the Board of Directors thereon and in this regard, to consider and if thought fit to pass the following resolution with or without modification as an ordinary resolution:

**"RESOLVED THAT** the financial Statements of the Company Comprising of Balance Sheet as at 31<sup>st</sup> March, 2025, the Profit and Loss Account & Statement of Cash Flow for the year ended on that date together with Auditor's Report and Board's Report thereon as circulated to the Members be and are hereby received considered approved and adopted."

2. To appoint **M/s Sanjeev Shriram Verma & Co., Chartered Accountants, (ICAI Firm Registration No.003953C)**, as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held for the financial year 2029-30 on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors and if thought fit to pass the following resolution with or without modification as an ordinary resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) read with the underlying rules viz. Companies (Audit and Auditors) Rules, 2014 as may be applicable **M/s. Sanjeev Shriram Verma & Co., Chartered Accountants, (ICAI Firm Registration No.003953C)** be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting of the Company to be held for the Financial Year 2029-30 as per the provisions of the Companies Act, 2013 at such remuneration plus GST, out-of-pocket, travelling and living expenses, etc. as may be mutually agreed between the Board of Directors of the Company and the Auditor,"

3. To re-appoint Mr. Ravi Gahlot, Director of the Company, who is liable to retire by rotation and make himself available for re-appointment and if thought fit to pass the following resolution with or without modification as an ordinary resolution:

## **Futurex Management Solutions Limited**

**(Formerly known as Futurex Management Solutions Pvt. Ltd.)**

CIN - U74999DL2014PTC269550, ISO 27001:2022 & ISO 9001:2015 Certified

Website: [www.futurexsolutions.com](http://www.futurexsolutions.com), Email: [info@futurexsolutions.com](mailto:info@futurexsolutions.com), Tel.: 011-41687775

Regd. Office: 198 & 199, First Floor, Pocket-3, Sector-24, Rohini, Delhi - 110085

Offices: Delhi, Noida, Hyderabad, Chennai, Bangalore & Mumbai

(Outsourcing Services for Payroll. HR. Accounting. IT Resourcing Manpower Supply & HR Compliances)

**"RESOLVED THAT** pursuant to the provisions of Section 152(6) of the Companies Act, 2013, and the Articles of Association of the Company, Mr. Ravi Gahlot, Director, who is liable to retire by rotation, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all acts, deeds, and things necessary to give effect to this resolution, including the filing of necessary forms with the Registrar of Companies and any other statutory authorities."

**By Order of the Board  
Futurex Management Solutions Limited**

For Futurex Management Solutions Limited



Director

**Ravi Gahlot  
Director  
DIN: 03245983**

**Date: 02/09/2025  
Place: New Delhi**

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## NOTES:

1. A Member entitled to attend, and vote is entitled to appoint one or more proxy (ies) to attend and vote on poll at the meeting instead of himself/herself and the proxy need not be a member. An instrument appointing a proxy, i.e. Form MGT-11, in order to be valid/effective must be duly filled in all respects and should be lodged with Company at its registered office at least 48 hours before the commencement of the meeting.

A person appointed as a Proxy shall act on behalf of such number of Member(s) not exceeding Fifty and holding in the aggregate not more than 10% of the total Share Capital of the Company, carrying voting rights. Further, a Member holding more than ten percent, of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
2. Bodies Corporate Members are requested to send a certified copy of the Board Resolution authorizing their representative/s to attend or Authority Letter and vote at the meeting pursuant to provisions of Section 113 of the Companies Act, 2013.
3. The Register of Director's and their Shareholding, Register of Contracts with Related Party and Contracts and Bodies in which Directors are interested and Register of Proxies would be available for Inspection by the Members at the meeting.
4. Members/Proxies should bring duly filled attendance slips sent herewith for attending the meeting.
5. Members are requested to notify any change in their address immediately to the Company's Registered Office address mentioned above.

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## 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]

**CIN** : U74999DL2014PLC269550

**Name of the Company** : Futurex Management Solutions Limited

**Registered Office** : 198 & 199, First Floor, Pocket-3, Sector - 24, Rohini, Northwest-110085

Name of the Member(s) :

Registered Address :

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

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 11<sup>th</sup> Annual General Meeting of the Company, to be held on Tuesday, the 30<sup>th</sup> Day of September, 2025 at 10.00 A.M. at the registered office of the company situated at 198 & 199, First Floor, Pocket-3, Sector - 24, Rohini, North West -110085 and at any adjournment thereof in respect of such resolutions as are indicated below:

