

FLORA CORPORATION LIMITED

CIN: L01403TG1988PLC154725

Registered Office: Plot No.57, Text Book Colony, Secunderabad, Telangana-500009

Corporate Office: H.No:14-8-346/1B, Ground Floor, Jummerat Bazar, Hyderabad-500012, Telangana, India

Email: csfloracorp@gmail.com, **Website:** www.Floracorp.in, **Phone:** 04066667477

Hyderabad, 25th September, 2023

To,

BSE LIMITED

**Phiroze Jeejeebhoy Towers
Dalal Street ,Mumbai – 400001**

Tel:022-22721233/34

Fax: 022-22722131/1072/2037/2061/41

Email: corp.relations@bseindia.com

corp.compliance@bseindia.com

Scrip Code: 540267

Dear Sir/Ma'am,

Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – voting results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to inform you that the members of the Company has approved item no. 1 to 5 contained in the Notice of 35th Annual General Meeting of the Company with requisite majority.

The Company had appointed Mr. Piyush Gandhi, Proprietor of M/s. Piyush Gandhi & Associates, Company Secretary as the Scrutinizer for remote e-voting, e e-voting during the AGM, voting by poll at the AGM. The Scrutinizer has submitted his report on 25th September, 2023.

In this connection we hereby enclose the consolidated results of the remote e-voting and e-voting during the AGM at the meeting in the format prescribed together with the Scrutinizer's Report.

On the basis of the report received from the Scrutinizer, the Company has declared that the Resolutions set out in the notice of 35th AGM were passed with requisite majority in favour of the Resolutions.

Request you to kindly take the same on record.

Thanking You,

For *Flora corporation Limited*


Rajesh Gandhi

Whole-Time Director & CFO

(DIN: 02120813)

Encl: As Above

In this connection we hereby enclose the consolidated results of the remote e-voting and ballot at the meeting in the format prescribed under Regulation 44(3) together with the Scrutinizer's Report.

| | |
|--|------------|
| Date of the AGM/EGM | 25.09.2023 |
| Total number of shareholders on record date | 3557 |
| No. of shareholders present in the meeting either in person or through proxy: | Nil |
| No. of Shareholders attended the meeting through Video Conferencing | 31 |

Agenda- wise disclosure (to be disclosed separately for each agenda item)

| Resolution required: (Ordinary) | | To receive, consider and adopt the audited financial statements for the Financial Year ended March 31, 2023 and the reports of Board of Directors and Auditors thereon | | | | | | |
|--|----------------|--|----------------------------|--|-------------------------------|-----------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/ (1)]* 100 | No. of Votes In favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E- | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Institutions | E- | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Non Institutions | E- | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| Total | | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0.00 |

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| Resolution required: (Ordinary) | | To re-appoint Mrs. Inturi Bramaramba (DIN: 08117184), who retires by rotation as a Director at this Annual General Meeting and being eligible seeks re-appointment | | | | | | |
|--|-----------------------|--|----------------------------|---|---------------------------------------|-------------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes In favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter | E-Voting | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Institutions | E-Voting | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Non Institutions | E-Voting | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| Total | | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0.00 |

Capu jani

| Resolution required: (Ordinary) | | To consider and appoint M/s. Sapna Toshniwal and Co, Chartered Accountants as Statutory Auditors of the Company. | | | | | | |
|--|-----------------------|--|---|---|--|--|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes In favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter | E-Voting | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Institutions | E-Voting | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Non Institutions | E-Voting | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| Total | | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0.00 |

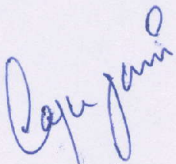
Sapna Toshniwal

| Resolution required: (Ordinary) | | | To consider and approve transactions with Related Parties under section 188 of the Companies Act, 2013 | | | | | |
|---|----------------|-------------------------------|--|---|-----------------------------------|---------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes In favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter | E-Voting | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Institutions | E-Voting | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Non Institutions | E-Voting | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| Total | | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0.00 |

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| Resolution required: (Special) | | | Re-Appointment of Mr. Rajesh Gandhi as Whole-Time Director of the company | | | | | |
|--|-----------------------|--|---|---|--|--|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes In favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter | E-Voting | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Institutions | E-Voting | -- | -- | -- | -- | -- | -- | -- |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | -- | -- | -- | -- | -- | -- | -- |
| Public-Non Institutions | E-Voting | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| | Poll | -- | -- | -- | -- | -- | -- | -- |
| | Postal | -- | -- | -- | -- | -- | -- | -- |
| | Total | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0 |
| Total | | 312436 | 312436 | 100 | 312436 | 0 | 100 | 0.00 |

