

AGM NOTICE

NOTICE OF 32nd ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting ("AGM" or "Meeting") of the Members of **Anirit Ventures Limited (Formerly known as Flora Textiles Limited) ("AVL" or "Company")** will be held on Thursday, **25th September, 2025 at 11:00 a.m. IST** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.**
- To appoint a Director in place of Mr. Rohit Agarwal (DIN: 01780752), who retires by rotation and being eligible, offers himself for re-appointment.**
- Appointment of M/S. SGCO & Co. LLP Chartered Accountant as the Statutory Auditors of the Company.**

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

"RESOLVED THAT pursuant to Section 139, 142 of the Companies Act read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), upon the recommendation of the Audit Committee, M/s SGCO & Co. LLP, Chartered Accountants (FRN: 112081W/W100184), as Statutory Auditors, be and is hereby appointed as Statutory Auditors of the Company, for a period of Five (5) consecutive years commencing from the conclusion of the 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting to be held in the year 2030 at such remuneration and terms and conditions as may be decided by the Board in consultation with the Statutory Auditors of the Company.

RESOLVED FURTHER THAT any Director/ Key Managerial Personnel of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary e-forms with the Registrar of Companies."

SPECIAL BUSINESS:

- To appoint M/s. Dipesh Gosar & Co., Practicing Company secretary as Secretarial Auditor for the term of 5 (Five) consecutive years.**

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

"RESOLVED THAT pursuant to Regulation 24A(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the provisions of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendations of Board of Directors of the Company, consent of the Members be and is hereby accorded for appointment of M/s. Dipesh Gosar & Co., Peer Reviewed Company Secretary in Practice having Peer Review Certificate No – 7094/2025, holding Membership No. A23755 and Certificate of Practice No. 26801 as the Secretarial Auditor of the Company to hold office for a period of 5 (five) consecutive years commencing from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company to be held for the Financial Year ended March 31, 2030, who shall conduct Secretarial Audit of the Company from the Financial Year 2025-26 to the Financial Year 2029-2030, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor in addition to reimbursement of all out of pocket expenses.

RESOLVED FURTHER THAT the Board be and are hereby severally authorized to determine the remuneration of the Secretarial Auditor including the revision in the remuneration during the tenure, if any, basis the inflation, in consultation with the Secretarial Auditor, in addition to reimbursement of all out-of-pocket expenses, to be incurred by them in connection with the Secretarial Audit and to file necessary forms with Registrar of Companies and to do all such acts, deeds and things, as may be necessary, to give effect to the above said resolution.

Date: 7th August, 2025
Place: Mumbai

By Order of the Board
For Anirit Ventures Limited
(Formerly known as Flora Textiles Limited)

Sd/-
Visha Jain
Company Secretary and Compliance Officer
Membership No. : 73776

Anirit Ventures Limited
(Formerly known as Flora Textiles Limited)
Registered Office :3A, 3rd Floor, Omkar Esquare,
Chunabhatti Signal, Eastern Express Highway, Sion (East),
Mumbai, Maharashtra, 400022
CIN: L72100MH1993PLC451311
Phone: 022-42441100
Email: secretarial@aniritventures.com
Website: www.aniritventures.com

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) read with rule 20 of the Companies (Management and Administration) Rules, 2014, of the Companies Act, 2013 ("the Act"), in respect of Ordinary and Special Business as set out above to be transacted at the Meeting is annexed hereto as Annexure A to the Notice and forms integral part of this Notice. The relevant details as required under Regulation 36(3) and 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI"), for the Director/Statutory Auditor/ Secretarial Auditor seeking appointment / re-appointment at the forthcoming AGM is annexed to the notice.
2. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", General Circular No. 20/2020 and 10/2022 dated May 5, 2020 and December 28, 2022 respectively and subsequent circulars issued in this regard, the latest being General Circular No: 09/2024 dated September 19, 2024 and other circulars issued in this regard in relation to "Clarification on holding of AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM)" and video recording and transcript of the same shall be made available on the website of the Company, (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provision of the companies Act, 2013 ('Act'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the 32nd AGM of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. The attendance of the shareholders attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.

