

**FLORA CORPORATION LIMITED**

CIN: L01403AP1988PLC008419

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

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

Email: [csfloracorp@gmail.com](mailto:csfloracorp@gmail.com), Website: [www.Floracorp.in](http://www.Floracorp.in), Phone: 04066667477

Hyderabad, 25<sup>th</sup> September, 2022

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](mailto:corp.relations@bseindia.com)

[corp.compliance@bseindia.com](mailto: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 & 2 contained in the Notice of 34<sup>th</sup> Annual General Meeting of the Company with requisite majority. The item no. 3 was not approved due to lack of 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 25<sup>th</sup> September, 2022.

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 34<sup>th</sup> 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	24.09.2022
Total number of shareholders on record date	3478
No. of shareholders present in the meeting either in person or through proxy:	Nil
No. of Shareholders attended the meeting through Video Conferencing	22

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, 2022 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-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public-Institutions	E-Voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public-Non Institution	E-Voting	61803	61803	100	61803	0	100	0
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	61803	61803	100	61803	0	100	0.00
Total		61803	61803	100	61803	0	100	0.00

**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 (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	61803	61803	100	61803	0	100	0
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	61803	61803	100	61803	0	100	0
<b>Total</b>		<b>61803</b>	<b>61803</b>	<b>100</b>	<b>61803</b>	<b>0</b>	<b>100</b>	<b>0.00</b>

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	61803	61803	100	11803	50000	19.1	80.90
	Poll	--	--	--	--	--	--	--
	Postal	--	--	--	--	--	--	--
	Total	61803	61803	100	11803	50000	19.1	80.90
Total		61803	61803	100	11803	50000	19.1	80.90

For Flora Corporation Limited

*Rajesh Gandhi*



Director  
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 29.08.2022 (“Notice”) issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021 and 02/2022 dated 8 April, 2020, 13 April, 2020, 5 May, 2020 13<sup>th</sup> January, 2021, and 05<sup>th</sup> May, 2022 respectively issued by the Ministry of Corporate Affairs (“MCA”), Government of India calling the 34<sup>th</sup> Annual General Meeting (“AGM”) of the shareholders through VC / OAVM. The AGM was convened, 24<sup>th</sup> September, 2022 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, 2022 were entitled to vote on the resolutions (item nos. 1,2 and 3 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 Wednesday, September 21, 2022 (09:00 a.m. IST) to Friday, September 23, 2022 (05:00 p.m. IST).
2. The votes cast were unblocked on Saturday, 24<sup>th</sup> September, 2022 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](http://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 Saturday, 24<sup>th</sup> September, 2022 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 34<sup>th</sup> 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, 2022 and the reports of Board of Directors and Auditors thereon.	Ordinary	24	61803	100	0	0	0	0	0
<b>Voting Results: The Resolution is passed with requisite majority</b>										
2.	To re-appoint Mrs. Inturi Bramaramba (DIN: 08117184), who retires by	Ordinary	24	61803	100	0	0	0	0	0





0	0	0	0	0	0	0	0	0	0	0

**Consolidated Results of Remote e-voting and Poll conducted at  
34<sup>th</sup> 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, 2022 and the reports of Board of	Ordinary	24	61803	100	0	0	0	0	0

	Directors and Auditors thereon.									
<b>Voting Results: The Resolution is passed with requisite majority</b>										
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	24	61803	100	0	0	0	0	0
<b>Voting Results: The Resolution is passed with requisite majority</b>										
3.	To consider and appoint M/s. Sapna Toshniwal and Co, Chartered Accountants as Statutory Auditors of the Company.	Ordinary	23	11803	19.1	1	50000	80.09	0	0
<b>Voting Results: As the votes casted against the resolution are exceeding the votes casted in favor, the resolution is not passed.</b>										

**On the basis of the above results, I report that the members have approved the Item No. 1 and 2 of the AGM Notice dated 29.08.2022. The item no. 3 of the notice was not approved due to lack of requisite majority in favor of the resolution.**

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.

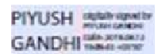
This report is issued in accordance with the terms of the Engagement Letter.

#### **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**



**Piyush Gandhi**  
**Membership No: 54730**  
**CoP No: 20183**

Place: Hyderabad

Date: September 25, 2022