

FLORA CORPORATION LIMITED

(FORMERLY ROYCE MARINE PRODUCTS LIMITED)

Date: 01st October, 2018

To,
The General Manager
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001

Dear Sirs,

Sub: Submission of voting results of the 30th Annual General Meeting of the Company held on September 28th, 2018

Ref: Scrip Code-540267-Flora Corporation Limited

With reference to the above mentioned subject, we herewith enclose the voting results of the 30th Annual General Meeting of the Company, held on September, 28th 2018 pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's report attached along with this letter.

This is for your information and records

Thanking You
Yours Truly

**For Flora Corporation Limited
(Formerly Known as Royce Marine Products Limited)**

A. Vishwak
**CS. Vishwak Ananta
Company Secretary
A48080**



Regd. Office

Sy. No:818 and 834,
Bodduvanipalem Village
Korsipadu Mandal,
Andhra Pradesh-523212
Ph.08645-236237

Corp Office

Flat No:105, F-Block, 01st Floor,
Surya Towers, S.P.Road
Secunderabad
Telanganna-500003
Ph.040-66667477

Email: csfloracorp@gmail.com
Website:www.floracorporation.com

CIN: L01403AP1988PLC008419

Annexure-I
Format of Voting Results

Sl.No	Particulars	Details
1.	Date of the AGM/EGM-	28 th September, 2018
2.	Total Number of Shareholders on record date	3484 (21 st September, 2018)
3	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group	4
	Public	14
4	No. of shareholders attended the meeting through video conferencing:	
	Promoters and Promoter Group	-----NIL-----
	Public	

For Flora Corporation Limited
(Formerly Known as Royce Marine Products Limited)

A. Vishwak
CS.Vishwak Ananta
Company Secretary
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Agenda-Wise Resolutions passed at the AGM:

ITEM NO 1: To receive, consider and adopt the audited Balance Sheet as on 31 st March, 2018 and Statement of Profit and Loss and Cash Flow Statement for the year ended as on that Date, together with all schedules and notes attached thereto, along with the report of Directors and Auditors thereon.									
Resolution required	Ordinary Resolution								
Whether Promoter/Promoter Group are interested in the agenda/resolution	No								
Category	No of Shares held	No. of votes polled	% of votes polled on Outstanding shares	No. of votes in favor	No. of votes against	% of votes in favor on votes polled	% of votes against on votes polled		
	(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]		
Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
	26,37,631	26,37,631	100	26,37,631	-	100	-	-	-
	-	-	-	-	-	-	-	-	-
Total	26,37,631	26,37,631	100	26,37,631	-	100	-	-	-
Public Institutions	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-
Public Non Institutions	-	1,168	0.013	1,168	-	100	-	-	-
	60,96,244	5,82,156	6.665	5,82,156	-	100	-	-	-
	-	-	-	-	-	-	-	-	-
Total	60,96,244	5,83,324	6.678	5,83,324	-	100.00	-	-	-
TOTAL	87,33,875	32,20,955	36.878	32,20,955	-	100.00	-	-	-

For Flora Corporation Limited
(Formerly known as Royce Marine Products Limited)

A. Vishwak Ananta
CS. Vishwak Ananta
Company Secretary
A48080



ITEM NO 2: To Appoint a Director in place of Mr. Giriboina Raju (DIN: 07087686) , who retires by rotation, being eligible offers herself for re-appointment

Resolution required		Ordinary Resolution													
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	No. of votes in favor	No. of votes against	% of votes in favor in votes polled	% of votes against on votes polled	(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]
Promoter and Promoter Group	E-Voting		-	-	-	-	-	-	-	-	-	-	-	-	-
	Poll	26,37,631	26,37,631	100	26,37,631	-	100	-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	26,37,631	26,37,631	100	26,37,631	-	100	-	-	-	-	-	-	-	-
Public Institutions	E-Voting		-	-	-	-	-	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Public Non Institutions	E-Voting		1,168	0.013	1,168	-	0.013	-	-	-	-	-	-	0.013	-
	Poll	60,96,244	5,82,156	6.665	5,82,156	-	6.665	-	-	-	-	-	-	6.665	-
	Postal Ballot		-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	60,96,244	5,83,324	6.678	5,83,324	-	6.678	-	-	-	-	-	-	100	-
TOTAL		87,33,875	32,20,955	36.878	32,20,955	-	36.878	-	-	-	-	-	-	100	-

