



**Flora Textiles Limited**

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

27.08.2024

Listing Department,  
BSE Ltd ,  
Dalal Street,  
Mumbai - 400001  
Scrip Code: - 530705

Dear Sirs,

Sub: Notice of Annual General Meeting and Closure of, Share Transfer Books - Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform that pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 31<sup>st</sup> Annual General Meeting of the Company has been scheduled to be held on Friday, the 20<sup>th</sup> September, 2024 at 04 00 P.M through Video Conferencing ("VC") or other audio visual means ("OAVM")

We are enclosing herewith the Notice of AGM for the financial year 2023-24 for your reference and records.

Further, the Register of Members and share transfer books will remain closed from 14<sup>th</sup> September, 2024 to 20<sup>th</sup> September, 2024 [Both days inclusive] for the Annual General Meeting.

The above notice along with Annual Report for the financial year 2023-24 has been sent to shareholders on today (27.08.2024).

Kindly take the above on record.

Thanking you

Yours truly

For Flora Textiles Limited

Kirtishree Agarwal  
Company Secretary

# FLORA TEXTILES LIMITED

CIN : L17111TZ1993PLC004290

Registered Office : . 23, BHARATHI PARK ROAD, COIMBATORE – 641043

Email :floratex1@gmail.com

Contact : 7810935393

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Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of the Members of Flora Textiles Limited will be held on Friday, the 20<sup>th</sup> September, 2024 at 4.00 p.m. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

## Ordinary Businesses

### 1. Adoption of Financial Statements

To consider and if deemed fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED that the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, the Report of the Board of Director's and the Auditor's Report thereon, be and are hereby received and adopted.”

### 2. Re-appointment of Mr.Ravinderkumargupta Hemchandgupta [DIN08270656] as Director

To consider and if deemed fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED that pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the Rules thereunder (including any statutory modification(s) or reenactment thereof for the time being in force), Mr. Ravinderkumargupta Hemchandgupta [DIN 08270656] Director, who retires by rotation at the 31<sup>st</sup> Annual General Meeting, be and is hereby reappointed as Director of the Company.

By Order of the Board

-sd-

KirtishreeAgarwal  
Company Secretary  
ACS 56183

Date:11.08.2024

Place: Coimbatore

Notes:

1. The Ministry of Corporate Affairs (“MCA”) has vide its circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 15<sup>th</sup> June, 2020, 28<sup>th</sup> September, 2020, 31<sup>st</sup> December, 2020, 13<sup>th</sup> January, 2021, 14<sup>th</sup> December 2021, 5<sup>th</sup> May 2022, 28<sup>th</sup> December, 2022 and 25<sup>th</sup> September 2023 (hereinafter collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide their Circulars dated 12<sup>th</sup> May 2020, 15<sup>th</sup> January 2021, 13<sup>th</sup> May 2022, 5<sup>th</sup> January 2023 and 7<sup>th</sup> October 2023 (hereinafter collectively referred to as “SEBI Circulars”) permitted the holding of Annual General Meeting (AGM) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”), without the physical presence of Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) the

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Annual General Meeting of the Members of the Company is being held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/ OAVM only. Members desirous of participating in the meeting through VC/OAVM, may refer to the procedures mentioned below.

2. 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 pursuant to the MCA and SEBI Circulars 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, Attendance Slip and route map are not annexed to this Notice.

3. 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 1000 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.

4. The Register of Members and share transfer books will remain closed from 14<sup>th</sup>Sep, 2024to 20<sup>th</sup>Sep, 2024[Both days inclusive]

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act,2013.

6. The Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Kfin Technologies Ltd (KFin) for facilitating voting through electronic means, as the authorized agency. 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 Kfin.

