



**Flora Textiles Limited**

GSTIN : 33AAACF4312P1ZQ  
CIN No. : L17111TZ1993PLC004290  
Registered Office  
13, Bharathi Park Road,  
Coimbatore - 641 043.  
Phone : 91 (422) 2447395  
Email : floratex1@gmail.com

01.10.2020

Listing Department  
BSE Ltd.,  
Mumbai - 400 001

Sir

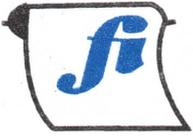
**Ref: Script Code: 530705**  
**Sub: DECLARATION RESULTS OF VOTING OF 27<sup>TH</sup> AGM UNDER**  
**REGULATION 44[3] OF SEBI [LODR] REGULATION, 2015**

Declaration of results of the voting on resolution(s) set out in the Notice of the 27<sup>th</sup> Annual Meeting of the Company held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 30<sup>th</sup> September, 2020

The 27<sup>th</sup> Annual General Meeting of the Company was held on Wednesday, 30<sup>th</sup> September, 2020, at 04 00 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20/2020 dated 5<sup>th</sup> May 2020 read with Circular No. 14/2020 dated 8th April 2020 and Circular No. 17/2020 dated 13<sup>th</sup> April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Circular dated 12<sup>th</sup> May, 2020 issued by the SEBI, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 30<sup>th</sup> June, 2020.

Further, pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with the MCA Circulars, the Company had provided the members the facility to exercise their Voting rights electronically through remote e-voting process and also, provided e-voting platform to the shareholders, who were present at the 27<sup>th</sup> Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote evoting on the below mentioned resolution(s).

The Company has appointed Mr. A C Saravan, Company Secretary, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting provided at the 27<sup>th</sup> Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.



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Accordingly, the scrutinizer has submitted his report for the remote e-voting process and the e-voting at the 27<sup>th</sup> AGM dated 30<sup>th</sup> Sep, 2020 which has been attached hereto.

Based on the report of the Scrutinizer dated 01<sup>st</sup> October, 2020, it is hereby declared that the Resolution(s) under Item No(s).1 to 2 set out in the Notice dated 30<sup>th</sup> June, 2020, as detailed herein below, have been unanimously passed by the shareholders.

## Item No.1 – Ordinary Resolution

Adoption of the audited financial statements of the company for the financial year ended 31<sup>st</sup> March, 2020 together with the reports of the board of directors and the auditors thereon.

Particulars	No.of E-Votes	No.of shares	% to valid votes
1. Total E-Votes Received	23	2486854	100%
2. Less: Invalid Votes	-	-	-
3. Net Valid Votes	-	-	-
- Assent	23	2486854	100%
- Desent	-	-	-

Accordingly, the above resolution has been unanimously passed as an Ordinary Resolution.

## Item No.2 – Ordinary Resolution

Re-appointment of Ms Nidhi Gupta [DIN 01825531] as Director, who retires by rotation.

Particulars	No.of E-Votes	No.of shares	% to valid votes
1. Total E-Votes Received	23	2486854	100%
2. Less: Invalid Votes	-	-	-
3. Net Valid Votes	-	-	-
- Assent	23	2486854	100%
- Desent	-	-	-

Accordingly, the above resolution has been unanimously passed as an Ordinary Resolution.

For Flora Textiles Limited

  
Nidhi Gupta  
Managing Director  
[DIN 01825531]

Mob : 99441 38971, 99423 56911  
e-mail : cskumar22@gmail.com



**A.C. Saravan**

M.Com., F.C.S

**Company Secretary**

17-B, SECOND FLOOR, VENKATARAMANA ROAD, R.S.PURAM, COIMBATORE - 641 002

**SCRUTINIZER REPORT FOR REMOTE E-VOTING AND E-VOTING AT THE ANNUAL GENERAL MEETING OF FLORA TEXTILES LIMITED**

The Chairman,  
Flora Textiles Limited,  
23, Bharathi Park Road,  
Coimbatore – 641043

Dear Sir,

Sub: Passing of resolution through poll conducted at the 27<sup>th</sup> Annual General Meeting of the company held on 30<sup>th</sup> September, 2020 Wednesday at 04.00 PM through e-voting

I, A C Saravan, Company Secretary in practice having office at 17b, II nd Floor, Venkataramana Road, RS Puram, Coimbatore – 641002 has been appointed as a Scrutinizer of M/s. Flora Textiles Limited ("the company") for the purpose of scrutinizing the e-voting and voting at AGM of the company held on Wednesday, 30<sup>th</sup> September, 2020 at 4 00 PM through Video Conferencing (VC) /Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. 20/2020 dated 5th May 2020 read with Circular No. 14/2020 dated 8th April 2020 and circular No. 17 /2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars")

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and e-voting at AGM the resolutions proposed in the Notice of the 27<sup>th</sup> Annual General Meeting of the company is the responsibility of the management.