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5. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting. Also, the electronic copy of the relevant documents referred to in the accompanying Notice and the Statement will be made available for inspection by the Members through e-mail. The Members are requested to send an email to secretarial@aniritventures.com for the same.
 6. 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. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 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 AGM without restriction on account of first come first served basis.
 7. As per Regulation 40 of the SEBI Listing Regulations, as amended, read with SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LADNRO/GN/2018/49 dated November 30, 2018, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. Effective from January 24, 2022, requests for transmission or transposition of Securities held in physical or dematerialized form shall be effected only in dematerialized form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding Shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or KFin Technologies Limited, Company's Registrar & Share Transfer Agent for assistance in this regard.
 8. In terms of Section 72 of the Companies Act, 2013, Nomination facility is available to Individual Shareholders holding Shares in the physical form. The Shareholders who are desirous of availing this facility, may kindly write to RTA of the Company, M/s. KFin Technologies Limited, "301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai – 400 070, Maharashtra, India @ einward.ris@kfintech.com, quoting their folio number.
 9. Pursuant to the provision of Section 113 of the Act, Body Corporate Members intending to appoint their authorized representative are requested to send a scanned copy of the resolution authorizing their representative to participate and vote at the Meeting to secretarial@aniritventures.com or evoting@nsdl.co.in.
 10. Members holding shares in physical mode and have not updated their e-mail ids with the Company, are requested to update their email IDs, KYC documents by writing to the Company's RTA at einward.ris@kfintech.com to receive Annual Report, Notice of 32nd AGM and login details for the AGM. Members holding shares in demat form whose email IDs are not registered with the DP can also register their emails with the RTA to receive communication regarding AGM. However, to permanently register their email IDs, Members holding shares in demat form are requested to register their email IDs with the DP.
 11. Members are requested to note that the Company's shares are under compulsory electronic trading for all investors. Members are therefore, requested to dematerialise their shareholding to avoid inconvenience. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, KFin Technologies Limited ("KFin") for assistance in this regard.
 12. Members whose shares are in electronic mode are requested to inform change of address and updates of bank account(s) to their respective Depository Participants.
 13. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
 14. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs/RTA to receive the Notice of the AGM along with the Annual Report for FY 2024-25 via electronic mode.

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15. SEBI has mandated the registration of Permanent Account Number ("PAN") of all the securities holders. Members holding shares in physical form are requested to submit a self-attested copy of PAN Card to KFin, the Registrar and Share Transfer Agent ("RTA"). Members holding shares in electronic form are requested to submit the aforesaid information to their Depository Participants with whom they are maintaining their demat accounts.
16. In accordance with the aforesaid MCA Circulars and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI Circular No SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Annual Report for FY 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice along with Annual Report for FY 2024-25 has been disclosed on the website of the Company at <https://aniritventures.com/investor-relations.html> and also available on the website of the Stock Exchange at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.
- As per Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), as amended, a letter containing the web-link, including the exact path where complete details of the Annual Report are available, is being initiated for sending to all the Shareholders who have not registered their Email IDs with the Company or Depository Participants or KFin Technologies Limited, Registrar & Transfer Agent (RTA) of the Company.
17. Members desirous of obtaining any information/clarification concerning the accounts and operations of the Company are requested to address their questions in writing at least ten days (10) in advance to the Company at its email secretarial@aniritventures.com to enable the Company to answer their queries satisfactorily.
18. The Members holding shares in the same name or same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.
19. Mr. Dipesh U. Gosar of M/s Dipesh Gosar & Co., Practicing Company Secretary (Membership no: A26801) has been appointed as the Scrutinizer to scrutinize the e-voting at the AGM and remote e-voting process in a fair and transparent manner.
20. The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and voting during the AGM in the presence of two witnesses not in the employment of the Company and shall make no later than 2 working days of the conclusion of the meeting a Consolidated Scrutinizer's Report of the total votes cast in favour or against and invalid votes if any, forthwith to the Chairman of the Company or the person authorized by him, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.aniritventures.com and on the website of NSDL at www.evoting.nsdl.com. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
21. Since the AGM will be held through VC/OAVM, the Route map of the Venue of the AGM is not annexed to this Notice.
22. **Voting through electronic means:**
- i) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- ii) The facility for e-voting shall also be made available at the AGM and the Members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through e-voting.

The remote e-voting period begins on Monday, 22nd September, 2025 at 9.00 A.M. and ends on Wednesday, 24th September, 2025 at 5.00 P.M.

The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Thursday, 18th September, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, 18th September, 2025.

- iii) In compliance with the provisions of section 108 of the Act, rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations read with SEBI ("Securities Exchange Board of India") circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular"), the Company is pleased to provide to Members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means through e-voting

services arranged by NSDL. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

- 23. The instructions for Members attending the AGM through VC/OAVM are as under:

How do I vote electronically using NSDL e-Voting system?