7. In line with the General Circulars No. 20/2020 dated May 5, 2020 and No. 02/2021 dated January 13, 2021, issued by the MCA and the SEBI Circulars, Notice of the AGM along with the Integrated Annual Report 2023-24 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories/RTA, unless any Member has requested for a physical copy of the same. The Notice of AGM and AnnualReport 2023-24 are available on the Company's website viz. [www.floratextiles.in](http://www.floratextiles.in). The Notice can also be accessed from the websites ofthe Stock Exchanges i.e. BSE Limited and Kfin Technologies Private Limited at[www.bseindia.com](http://www.bseindia.com) and the AGM Notice is alsoavailable

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on the website of Kfin (agency for providing the Remote e-Voting facility) i.e.evoting.kfintech.com.

8. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's RTA, the details of such folios together with the share certificates alongwith the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

10. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024) has mandated that with effect from April 1, 2024, the shareholders, who hold shares in physical mode and whose folios are not updated with any of the KYC details [viz., (i) PAN (ii) Choice of Nomination (iii) Contact Details (iv) Mobile Number (v) Bank Account Details and (vi) Signature], shall be eligible to get dividend only in electronic mode. Such payment shall be made only after furnishing the KYC details. Members holding shares in physical form are requested to complete their KYC details by writing to the Company's RTA, KFin Technologies Limited, at einward.ris@kfintech.com with appropriate ISR Forms.

11. SEBI vide its notification dated January 24, 2022, has mandated that all request for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, the members are advised to dematerialise the shares held by them in physical form.

Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_ RTAMB/P/CIR/2022/8 dated January 25, 2022 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024) has mandated listed companies to issue securities for the following investor service requests only in dematerialized form: (i) issue of duplicate securities certificate; (ii) claim from unclaimed suspense account; (iii) renewal/exchange of securities certificate; (iv) endorsement; (v) sub-division/splitting of securities certificate; (vi) consolidation of securities certificates/folios; (vii) transmission; and (viii) transposition.

Members are requested to refer to the SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024) for common and simplified norms for processing any service requests before making an application to the Company's RTA.

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## **Instructions for attending the AGM through VC / OVAM, Remote e-Voting and for Voting at the AGM are given below:**

### **A. Instructions for attending the AGM through VC/OAVM**

1. Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM provided by KFin at <https://emeetings.kfintech.com> by using their remote e-voting login credentials. After logging in, click on the Video Conference tab and select the EVEN (“E-voting Event Number”) / Name of the Company. Click on the video symbol and accept the meeting etiquette to join the meeting.

2. 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.

3. Facility for joining the AGM through VC/OAVM shall open 15 minutes before the time scheduled for the AGM and shall be closed on expiry of 15 minutes from the scheduled time of the AGM.

4. Members can participate in the AGM through Desktops/ Laptops with high-speed internet connectivity (preferred browser - Google Chrome).

5. Members will be required to grant access to the webcam to enable two-way video conferencing and use internet with good speed to avoid any disturbance during the meeting.

6. Members connecting from Mobile Devices or Tablets or through Laptops 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.

**7. Post your Question:** Members having any questions or query in relation to items of businesses as set out in the Notice of the AGM, are requested to send an email from their registered email address to the Company Secretary of the Company on the Company’s email address: floratex1@gmail.com on or before Thursday, 19<sup>th</sup>September, 2024 to enable the Management to keep the information ready.

Alternatively, members who would like to express their views or ask questions prior to the AGM may log into <https://emeetings.kfintech.com> using e-voting credentials provided in the e-mail received from KFin and click on “Post your Questions”. Thereafter, the Members may post their queries/views/questions in the window provided therein by mentioning their name, demat account number/folio number, e-mail id and mobile number. “Post Your

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Questions” option will open on Wednesday, 18<sup>th</sup>September, 2024 at 9:00 a.m. and close onThursday, 19<sup>th</sup>September, 2024 at 5:00 p.m.

**8. Speaker Registration:** Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by logging on to <https://emeetings.kfintech.com> using e-voting credentials provided in the e-mail received from KFin and clicking on the ‘Speaker Registration’ tab available on the screen after log in. The Speaker Registration will open on Wednesday, 18<sup>th</sup> September, 2024 at 9:00 a.m. and close on Thursday, 19<sup>th</sup> September, 2024 at 5:00 p.m. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Members are requested to share their questions, if any, in advance at [floratex1@gmail.com](mailto:floratex1@gmail.com)

9. A video guide assisting the Members attending the AGM either as a speaker or participant is available for quick reference at URL <https://emeetings.kfintech.com> under the “How it Works” tab placed on top of the page.

