



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

01st Sep, 2021

To

Listing Department
Bombay Stock Exchange
Dalal Street, Mumbai

Scrip Code: 530705

Dear Sir/Madam,

Sub: Proceedings of the 28th Annual General Meeting of the Company held on Tuesday, the 31st August, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Pursuant to Regulation 30 read with para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 28th Annual General Meeting of the Company was duly held on Tuesday the 31st day of August, 2021 at 16:00 Hours (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.2/2021 dated 13.01.2021 read with Circular No.20/2020 dated 05.05.2020, Circular No.14/2020 dated 08.04.2020 and Circular No.17/2020 dated 13.04.2020 (collectively referred to as "MCA Circulars") and the SEBI Circular No.SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.05.2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 issued by the SEBI (collectively referred to as "SEBI Circulars") and the proceedings of the said meeting is given hereunder:

Present:

The following Directors were present at the 28th Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM):

Smt. Nidhi Gupta (DIN01825531), Managing Director

Sri.Indrachand Prajapathi, (DIN 07655675), Chairman cum Independent Director

Sri. R. Ravindra Kumar, (DIN 01470047)Director



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Sri.R Hemchand Gupta, (DIN 08270656) Director

In attendance

Mr.Hemant Kumar Gupta, Chief Financial Officer
Ms. Kirtishree Agarwal, Company Secretary and Compliance Officer

Also, Mr. T Rathinavel of M/s. T.V.Subramanian and Associates, Chartered Accountants, Statutory Auditors, and Mr. A C Saravan, Scrutinizer for the 28th AGM were also present at the Annual General Meeting through VC/OAVM.

A total of 24 members representing 24,92,204 equity shares has attended the meeting through the video conferencing / other audio-visual means.

Ms. Kirtishree Agarwal CS, welcomed all the members and informed that the 28th Annual General Meeting of the company was being conducted through Video Conferencing /Other Audio Visual Méáñš ("VC/OAVM") fáçilitý.

Thereafter, the CS briefed certain procedural and technical information regarding the participation by the members through video conferencing / other audio visual means. The CS informed further that the Company had provided to the Shareholders, the facility to cast their vote electronically on all the resolution(s) set forth in the Notice of the 28th AGM through remote e-voting facility provided by the Kfin Technologies Private Limited (KFIN), which had commenced on 10.00 AM on 28th August 2021, Saturday till 05:00 pm on 30th August, 2021, Monday. She informed that the shareholders, who are present at the AGM and had not cast their vote through remote e-voting, has been provided an opportunity to cast their votes through e-voting at the Meeting. In this regard, the Board of Directors had appointed Mr.A C Saravan, Company Secretary in practice, Coimbatore as the Scrutinizer to conduct the remote e-voting and e-voting process at the 28th AGM in a fair and transparent manner and to ascertain the requisite majority.

The CS then introduced the Chairman, Managing Director and directors of the company. She informed that Mr. Kanaram, Director has expressed his inability to attend this meeting due to preoccupation.

Thereafter, she invited Mr. Indrachand Prajapathi Chairman of the Company to conduct the 28th Annual General Meeting.



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The Chairman announced that the requisite quorum is present and he called the meeting to order. Further, he welcomed all the Directors, Auditors, Scrutinizer and the shareholders for the 28th Annual General Meeting held through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility.

The CS further informed that since the notice of the AGM along with the audited financial statements and the Directors report for the year ended 31st March, 2021, has already been circulated to all the members, the same was taken as read. Further he stated that as there are no qualifications or comments or remarks in the Statutory Auditors Report and the Secretarial Auditor's Report for the financial year ended 31st March, 2021, the same was taken as read.

Thereafter, the CS informed that the registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM.

Then she invited managing director to announce the financials of the company.

The MD briefed about the financial summary for the year ended 31.03.2021 and explained about the scheme of arrangement which was approved by the directors and briefed about the present status of the scheme.

Thereafter, the CS read the summary of the resolutions set out in the agenda Item No.1 and 2 of the Notice of the 28th Annual General Meeting dated 30th June, 2021 as follows;

Ordinary Business:

1. Adoption of the audited standalone financial statements of the company for the financial year ended 31st March, 2021, together with the reports of the Board of Directors and the Auditors thereon.
2. Re-appointment of R Hemchand Gupta [DIN 0270656] as Director, who retires by rotation.

The Chairman then informed that there is no shareholder registered as speakers for the 28th Annual General Meeting,

The Chairman then asked the CS to inform the members about the e-voting facility at the meeting and propose the vote of thanks.

The CS informed that the e-voting facility provided by the KFIN would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting and had not cast their votes through remote e-voting, to cast their votes electronically. He informed further that the results of the voting shall be declared within the prescribed time and the scrutinizer's report along with the voting results would be submitted to KFIN (www.kfintech.com), Bombay Stock Exchange



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(www.bseindia.com) and would also be placed on the Company's website (<http://www.floratextiles.in/>).

The CS then thanked all the shareholders / Directors / Auditors / Scrutinizer, who have joined the 28th Annual General Meeting through video conferencing facility/other audio visual means.

The 28th AGM was concluded at 04 30 PM (IST).

Kindly take the above on record.

Thank you.

Yours faithfully
For Flora Textiles Limited

Kirtishree Agarwal
Company Secretary & Compliance Officer
ICSI M.No. ACS 56183