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

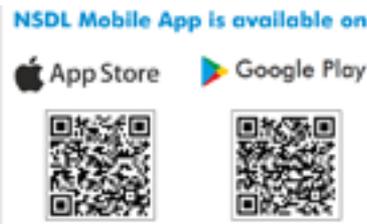
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode:

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "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 i.e. NSDL and you will be

Type of shareholders	Login Method
	<p>re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> <li data-bbox="467 549 1449 631">3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="467 663 1449 942">4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="467 973 1449 1036">5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div data-bbox="762 1060 1129 1284" style="text-align: center;"> <p>NSDL Mobile App is available on</p>  <p>The image shows the text 'NSDL Mobile App is available on' in blue. Below it are the Apple App Store and Google Play logos. Under each logo is a QR code for scanning to download the app.</p> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li data-bbox="467 1309 1449 1450">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. <li data-bbox="467 1481 1449 1688">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 & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. <li data-bbox="467 1719 1449 1798">3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

Type of shareholders	Login Method
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 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. NSDL and CDSL.](#)

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

[How to Log-in to NSDL e-Voting website?](#)

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

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

4. Your User ID details are given below:

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

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

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com .
 - b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@dipeshgosar.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your

password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Prajakta Pawle, Executive at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

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

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC / OAVM link" placed under **"Join General meeting"** menu against

Company name. You are requested to click on VC / OAVM link placed under Join General Meeting menu. The link for VC / OAVM will be available in shareholder / Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through laptops for better experience.
3. Further Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
4. 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.

Shareholders who would like to express their views / have questions may send their questions in advance mentioning their name demat account number / folio number, email id, mobile number at secretarial@aniritventures.com on or before 5.00 p.m. (IST) on Thursday, 18th September, 2025, The same will be replied by the Company suitably.

Date: 7th August, 2025

Place: Mumbai

**By Order of the Board
For Anirit Ventures Limited
(Formerly known as Flora Textiles Limited)**

**Sd/-
Visha Jain
Company Secretary and Compliance Officer
Membership No. : 73776**

Anirit Ventures Limited

(Formerly known as Flora Textiles Limited)

Registered Office :3A, 3rd Floor, Omkar Esquare,
Chunabhatti Signal, Eastern Express Highway, Sion (East),
Mumbai, Maharashtra, 400022

CIN: L72100MH1993PLC451311

Phone: 022-42441100

Email: secretarial@aniritventures.com

Website: www.aniritventures.com

Annexure A

Details of Directors retiring by rotation, seeking re-designation/appointment at the Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 ("SS-2") issued by Institute of Company Secretaries of India ("ICSI") on General Meetings].

Particulars	Details
Name of the Director along with DIN	Mr. Rohit Agarwal (DIN: 01780752)
Date of Birth	November 22, 1973
Age (In years)	51
Date of first appointment on the board	15 th October, 2024
Nationality	Indian
Qualifications	Post Graduate
Experience & expertise in specific functional areas	Wide experience of over 2 decades in the field of consulting, IT and Oil and Natural gas sector E & P Companies.
Relationships between directors inter-se	None
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	None
Memberships/Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee).	NIL
Number of shares held in the Company	NIL
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person.	Mr. Rohit Agarwal (DIN: 01780752), who retires by rotation and being eligible, offers himself for re-appointment. He will be entitled for Sitting fees, for attending Board and Committee Meetings.
Listed entities from which the Director has resigned in the past three years	NIL
Number of Meetings of Board attended during the FY 2024-25	1 out of 5

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 3

To appoint M/s. SGCO & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company:

M/s SGCO & Co. LLP (Firm Registration Number 112081W/W100184) were appointed as the Statutory Auditors of the Company by the Board of Directors on 29th October, 2024, upon recommendation of the Audit Committee, to fill the casual vacancy caused by the resignation of the previous auditor M/s T.V. Subramanian and Associates (Firm Registration Number: 007433S), Chartered Accountants, in accordance with the provisions of Section 139(8) of the Companies Act, 2013. The said appointment was approved by the Members through a resolution passed by postal ballot dated 15th December, 2024 to hold office until the conclusion of this Annual General Meeting.

It is now proposed to re-appoint M/s SGCO & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company for a full term of five (5) consecutive years, commencing from the conclusion of this Annual General Meeting till the conclusion of the AGM to be held in 2030, in accordance with the provisions of Section 139(1) of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014.

M/s SGCO & Co. LLP have expressed their willingness to continue as the Statutory Auditors of the Company and have furnished a certificate confirming that their appointment, if made, would be in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder.