10. Institutional Members are encouraged to participate in the AGM through VC / OAVM and vote at the AGM.

11. Members who need any technical assistance or support before or during the AGM are requested to contact KFin at toll free number 1800 309 4001 or write to them at the e-mail id [evoting@kfintech.com](mailto:evoting@kfintech.com)

12. OTB Based Login: Along with User ID and Password option, Members can also use the “Registered Mobile with Folio” to login on the emeeting web page. If mobile number is not registered with folio, you are requested to follow the instructions below:

- a. For Members holding shares in demat mode, please contact your respective Depository Participant.
- b. For Members holding shares in physical mode, kindly submit Form ISR-1 form with required documents with KFin.

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## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Tuesday 17<sup>th</sup> September, 2024 at 10:00 A.M. and ends on Thursday 19<sup>th</sup> September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by Kfin for voting thereafter.

During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 13<sup>th</sup> September, 2024 may cast their vote electronically. The e-voting module shall also be disabled by Kfin for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

### How do I vote electronically using Kfin e-Voting system?

#### **Applicable only for individual members holding securities in Demat**

As per the circular of SEBI on e-voting facility provided by Listed Companies dated December 09, 2020, all individual shareholders holding shares of the Company in demat mode can cast their vote, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Members are advised to update their mobile number and email id in their demat accounts in order to access e-voting facility.

Individual Members (holding securities in demat mode) login through Depository:

The procedure to login and access remote e-voting, as devised by the Depository, is given below:

#### NSDL

##### **1. Users already registered for IDeAS facility of NSDL may follow the following procedure:**

1. Click on URL: <https://eservices.nsd.com>
2. Click on the "Beneficial Owner" icon under 'IDeAS' section.
3. Enter your User ID and Password for accessing IDeAS,
4. On successful authentication, you will enter your IDeAS service login.
5. Click on "Access to e-Voting"" under Value Added Services on the panel available on the left hand side.
6. Click on "Active e-voting Cycles"" option under e-voting.

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7. Click on Company name or e-voting service provider and you will be re-directed to KfinTech website for casting the vote during the remote e-voting period.

## **2. Users not registered for IDeAS facility of NSDL may follow the following procedure:**

1. To register, click on URL: <https://eservices.nsdl.com>.
2. Select "Register Online for IDeAS".
3. Proceed to complete registration using your DP ID, Client ID, Mobile Number, etc.
4. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.

## **3. Users may directly access the e-voting module of NSDL as per the following procedure:**

1. Click on URL: <https://eservices.nsdl.com>
2. Click on the button "Login" available under "Shareholder / Member section".
3. Enter your User ID (i.e. 16-digit demat account number held with NSDL), login type, Password / OTP and Verification code as shown on the screen.
4. On successful authentication, you will enter the e-voting module of NSDL.
5. Click on "Active E-voting Cycles / VC or OAVMs" option under e-voting.
6. Click on Company name or e-voting service provider and you will be re-directed to KfinTech website for casting the vote during the remote e-voting period.

## **CSDL**

1. Existing user 1. Existing user who have opted for Easi / Easiest
  - i. Visit URL: <https://web.cdslindia.com/myeasitoken/home/login> or URL: [www.cdslindia.com](http://www.cdslindia.com)
  - ii. Login with your registered user id and password.
  - iii. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. Kfintech e-Voting portal.
  - iv. Click on e-Voting service provider name to cast your vote.



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2. User not registered for Easi/Easiest

i. Option to register is available at <https://web.cdslindia.com/myeasitoken/home/login>

ii. Proceed with completing the required fields.

iii. Follow steps given in point 1.