For Flora Corporation Limited

(Formerly known as Royce Marine Products Limited)



A. Vishwak Ananta
Company Secretary

A48080

ITEM NO 3: To Appoint Mr. Mahaveer Jain (DIN: 06738772) as Independent Director of the Company.

Resolution required	Ordinary Resolution									
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	No. of votes in favor	No. of votes against	% of votes in favor in votes polled	% of votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]		
Promoter and Promoter Group	E-Voting		-	-	-	-	-	-		
	Poll	26,37,631	26,37,631	100	26,37,631	-	100	-		
	Postal Ballot		-	-	-	-	-	-		
	Total	26,37,631	26,37,631	100	26,37,631	-	100	-		
Public Institutions	E-Voting		-	-	-	-	-	-		
	Poll		-	-	-	-	-	-		
	Postal Ballot		-	-	-	-	-	-		
	Total	-	-	-	-	-	-	-		
Public Non Institutions	E-Voting		1,168	0.013	1,168	-	100	-		
	Poll	60,96,244	5,82,156	6.665	5,82,156	-	100	-		
	Postal Ballot		-	-	-	-	-	-		
	Total	60,96,244	5,83,324	6.678	5,83,324	-	100	-		
TOTAL		87,33,875	32,20,955	36.878	32,20,955	-	100	-		

For Flora Corporation Limited
(Formerly known as Royce Marine Products Limited)



P. Vishwak Ananta
CS. Vishwak Ananta
Company Secretary
A48080

ITEM NO 4: To Appoint Mr. Padamkumar Jabbarchand Gandhi (DIN:08006561) as Independent Director of the Company.

Resolution required
Ordinary Resolution

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 favor	No. of votes against	% of votes in favor in votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and Promoter Group	E-Voting		-	-	(4)	(5)	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]
	Poll	26,37,631	26,37,631	100	26,37,631	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total	26,37,631	26,37,631	100	26,37,631	-	100	-
Public Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non Institutions	E-Voting		1,168	0.013	1,168	-	100	-
	Poll	60,96,244	5,82,156	6.665	5,82,156	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total	60,96,244	5,83,324	6.678	5,83,324	-	100	-
TOTAL		87,33,875	32,20,955	36.878	32,20,955	-	100	-

For Flora Corporation Limited

(Formerly known as Royce Marine Products Limited)



CS. Vishwak Ananta
Company Secretary

A48080

FORM No. MGT-13
SCRUTINIZER'S REPORT

**(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014**

To
The Chairman
30th Annual General Meeting of M/s. **FLORA CORPORATION LIMITED**
Held on Friday, 28th Day of September, 2018 at 11.00 A.M. at the Registered Office of the
company Situated at Sy No: 818 and 834, Bodduvanipalem Village Korsipadu Mandal
Bodduvanipalem Village Prakasam - 523212.

Dear Sir,

I, Veeranjanyulu Chirumamilla (Partner), VCSR & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of e-Voting and poll, to unblock the votes in favour or against, if any, and to report forthwith to the Chairman on the below mentioned items, at the 30th Annual General Meeting of M/s. Flora Corporation Limited Held on Friday, 28th Day of September, 2018 at 11.00 A.M. at the Registered Office of the company Situated at Sy No: 818 and 834, Bodduvanipalem Village Korsipadu Mandal Bodduvanipalem Village Prakasam - 523212, India hereby submit my report Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014 as under:

