



**SCRUTINIZER'S REPORT**

**[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the  
Companies (Management and Administration) Rules, 2014]**

To,  
**The Chairman,**  
**Anirit Ventures Limited**  
**(Formerly known as Flora Textiles Limited)**  
23, Bharathi Park Road,  
Coimbatore, Tamil Nadu - 641043

Dear Sir/Madam,

1. The Board of Directors of the Company at its meeting held on 11<sup>th</sup> February, 2025, appointed me, Mr. Dipesh Gosar of Dipesh Gosar & Co., Practicing Company Secretary, as the "Scrutinizer" for scrutinizing the postal ballot voting including e-voting process.

My responsibility as a Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare as Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice. My report is based on verification of data and reports generated from KFin Technologies Limited's electronic platform, engaged by the Company to provide e-voting facility to its members.

2. I submit my report as under:

As per General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, the Company has sent the Postal Ballot Notice dated February 11, 2025 on Friday, March 07, 2025 by email only to the members whose email ids were available with the Company / Registrar and Share Transfer Agent (RTA).

The notice of postal ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e., Friday, February 28, 2025.

The e-voting period commenced on Saturday, March 08, 2025 at 09.00 A.M. (IST) onwards and concluded on Sunday, April 06, 2025 at 05.00 P.M. (IST).

- 2.1. Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- 2.2. Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.



- 2.3. The votes cast through electronic means were unblocked on Sunday, April 06, 2025 at 07.39 P.M.
- 2.4. Votes cast through electronic means were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, February 28, 2025.
- 2.5. Votes cast through electronic means up to 5.00 PM of April 06, 2025, being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
- 2.6. Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date, up to the date of this report and returned undelivered and finding of defaced or mutilated ballot paper does not arise.
3. A summary of votes cast through electronic means is given in below:

**a. Approval of Anirit Ventures Limited - Employee Stock Option Plan 2025 ("AVL ESOP 2025") – Special Resolution**

Total No. of members voted through e-voting system		Total No. of votes cast through e-voting system.		
27		35,96,243		

Votes in favour of the resolution		Votes against the resolution		Invalid /Abstained Votes
No. of votes	% of Total No. Votes	No. of votes	% of Total No. Votes	
35,95,902	99.9905%	341	0.0095%	-

The **Special** resolution mentioned in the Postal Ballot notice has been passed with requisite majority by the Shareholders who have voted through e-voting.

**b. Approval for extension of Anirit Ventures Limited - Employee Stock Option Plan 2025 ("AVL ESOP 2025") to the employees of group company including existing and future subsidiary company(ies), of associate company and of holding company, whether in India or outside India - Special Resolution**

Total No. of members voted through e-voting system		Total No. of votes cast through e-voting system.		
27		35,96,243		

Votes in favour of the resolution		Votes against the resolution		Invalid /Abstained Votes
No. of votes	% of Total No. Votes	No. of votes	% of Total No. Votes	
35,95,902	99.9905%	341	0.0095%	-



The special resolution mentioned in the Postal Ballot notice has been passed with requisite majority by the Shareholders who have voted through e-voting.

- c. **Approval for grant of stock options equal to or exceeding 1% of issued share capital to identified employees of the Company during any one year - Special Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
27	35,96,243

Votes in favour of the resolution		Votes against the resolution		Invalid /Abstained Votes
No. of votes	% of Total No. Votes	No. of votes	% of Total No. Votes	
35,95,902	99.9905%	341	0.0095%	-

The special resolution mentioned in the Postal Ballot notice has been passed with requisite majority by the Shareholders who have voted through e-voting.

- d. **Approval for grant of stock options equal to or exceeding 1% of issued share capital to identified employees of the existing and future holding, subsidiary(ies), and associate companies of the Company during any one year - Special Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
27	35,96,243

Votes in favour of the resolution		Votes against the resolution		Invalid /Abstained Votes
No. of votes	% of Total No. Votes	No. of votes	% of Total No. Votes	
35,95,902	99.9905%	341	0.0095%	-

The special resolution mentioned in the Postal Ballot notice has been passed with requisite majority by the Shareholders who have voted through e-voting.

- e. **Approval for acquisition of shares of Anirit Agritech Private Limited ("AAPL") from the Selling Shareholders of the Anirit Agritech Private Limited – Material Related Party Transaction. - Ordinary Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
26	2,64,443

Votes in favour of the resolution		Votes against the resolution		Invalid /Abstained Votes
No. of votes	% of Total No. Votes	No. of votes	% of Total No. Votes	
2,64,102	99.8710%	341	0.1290%	33,31,800



**Dipesh Gosar & Co.**  
**Practicing Company Secretaries**

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The ordinary resolution mentioned in the Postal Ballot notice has been passed with requisite majority by the Shareholders who have voted through e-voting.

4. I have emailed all the e-registers and records relating to e-voting for the safe custody to the Company Secretary.
5. You may accordingly declare the result of e-voting done by the members of the Company on the resolutions mentioned in the Postal Ballot Notice dated February 11, 2025.

Thanking you,  
For **DIPESH GOSAR & CO.**

**Dipesh U. Gosar**

**Proprietor**

Membership No.: **A23755** | COP No.: **26801**

Peer Review Certificate Number: **4281/2023**

UDIN: **A023755G000040948**

**Date: April 07, 2025**

**Place: Mumbai**

Acknowledge receipt of the same  
**For ANIRIT VENTURES LIMITED**  
**(formerly Flora Textiles Limited)**

**Visha Jain**

**Company Secretary & Compliance Officer**

**Membership No: A73776**

**Date: April 07, 2025**

**Place: Mumbai**