Pursuant to Regulation 36(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following details are mentioned below for the information of Members:

Sr. No.	Particulars	Details
1.	Proposed audit fee payable to auditors:	The fees proposed to be paid to M/s. SGCO & Co. LLP towards statutory audit and limited review (excluding applicable taxes and reimbursements) shall not be exceeding ₹ 3,00,000/- per annum plus applicable taxes for the financial year.
2.	Terms of Appointment	Pursuant to Section 139(8)(i) of the Companies Act, 2013, M/s. SGCO & Co. LLP Statutory Auditors of the Company, shall hold office for a full term of five (5) consecutive years, commencing from the conclusion of this Annual General Meeting till the conclusion of the AGM to be held in 2030.
3.	Material change in fee payable	No material change in fee for the proposed auditors.
4.	Basis of recommendation and auditor Credentials	<p>The Audit Committee and Board of Directors of the Company recommended the appointment of M/s SGCO & Co. LLP, Chartered Accountants (Firm Registration No. 112081W/W100184) as the statutory auditors of the Company.</p> <p>S G C O & Co. LLP was established in the year 1992 with a vision to become a "Truly Global Consulting Group" providing value added services and solutions. SGCO, a Multi- Disciplinary, Accountancy firm, in existence for more than two decades is catering to over 250 plus client groups across diverse sectors. We, at SGCO, are committed to ensuring that our services are provided objectively, maintaining the highest ethical & professional standards with paramount emphasis on the interest of the clients. We are well equipped with a highly skilled, well-trained and strongly motivated team of including experienced/qualified professionals.</p>

The Board of Directors recommends passing of the ordinary resolution set out at Item No. 3 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 4

To appoint M/s. Dipesh Gosar & Co., Practicing Company Secretary, as Secretarial Auditor for the term of 5 (Five) consecutive years.

The Board of Directors, at its meeting held on May 23, 2025, has recommended the appointment of M/s. Dipesh Gosar & Co., Company Secretaries Peer Review No. - 7094/2025), as the Secretarial Auditor of the Company, in accordance with the provisions of Section 204 of the Companies Act, 2013, and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for a term of 5 (Five) consecutive years starting from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting to be held for the financial year ended March 31, 2030, subject to approval by the Members at this Annual General Meeting.

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:

Sr. No	Particular	Details
1	Proposed Secretarial Auditor	The Board recommended the appointment of M/s. Dipesh Gosar & Co., Practicing Company Secretary as Secretarial Auditor.
2	Basis of Recommendation	<p>M/s. Dipesh Gosar & Co., is a firm of Practicing Company Secretary established in the year 2023, primarily engaged in providing Secretarial Audit, Governance, Compliance Management and other Assurance services. The Firm has experience in handling the secretarial audits of listed and large unlisted companies. The Firm holds Peer Review Certificate No. 7094/2025 issued by the Peer Review Board of the Institute of Company Secretaries of India.</p> <p>The Board believes that their experience of conducting Secretarial Audit of listed companies and large companies and knowledge of the legal and regulatory framework will be invaluable to the Company in ensuring continued adherence to compliance requirements under the Companies Act, 2013, Securities and Exchange Board of India Act, 1992 and other applicable laws.</p>
3	Credentials of Proposed Secretarial Auditor	M/s. Dipesh Gosar & Co. is Practicing Company Secretaries firm and holding Peer Review Certificate No. 7094/2025 issued by the Peer Review Board of the Institute of Company Secretaries of India.

Sr. No	Particular	Details
4	Terms of Appointment	Five (5) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 37 th Annual General Meeting of the Company to be held for the Financial Year ended March 31, 2030; to conduct Secretarial Audit from the Financial Year 2025-26 to Financial Year ended 2029-2030.
5	Proposed Fees	Not Exceeding ₹ 2,00,000/- per annum plus applicable taxes and reimbursement of other out-of-pocket expenses actually incurred in connection with the Secretarial Audit of the Company.

None of the Directors, Key Managerial Personnel, of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at item No. 4 of the Notice.

The Board recommends the resolution set forth in item No. 4 of the Notice for approval of the Members as an **Ordinary Resolution**.

Date: 7th August, 2025

Place: Mumbai

**By Order of the Board
For Anirit Ventures Limited
(Formerly known as Flora Textiles Limited)**

**Sd/-
Visha Jain
Company Secretary and Compliance Officer
Membership No. : 73776**

Anirit Ventures Limited

(Formerly known as Flora Textiles Limited)

Registered Office : 3A, 3rd Floor, Omkar Esquare,
Chunabhatti Signal, Eastern Express Highway, Sion (East),
Mumbai, Maharashtra, 400022

CIN: L72100MH1993PLC451311

Phone: 022-42441100

Email: secretarial@aniritventures.com

Website: www.aniritventures.com