3. Alternatively by directly accessing the e-Voting website of CDSL

i. Visit URL: [www.cdslindia.com](http://www.cdslindia.com)

ii. Provide your demat Account Number and PAN No.

iii. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.

iv. After successful authentication, user will be provided links for the respective ESP, i.e.KFinTech where the e-Voting is in progress.

## **Individual Members (holding securities in demat mode) login through their depository participants.**

Individual shareholders holding shares of the Company in Demat mode can access e-Voting facility provided by the Company using login credentials of their demat accounts (online accounts) through their demat accounts / websites of Depository Participants registered with NSDL/CDSL. An option for "e-Voting" will be available once they have successfully logged-in through their respective logins. Click on the option "e-Voting" and they will be redirected to e-Voting modules of NSDL/CDSL (as may be applicable). Click on the e-Voting link available against the name of Company or select e-Voting service provider "KFin" and you will be re-directed to the e-Voting page of "KFin" to cast your vote without any further authentication.

### **Important note:**

Members who are unable to retrieve User ID / Password are advised to use "Forgot User ID" / "Forgot Password" options available on the websites of Depositories / Depository Participants.

### **Contact details in case of technical issue on NSDL website.**

Members facing any technical issue in login can contact NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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## Contact details in case of technical issue on CDSL website.

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

### Applicable for non-Individual members and members holding shares in physical form.

Login method for non-individual members and members holding shares in physical form are given below:

1. Initial password is provided in the body of the email.
2. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
3. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with RTA for e-voting, you can use your existing User ID and password for casting your votes.

#### User ID: For Members holding shares in Demat Form:-

For NSDL: 8 character DP ID followed by 8 digits Client ID.

For CDSL: 16 digits beneficiary ID.

#### User ID: For members holding shares in Physical Form:

Event Number followed by Folio No. registered with the Company.

**Password:** Your unique password is sent via e-mail forwarded through the electronic notice.

**Captcha:** Please enter the verification code i.e. the alphabets and numbers in the exact way as they are displayed for security reasons.

4. After entering the details appropriately, click on LOGIN.
5. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, etc. on first login. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
6. You need to login again with the new credentials.

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7. On successful login, the system will prompt you to select the EVENT number of the Company.
8. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
9. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
10. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
11. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.
12. Any person who becomes a member of the Company after dispatch of the Notice of the AGM and holding shares as on the cut-off date i.e. Friday 13<sup>th</sup> September, 2024 may obtain the user ID and password in the manner as mentioned below:

- i. If the mobile number of the member is registered against Folio No./DP ID Client ID, the member may send SMS: MYEPWD E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399.

Example for NSDL:

MYEPWD IN12345612345678

Example for Physical:

MYEPWD XXXX1234567

- ii. If e-mail address or mobile number of the member is registered against Folio No. or DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii. A member may call KFin toll free number 1-800-309-4001
- iv. A member may send an e-mail request to [evoting@kfintech.com](mailto:evoting@kfintech.com).
- v. If the member is already registered with KFin e-voting platform, then he / she can use his / her existing User ID and password for casting the vote through remote e-voting.

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13. In case of any query on e-voting, Members may refer to the "Help" and "FAQs" sections / e-voting user manual available through a dropdown menu in the "Downloads" section of KFin website for e-voting: <https://evoting.kfintech.com> or contact "KFin", (Unit: Flora Textiles Limited), Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032 at e-mail Mr. VeedaRaghunathraghu.veedha@kfintech.com at phone no. 1-800-309-4001 (toll free)

The remote e-voting facility will be available during the following voting period:

|                                 |   |
|---------------------------------|---|
| Commencement of Remote e-voting | From 10 a.m. (IST) on Tuesday 17 <sup>th</sup> September, 2024  |
| End of Remote e-voting          | Up to 5 p.m. (IST) on Thursday 19 <sup>th</sup> September, 2024 |

The remote e-voting module shall be disabled for voting after the expiry of the date and time mentioned above. Once the vote on a resolutions(s) cast by the Member, the Member shall not be allowed to change it subsequently;

Members holding shares either in physical form or in dematerialized form and whose name is recorded in the register of Members or in the register of beneficial owners, as on the cut-off date, i.e. Friday 13<sup>th</sup> September, 2024 ("Eligible Members"), shall be entitled to exercise their right to vote by remote e-voting or voting during the AGM on any or all of the businesses specified in the Notice.

