

Date: 17th December, 2024

To,
The Listing Department,
BSE Limited,
 Floor 25, P. J. Towers,
 Dalal Street, Mumbai 400 001
BSE Scrip Code: 530705

Subject: Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

In terms of the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, the Voting Results on the special business transacted through Postal Ballot Notice dated 14th November, 2024, along with the consolidated Scrutinizer's Report on Postal Ballot.

The details of the Resolutions are given below:

S. No	Type of resolution Special/Ordinary	Description of Resolutions
1	Ordinary	Appointment of M/S SGCO & Co. LLP, Chartered Accountants as Statutory Auditors of the Company to fill the casual vacancy.
2	Special	Approval of the shifting of registered office of the Company and consequential amendment to the Memorandum of Association ('MOA') of the Company.
3	Special	Approval for change of name of the Company from Flora Textiles Limited to Anirit Ventures Limited and consequential alteration of the Memorandum of Association ('MOA') and Articles of Association ('AOA') of the Company.
4	Special	Amendment/alteration in object clause of the Memorandum of Association of the Company.
5	Ordinary	Increase in authorised share capital of the Company and alteration of capital clause of Memorandum of Association of the Company.
6	Special	Alteration of Articles of Association ('AOA') of the Company.
7	Special	Consideration of enhancement of the borrowing limit of the company as per Section 180(1)(c) of the Companies Act, 2013.
8	Special	Consideration of creation of security and creating charge on the assets of the Company as per Section 180(1)(a) of the Companies Act, 2013.
9	Special	To make any loans or investments and to give any guarantee(s) or to provide security(ies).
10	Special	Appointment of Mr. Ashutosh Biyani (DIN: 07349560) as an Independent Director of the Company.

11	Special	Appointment of Mr. Suvir Singh (DIN: 10810873) as an Independent Director of the Company.
12	Special	Appointment of Mr. Rohit Agarwal (DIN: 01780752) as a Non-Executive Non-Independent Director of the Company.
13	Special	Appointment of Ms. Neha Thakkar (DIN: 10810103) as an Executive Woman Director of the Company.
14	Ordinary	To appoint Ms. Neha Thakkar (DIN: 10810103) as Whole-time Director of the Company.

The remote e-voting process concluded on Sunday, December 15, 2024 at 5.00 P.M., post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Resolutions with the requisite majority.

In this regard, please find enclosed the following:

- 1) Voting results of the Postal Ballot activity through remote e-voting in relation to aforesaid business as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure A**
- 2) Report of the Scrutinizer dated 16th December, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure B**

The Voting Results along with the Scrutinizer's Report is also being made available on the Company's website at www.floratextiles.in and on website of the KFinTech at <https://evoting.kfintech.com> .

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Flora Textiles Limited

Visha Jain
Company Secretary
Membership No.: A73776
Encl. a.a.



Annexure A

A. DETAILS OF VOTING RESULTS BY POSTAL BALLOT PROCESS

Sr. No.	Particulars	Details
1.	Date of Postal Ballot Notice	14 th November, 2024
2.	Cut-off date	08 th November, 2024
3.	Voting Start day, date and time	Saturday, November 16, 2024 at 9.00 A.M. (IST)
4.	Voting End day, date and time	Sunday, December 15, 2024 at 5.00 P.M. (IST)
5.	Total Number of shareholders on Record date i.e. 08 th November, 2024	2,106
6.	No. of shareholders present in the meeting either in person or through proxy:	N.A.
	Promoter and Promoter Group	
	Public	
7.	No. of shareholders present in the meeting through VC/OAVM:	N.A.
	Promoter and Promoter Group	
	Public	

B. RESULTS OF THE POSTAL BALLOT:

Sr. No.	Particulars	Resolution required	Mode of voting	Remarks
1.	Appointment of M/S SGCO & Co. LLP, Chartered Accountants as Statutory Auditors of the Company to fill the casual vacancy	Ordinary Resolution	Remote e-voting	Passed with requisite majority
2.	Approval of the shifting of registered office of the Company and consequential amendment to the Memorandum of Association ('MOA') of the Company	Special Resolution	Remote e-voting	Passed with requisite majority
3.	Approval for change of name of the Company from Flora Textiles Limited to Anirit Ventures Limited and consequential alteration of the Memorandum of Association ('MOA') and Articles of Association ('AOA') of the Company.	Special Resolution	Remote e-voting	Passed with requisite majority