For Flora Corporation Limited



Whole Time Director & CFO
Rajesh Gandhi
DIN: 02120813

Piyush Gandhi & Associates
Company Secretaries
CS Piyush Gandhi
B.Com., ACS

Consolidated Scrutinizer Report

[Pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014, as amended]

To
The Chairman
Flora Corporation Limited,
Plot No.57, Text Book Colony
Secunderabad, Hyderabad Telangana- 500009

Dear Sir,

I, Piyush Gandhi, Proprietor of M/s. Piyush Gandhi & Associates, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors the Company for the purpose of scrutinizing the process of voting through electronic means (“e-voting”) on the resolutions contained in the notice dated 30.08.2023 (“Notice”) issued in accordance with Circular No.14/2020 dated April 8,2020, Circular No.17/2020 dated April 13,2020, Circular No.20/2020 dated May 05,2020, Circular No.02/2021, Circular No.2/2022 dated 05.05.2022 and Circular No. 10/2022 dated 28.12.2022 respectively issued by the Ministry of Corporate Affairs (“MCA”), Government of India calling the 35th Annual General Meeting (“AGM”) of the shareholders through VC / OAVM. The AGM was convened, 25th September, 2023 at 12.00 NOON. IST through VC / OAVM.

The said appointment as Scrutinizer is as per the provisions of Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (“the Rules”). As the scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using electronic voting system on the dates referred to in the notice calling the AGM (“remote e-voting); and
- (ii) process of e-voting at the AGM through electronic voting system (“e-voting”)

Management’s Responsibility

The management of the company is responsible to ensure the compliance with the requirements of
(i) the Act and Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (LODR)

Regulations, 2015 relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer Responsibility

My responsibility as Scrutinizer for e-voting process (i.e remote e-voting and e-voting) is restricted in making a Consolidated Scrutinizer Report of the votes cast “in favour” or “against” the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by the Aarthi Consultants Private Limited (“RTA”), the Registrar and Transfer Agent of the Company and Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities and attendant documents / information furnished to me electronically by the Company and / or RTA for my verification.

Cut-off date

The Shareholders of the Company as on the “cut-off” date as set out in the Notice i.e September 19, 2023 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling AGM) and their voting rights were to their shares in the paid-up equity share capital of the Company as on the cut-off date.

Remote e-voting process

1. The remote e-voting period remained open from Friday, September 22, 2023 (09:00 a.m. IST) to Sunday, September 24, 2023 (05:00 p.m. IST).
2. The votes cast were unblocked on Monday, 25th September, 2023 after the conclusion of AGM and was witnessed by two witnesses not in the employment of the Company.
3. Thereafter, the details containing, *inter alia*, the list of shareholders who vote “in favour” or “against” on each of the resolutions that were put to vote were generated from the e-voting website of CDSL i.e., www.evotingindia.com. Based on the report generated and relied upon by me, data regarding the remote e-voting was scrutinized.

E-voting process at the AGM

1. After the time fixed for closing the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by RTA under my instructions.

2. The e-voting was scrutinized. The e-votes were reconciled with the records maintained by the Company / RTA and the authorizations lodged with the Company / RTA.
3. The e-votes cast were unblocked on Monday, 25th September, 2023 after the conclusion of AGM.

The Consolidated Scrutinizer's Report on the result of the remote e-voting and e-voting, based on the reports generated and data provided by the Company / RTA and relied upon by me, is given hereunder:

Piyush Gandhi & Associates
Company Secretaries
CS Piyush Gandhi
B.Com., ACS

**Results of Remote e-voting/e-voting during the AGM conducted for the 35th Annual General Meeting of
Flora Corporation Limited**

| Reso. No./ Item No. | Heading of the Resolution | Type of Resolution | Valid votes | | | | | | Invalid Votes/ Abstain from voting | |
|---|---|--------------------|-----------------------------------|---------------------|--|-----------------------------------|---------------------|--|--------------------------------------|---------------------|
| | | | Voting in Favour (Assent) | | | Voted Against (Dissent) | | | Number of members voting (in person) | No. of votes casted |
| | | | No. of Members voting (in person) | No. of votes casted | % of votes casted (Favour and against) | No. of Members voting (in person) | No. of votes casted | % of votes casted (Favour and against) | | |
| 1. | To receive, consider and adopt the audited financial statements for the Financial Year ended March 31, 2023 and the reports of Board of Directors and Auditors thereon. | Ordinary | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |
| 2. | To re-appoint Mrs. Inturi Bramaramba (DIN: 08117184), who retires by | Ordinary | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | | | | | |
|---|--|----------|----|--------|-----|---|---|---|---|---|
| | rotation as a Director at this Annual General Meeting and being eligible seeks re-appointment. | | | | | | | | | |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |
| 3. | To consider and appoint M/s. Sapna Toshniwal and Co, Chartered Accountants as Statutory Auditors of the Company. | Ordinary | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |
| 4. | To consider and approve transactions with Related Parties under section 188 of the Companies Act, 2013 | Ordinary | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |
| 5. | Re-Appointment of Mr. Rajesh Gandhi as Whole-Time Director of the company | Special | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |

**Results of Poll conducted at 35th Annual General Meeting of
Flora Corporation Limited**

| Reso. No./ Item No. | Heading of the Resolution | Type of Resolutio n | Valid votes | | | | | | Invalid Votes/ Abstain from voting | |
|------------------------------|------------------------------|---------------------------|--|---------------------------|---|---|---------------------------|---|--|---------------------------|
| | | | Voting in Favour (Assent) | | | Voted Against (Dissent) | | | Number of member s voting (in person) | No. of votes casted |
| | | | No. of Member s voting (in person) | No. of votes casted | % of votes casted (Favour and against) | No. of Membe rs voting (in person) | No. of votes casted | % of votes casted (Favour and against) | | |
| 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

**Consolidated Results of Remote e-voting and Poll conducted at
35th Annual General Meeting of
Flora Corporation Limited**

| Reso. No./ Item No. | Heading of the Resolution | Type of Resolutio n | Valid votes | | | | | | Invalid Votes/ Abstain from voting | |
|--|------------------------------|---|---|---------------------------|---|----------------------------|--|--|--|---------------------------|
| | | | Voting in Favour (Assent) | | | Voted Against (Dissent) | | | Number of member s voting (in person) | No. of votes casted |
| No. of Member s voting (in person) | No. of votes casted | % of votes casted (Favour and against) | No. of Membe rs voting (in person) | No. of votes casted | % of votes casted (Favour and against) | | | | | |

| | | | No. of Members voting (in person) | No. of votes casted | % of votes casted (Favour and against) | No. of Members voting (in person) | No. of votes casted | % of votes casted (Favour and against) | Number of members voting (in person) | No. of votes casted |
|---|---|----------|-----------------------------------|---------------------|--|-----------------------------------|---------------------|--|--------------------------------------|---------------------|
| 1. | To receive, consider and adopt the audited financial statements for the Financial Year ended March 31, 2023 and the reports of Board of Directors and Auditors thereon. | Ordinary | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |
| 2. | To re-appoint Mrs. Inturi Bramaramba (DIN: 08117184), who retires by rotation as a Director at this Annual General Meeting and being eligible seeks re-appointment | Ordinary | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |

| | | | | | | | | | | |
|---|--|----------|----|--------|-----|---|---|---|---|---|
| 3. | To consider and appoint M/s. Sapna Toshniwal and Co, Chartered Accountants as Statutory Auditors of the Company. | Ordinary | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |
| 4. | To consider and approve transactions with Related Parties under section 188 of the Companies Act, 2013 | Ordinary | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |
| 6. | Re-Appointment of Mr. Rajesh Gandhi as Whole-Time Director of the company | Special | 32 | 312436 | 100 | 0 | 0 | 0 | 0 | 0 |
| Voting Results: The Resolution is passed with requisite majority | | | | | | | | | | |

On the basis of the above results, I report that the members have approved the Item No. 1 to Item No. 5 of the AGM Notice dated 30.08.2023.

Accordingly, you may declare the result of the voting by remote e-voting and e-voting.

We further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through electronic means are being maintained in electronic form.

The electronic data and all other relevant records relating to e-voting shall remain in our custody until the chairman considers, approves and signs the minutes and thereafter the same be returned to the Company.

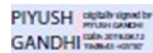
This report is issued in accordance with the terms of the Engagement Letter.

Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of RTA.

This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

for **Piyush Gandhi & Associates**
Company Secretary

The image shows a digital signature stamp. It consists of a blue rectangular box with white text. The text reads: 'PIYUSH' on the first line, 'digitally signed by' on the second line, 'PIYUSH GANDHI' on the third line, and 'GANDHI' on the fourth line. There is also some smaller, less legible text below 'GANDHI'.

Piyush Gandhi
Membership No: 54730
CoP No: 20183

Place: Hyderabad
Date: September 25, 2023