My responsibility, as a Scrutinizer for the remote e-voting process and for the evoting at the 27<sup>th</sup> Annual General Meeting, is restricted to the preparation of a Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No. 1 to Item No. 2 in the Notice convening the 27<sup>th</sup> Annual General Meeting of the Company notice dated 30<sup>th</sup> June, 2020, based on the reports generated from the e-voting system provided by National Securities Depository Ltd [NSDL] the Authorized Agency, engaged by the Company for providing e-voting facilities.

  
**CS** **A.C. Saravan**  
M.Com., F.C.S  
Company Secretary in Practice  
FCS: 8942 CP: 10010  
17-B, Second Floor, Venkataramana Road, R.S.Puram,  
Coimbatore - 641002. Mobile: 99441 38971

Mob : 99441 38971, 99423 56911  
e-mail : cskumar22@gmail.com



**A.C. Saravan**

M.Com., F.C.S

Company Secretary

17-B, SECOND FLOOR, VENKATARAMANA ROAD, R.S.PURAM, COIMBATORE - 641 002

I submit the report as under:

1. The e-voting period remained open from Sunday 27th September, 2020 at 10: 00 A.M. and ends on Tuesday, 29th September, 2020 at 05 :00 P.M.
2. The Shareholders holding shares as on the "Cut off" date i.e 23<sup>rd</sup> September 2020 were entitled to vote on the proposed resolutions (item No: 1 to 2 as set out in the notice of the 27<sup>th</sup> Annual General Meeting of the Company.
3. The remote e-voting module of NSDL was disabled by on Tuesday 29<sup>th</sup> Sep, 2020 by 5.00 PM
4. Upon the commencement of the 27<sup>th</sup> Annual General Meeting, the e-voting platform was made available to the shareholders, who were present at the 27<sup>th</sup> Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, to cast their vote through e-voting facility at the said 27<sup>th</sup> Annual General Meeting. The e-voting facility provided at the meeting was disabled after 15 minutes of the conclusion of the Annual General Meeting i.e. 04:30 PM.
5. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 30<sup>th</sup> day of September, 2020 at 04 35 PM in the presence of two witnesses Mr Rajagopal and Mr Saravanakumar who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
6. The details containing, inter-alia list of equity shareholders who voted "For" and "Against" were downloaded from the e-voting website of NSDL <https://www.evoting.nsdl.com/>
7. Based on the reports generated from the e-voting portal of NSDL, I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 and Item No.2 in the Notice convening the 27<sup>th</sup> Annual General meeting as under

Mr Rajagopal

S/o. S. PRABAKAR  
53, KURUNSI MANAGAR,  
VILANKURICHI POST,  
COIMBATORE-641035

Mr Saravanakumar

S/o. P. Balu  
219-FA, Marutha kones street  
Velondi Palayam  
Coimbatore - 641025.



**A.C. Saravan**

M.Com., F.C.S

Company Secretary in Practice

FCS: 8942 CP: 10010

17-B, Second Floor, Venkataramana Road, R.S.Puram,  
Coimbatore - 641002. Mobile: 99441 38971



**ORDINARY BUSINESS:**

**Resolution 1:** Adoption of financial statements for the year ended 31<sup>st</sup> March, 2020  
[Passed with requisite majority as an Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting [in person or by proxy]	Number of members voted through electronic means and poll	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	23	2486854	100%
E-Voting at AGM	-	-	-
<b>Total</b>	<b>23</b>	<b>2486854</b>	<b>100%</b>

(ii) Voted against of the resolution:

Number of members present and voting [in person or by proxy]	Number of members voted through electronic means and poll	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	NIL
E-Voting at AGM	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) Invalid Votes:

Total number of members [in person or by proxy] whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



**A.C. Saravan**

M.Com., F.C.S

Company Secretary in Practice

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**Resolution 2:** Reappointment of Ms. Nidhi Gupta [DIN: 01825531] who retires by rotation and is eligible for reappointment

[Passed with requisite majority as an Ordinary Resolution]

(i) Voted in favour of the resolution:

Number of members present and voting [in person or by proxy]	Number of members voted through electronic means and poll	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	23	2486854	100%
E-Voting at AGM	-	-	-
<b>Total</b>	<b>23</b>	<b>2486854</b>	<b>100%</b>

(ii) Voted against of the resolution:

Number of members present and voting [in person or by proxy]	Number of members voted through electronic means and poll	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	NIL	NIL	NIL
E-Voting at AGM	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) Invalid Votes:

Total number of members [in person or by proxy] whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Yours faithfully,



**A.C. Saravan**

M.Com., F.C.S

Company Secretary in Practice

FCS: 8942 CP: 10010

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