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

4.	Amendment/alteration in object clause of the Memorandum of Association of the Company.	Special Resolution	Remote e-voting	Passed with requisite majority
5.	Increase in authorised share capital of the Company and alteration of capital clause of Memorandum of Association of the Company.	Ordinary Resolution	Remote e-voting	Passed with requisite majority
6.	Alteration of Articles of Association ('AOA') of the Company.	Special Resolution	Remote e-voting	Passed with requisite majority
7.	Consideration of enhancement of the borrowing limit of the company as per Section 180(1)(c) of the Companies Act, 2013	Special Resolution	Remote e-voting	Passed with requisite majority
8.	Consideration of creation of security and creating charge on the assets of the Company as per Section 180(1)(a) of the Companies Act, 2013.	Special Resolution	Remote e-voting	Passed with requisite majority
9.	To make any loans or investments and to give any guarantee(s) or to provide security(ies).	Special Resolution	Remote e-voting	Passed with requisite majority
10.	Appointment of Mr. Ashutosh Biyani (DIN: 07349560) as an Independent Director of the Company.	Special Resolution	Remote e-voting	Passed with requisite majority
11.	Appointment of Mr. Suvir Singh (DIN: 10810873) as an Independent Director of the Company.	Special Resolution	Remote e-voting	Passed with requisite majority
12.	Appointment of Mr. Rohit Agarwal (DIN: 01780752) as a Non-Executive Non-Independent Director of the Company.	Special Resolution	Remote e-voting	Passed with requisite majority
13.	Appointment of Ms. Neha Thakkar (DIN: 10810103) as an Executive Woman Director of the Company.	Special Resolution	Remote e-voting	Passed with requisite majority



Flora Textiles Limited

GSTIN : 33AAACF4312P1ZQ
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23, Bharathi Park Road,
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Phone : 91 (422) 2447395
Email : floratex1@gmail.com

14.	To appoint Ms. Neha Thakkar (DIN: 10810103) as Whole-time Director of the Company.	Ordinary Resolution	Remote e-voting	Passed with requisite majority
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Yours faithfully,
For Flora Textiles Limited

Visha Jain
Company Secretary
Membership No.: A73776



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,
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 29th October, 2024, 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 November 14, 2024 on Friday, November 15, 2024 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, November 08, 2024.

The e-voting period commenced on Saturday, November 16, 2024 at 09.00 A.M. (IST) onwards and concluded on Sunday, December 15, 2024 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 Monday, December 16, 2024 at 11.00 A.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, November 8, 2024.
- 2.5. Votes cast through electronic means up to 5.00 PM of December 15, 2024, 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. **Appointment of M/S SGCO & Co. LLP, Chartered Accountants as Statutory Auditors of the Company to fill the casual vacancy - Ordinary Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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

- b. **Approval of the shifting of the registered office of the Company and consequential amendment to the Memorandum of Association ('MOA') of the Company - Special Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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 change of name of the Company from Flora Textiles Limited to Anirit Ventures Limited and consequential alteration of the Memorandum of Association ('MOA') and Articles of Association ('AOA') of the Company - Special Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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. **Amendment/alteration in object clause of the Memorandum of Association of the Company - Special Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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. **Increase in authorised share capital of the Company and alteration of capital clause of Memorandum of Association of the Company - Ordinary Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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



f. Alteration of Articles of Association ('AOA') of the Company - Special Resolution

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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

g. Consideration of enhancement of the borrowing limit of the company as per Section 180(1)(c) of the Companies Act, 2013 - Special Resolution

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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

h. Consideration of creation of security and creating charge on the assets of the Company, as per Section 180(1)(a) of the Companies Act, 2013 - Special Resolution

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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



- i. **To make any loans or investments and to give any guarantee(s) or to provide security(ies) - Special Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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

- j. **Appointment of Mr. Ashutosh Biyani (DIN: 07349560) as an Independent Director of the Company - Special Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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

- k. **Appointment of Mr. Suvir Singh (DIN: 10810873) as an Independent Director of the Company - Special Resolution**

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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



I. Appointment of Mr. Rohit Agarwal (DIN: 01780752) as a Non-Executive Non-Independent Director of the Company - Special Resolution

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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

m. Appointment of Ms. Neha Thakkar (DIN: 10810103) as an Executive Woman Director of the Company- Special Resolution

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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

n. To appoint Ms. Neha Thakkar (DIN: 10810103) as Whole-time Director of the Company - Ordinary Resolution

Total No. of members voted through e-voting system	Total No. of votes cast through e-voting system.
21	33,60,150

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	
33,60,150	100%	-	-	-

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



Dipesh Gosar & Co.
Practicing Company Secretaries

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 November 14, 2024.

Thanking you,

For **DIPESH GOSAR & CO.**

DIPESH
UTTAMCHA
ND GOSAR

Digitally signed by
DIPESH
UTTAMCHAND
GOSAR
Date: 2024.12.16
18:38:21 +05'30'

Dipesh U. Gosar

Proprietor

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

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

UDIN: **A023755F003394969**

Date: December 16, 2024

Place: Mumbai

Acknowledge receipt of the same

For Flora Textiles Limited



Visha Jain

Company Secretary & Compliance Officer

Date: December 16, 2024

Place: Mumbai