

FLORA CORPORATION LIMITED

CIN: L01403AP1988PLC008419

Registered Office: Sy. No: 818 & 834, Bodduvanipalem Village, Korsipadu Mandal, Prakasham District, Andhra Pradesh-523212, India

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, 10th November, 2020

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 the resolution bearing item no. 1 contained in the Notice of Extra-ordinary General Meeting dated 09/11/2020 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-voting during the EGM, voting by poll at the EGM. The Scrutinizer has submitted his report on 10th November, 2020.

In this connection we hereby enclose the consolidated results of the remote e-voting and e-voting during the EGM 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 Extra ordinary General meeting were passed with requisite majority in favour of the Resolutions.

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Request you to kindly take the same on record.

Thanking You,

For Flora corporation Limited

Sd/-

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	09.11.2020
Total number of shareholders on record date	3480
No. of shareholders present in the meeting either in person or through proxy:	Nil
No. of Shareholders attended the meeting through Video Conferencing	26

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

Resolution required: (Ordinary)		Shifting of Registered office from the state of Andhra Pradesh to the state of Telangana and alteration of memorandum of association of Company. Required resolution: Special Resolution						
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-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public-Non Institution	E-Voting	15077	15077	100%	14477	600	96.02%	3.98%
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	15077	15077	100%	14477	600	96.02%	3.98%
Total		15077	15077	100%	14477	600	96.02%	3.98%



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,
Sy No.818 & 834,
Bodduvanipalem Village,
Korsipadu Mandal,
Prakasam District
Andhra Pradesh-523212

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 09.11.2020 (“**Notice**”) issued in accordance with General Circular No. 14/2020 and 17/2020 dated 8 April, 2020 and 13 April, 2020 respectively issued by the Ministry of Corporate Affairs (“**MCA**”), Government of India calling the Extra ordinary General Meeting (“**AGM**”) of the shareholders through VC / OAVM. The EGM was convened, 09th November, 2020 at 11.00 A.M. 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 EGM, using electronic voting system on the dates referred to in the notice calling the EGM (“**remote e-voting**”); and
- (ii) process of e-voting at the EGM 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 EGM. 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 November 3, 2020 were entitled to vote on the resolution (item no. 1 as set out in the Notice calling EGM) 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, November 6, 2020 to Sunday, November 8, 2020 (05:00 p.m. IST).
2. The votes cast were unblocked on Tuesday, 10th November, 2020 after the conclusion of EGM 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 Tuesday, 10th November, 2020 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 EGM conducted on 09/11/2020 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.	Shifting of Registered office from the state of Andhra Pradesh to the state of Telangana and alteration of Memorandum of Association of the Company	Special	22	14,477	96.02%	1	600	3.98%	0	0

Voting Results: The Resolution is passed with requisite majority

**Results of Poll conducted at Extra-ordinary 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)		
0	0	0	0	0	0	0	0	0	0	0

**Consolidated Results of Remote e-voting and Poll conducted at
Extra-ordinary 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.	Shifting of Registered office from the state of Andhra Pradesh to the state of Telangana and alteration of Memorandum of Association of the Company	Special	22	14,477	96.02%	1	600	3.98%	0	0
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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 of the EGM Notice dated 09.11.2020.

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.

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

PIYUSH
GANDHI

Piyush Gandhi
Membership No: 54730
CoP No: 20183

Place: Hyderabad

Date: November 10, 2020