Those Members, who will be present in the AGM through VC / OAVM facility and have not cast 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 during the AGM on all of the businesses specified in the Notice convening the AGM. Further, an Eligible Member may participate in the AGM even after exercising his/her right to vote through remote e-voting but shall not vote again during the AGM. Only the Eligible Members shall be entitled to avail the facility of remote e-voting or the e-voting during the AGM;

In case a person has become a Member of the Company after the Notice of AGM is being sent but on or before the cut-off date for e-voting, i.e. Friday 13<sup>th</sup> September, 2024, may send an e-mail request to [evoting@kfintech.com](mailto:evoting@kfintech.com) or call KFin's toll free number 1800-309-4001 for obtaining the credentials for remote e-voting;

Members are being provided with a facility to attend the AGM through electronic platform provided by KFin and the same can be accessed at <https://emeetings.kfintech.com>.

Detailed procedure for remote e-voting/e-voting/joining the AGM through VC/OAVM are provided in the Notice of the AGM.

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Please read all the instructions carefully before participating in the AGM virtually/voting electronically.

## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGHVC/OAVM ARE AS UNDER:**

1. Mr. A C Saravan, FCS, Company Secretaries in Practice, Coimbatore has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
2. Member will be provided with a facility to attend the AGM through VC/OAVM through the Kfin e-Voting system. Members may access the same at <https://evoting.kfintechl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members 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. Further members can also use the OTP based login for logging into the e-Voting system of Kfin.
3. Members are encouraged to join the Meeting through Laptops for better experience.
4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. 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.
6. 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 set time frame as mentioned under Instructions for attending AGM.

# FLORA TEXTILES LIMITED

CIN : L17111TZ1993PLC004290

Registered Office : . 23, BHARATHI PARK ROAD, COIMBATORE – 641043

Email :floratex1@gmail.com

Contact : 7810935393

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## **OTHER INSTRUCTIONS/INFORMATION:**

a. The Members, whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on Friday, 13<sup>th</sup> September, 2024, being the cut-off date, are entitled to vote on the resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

b. A Member can opt for only a single mode of voting i.e., through remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through remote e-voting shall prevail and vote cast at the Meeting shall be treated as invalid.

c. The Board of Directors has appointed Mr. A C Saravan, FCS, Company Secretaries in Practice, Coimbatore (Membership No. FCS 8942 CP No. 10010) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

d. The scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock and count the votes cast at the AGM and votes cast through remote e-voting and within a period not exceeding two working days from the conclusion of the meeting, submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized him in writing.

e. The Results shall be declared either by the Chairman or the person authorized by him, and the resolutions will be deemed to have been passed on the AGM date subject to receipt of the requisite number of votes in favour thereof.

f. The results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of KFin <https://evoting.kfintech.com>. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

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## ANNEXURE

**Additional information of Directors seeking appointment / re-appointment as required under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015) and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries Of India**

The information relating to the directors proposed to be appointed / re-appointed is given hereunder

|  |   |
|--|---|
| Name   | <b>RavinderkumarguptaHemchandgupta</b>              |
| Director Identification Number                           | 08270656  |
| Age  | 25 years  |
| Qualification  | B.Com   |
| Expertise  | 4 Years experience in marketing and sales promotion |
| Shareholding in the Company                              | NIL   |
| Board Position Held                                      | Director  |
| Date of first appointment on the Board                   | 31/10/2018  |
| Relationship with other Directors                        | No relationship with any director                   |
| Remuneration last drawn                                  | NIL   |
| Remuneration proposed to be paid                         | NIL   |
| Number of meetings of the Board attended during the year | Refer to Report on Corporate Governance             |
| Directorships of other Boards                            | NIL   |
| Membership/ Chairmanship of Committees of other Boards   | NIL   |