S No.	Resolution No. and Brief Description of Item	Type of Resolution
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2025 together with the Report of the Board of Directors' and Auditors' thereon	Ordinary
2.	To appoint M/s Sanjeev Shriram Verma & Co., Chartered Accountants, (ICAI Firm Registration No.003953C), for a period of 5 years.	Ordinary
3.	To re-appoint Mr. Ravi Gahot, Director of the Company, who is liable to retire by rotation and make himself available for re-appointment	Ordinary

For Futurex Management Solutions Limited

**Futurex Management Solutions Limited**

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Director

Affix  
Revenue  
Stamp

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

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

**Note: 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.**

### Attendance Slip

11<sup>th</sup> Annual General Meeting

Reg. Folio/DP & Client No: \_\_\_\_\_

No. of Shares Held: \_\_\_\_\_

I certify that I am a Registered Shareholder/Proxy for the Registered Shareholder of the Company. I hereby record my presence at the 11<sup>th</sup> Annual General Meeting of the Company being held on 30<sup>th</sup> September 2025 at 10:00 A.M. at the registered office of the company situated at 198 & 199, First Floor, Pocket-3, Sector - 24, Rohini, Northwest -110085 and at any adjournment thereof.

Member's Name: \_\_\_\_\_

Proxy's Name: \_\_\_\_\_

Member's/ Proxy's Signature

### NOTE:

1. Please fill this attendance slip and hand it over at the entrance of the Hall.
2. Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting.
3. Authorized Representatives of Corporate Member(s) shall produce proper authorization issued in their favour.

For Futurex Management Solutions Limited



Director

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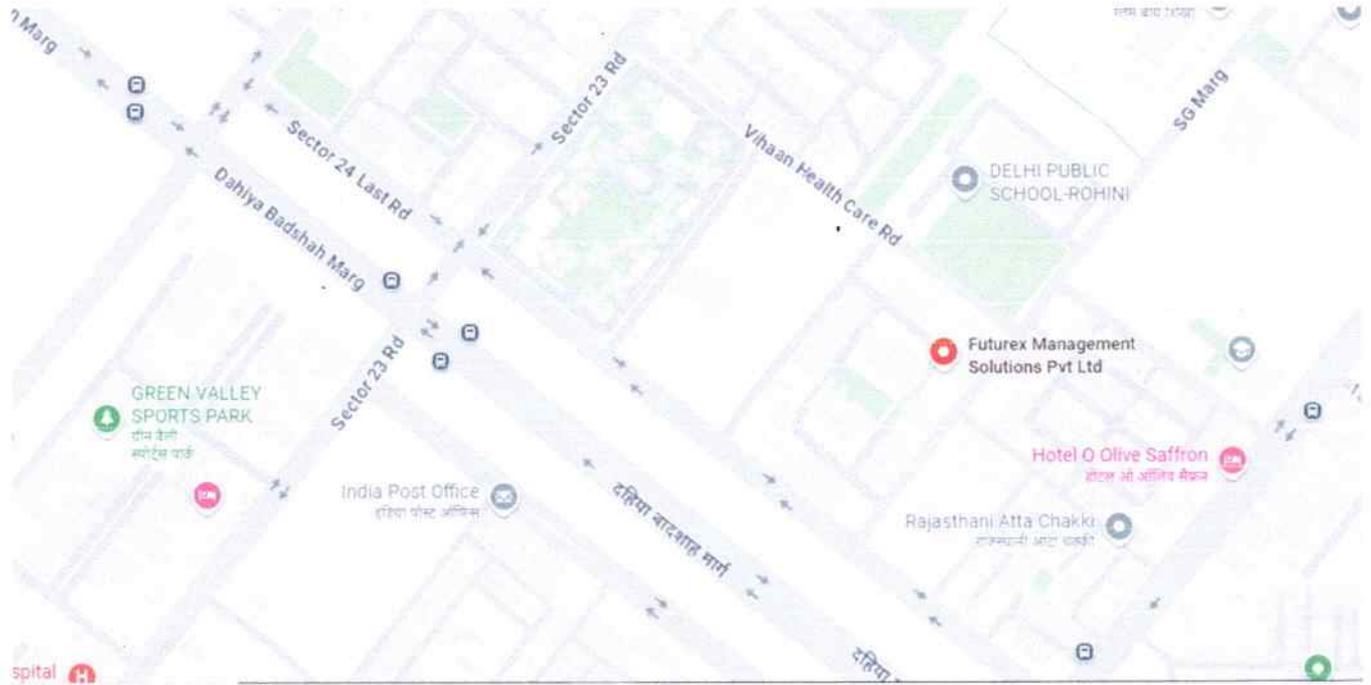
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## Route Map

Futurex Management Solutions Limited

Venue: 198 & 199, First Floor, Pocket-3, Sector - 24, Rohini, North West-110085



For Futurex Management Solutions Limited

*Ravi*

Director

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