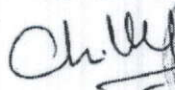
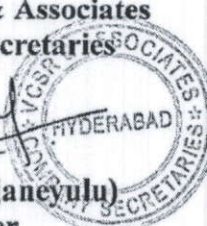
1. All e-voting received upto 27th September, 2018 at 05:00 P.M. (IST), the last date and time fixed by the Company for receipt of e-voting were considered for my scrutiny. Further, after the time fixed for closing of the poll by the Chairman, on 28th Day of September, 2018, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked e-votes on the website of CDSL has been unblocked by me in the presence of two witnesses named B. Karunakar Naidu and J. Siva Prasad. Further, the locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The e-votes and the poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



4. The result of the e-votes and Poll is summarized separately is as per the Annexure.
5. The register and all other papers relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I will return the register and other related papers to the company.
6. The poll papers and all other relevant records were sealed and handed over to the Chairman as authorized by the Board for safe keeping.
7. You may declare the results of the 30th Annual General Meeting accordingly.

Thanking You,
Yours' Faithfully,

**For VCSR & Associates
Company Secretaries**



(Ch. Veeranjanyulu)
Partner
FCS No. 6121, CP No. 6392

Date: 29.09.2018
Place: Hyderabad

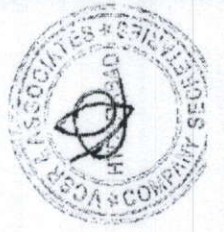
PHYSICAL VOTING RESULT

S. No	Resolution	Assent			Dissent			Invalid			Summary of result	
		No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares
1.	To Receive, consider and adopt the audited Balance sheet as on 31st March, 2018 and Statement Profit & Loss and Cash Flow Statement for the year ended on that date, together with all schedules and notes attached thereto, along with the report of Directors and Auditors thereon.	18	3219787	36.86	0	0	0	0	0	0	18	3219787
2	To appoint a director in place of Mr. Girboina Raju (Holding DIN: 07087686) who retires by rotation and, being eligible, offers himself for re-appointment.	18	3219787	36.86	0	0	0	0	0	0	18	3219787
3	To Appoint Mr. Mahaveer Jain (DIN: 06738772) as Independent Director of the Company	18	3219787	36.86	0	0	0	0	0	0	18	3219787
4	To Appoint Mr. Padamkumar Jabbarchand Gandhi (DIN: 08006561) as Independent Director of the Company	18	3219787	36.86	0	0	0	0	0	0	18	3219787



Electronic Voting Result

S. No	Resolution	Assent			Dissent			Invalid			Summary of result	
		No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares	Percentage (%)	No. of Shareholders	No. of Shares
1.	To Receive, consider and adopt the audited Balance sheet as on 31st March, 2018 and Statement Profit & Loss and Cash Flow Statement for the year ended on that date, together with all schedules and notes attached thereto, along with the report of Directors and Auditors thereon.	2	1168	0.013	0	0	0	0	0	0	2	1168
2	To appoint a director in place of Mr. Giriboina Raju (Holding DIN: 07087686) who retires by rotation and, being eligible, offers himself for re-appointment.	2	1168	0.013	0	0	0	0	0	0	2	1168
3	To Appoint Mr. Mahaveer Jain (DIN: 06738772) as Independent Director of the Company	2	1168	0.013	0	0	0	0	0	0	2	1168
4	To Appoint Mr. Padamkumar Jabbarchand Gandhi (DIN: 08006561) as Independent Director of the Company	2	1168	0.013	0	0	0	0	0	0	2	1168



Consolidate Results (Physical & E-voting)

S. No	Resolution	Assent				Dissent				Invalid			Summary of result	
		No. of Shareholders	Percentage (%)	No. of Shareholders	Percentage (%)	No. of Shareholders	Percentage (%)	No. of Shareholders	Percentage (%)	No. of Shareholders	No. of Shareholders	No. of Shares		
1.	To Receive, consider and adopt the audited Balance sheet as on 31st March, 2018 and Statement Profit & Loss and Cash Flow Statement for the year ended on that date, together with all schedules and notes attached thereto, along with the report of Directors and Auditors thereon.	20	36.88	0	0	0	0	0	0	0	20	3220955		
2	To appoint a director in place of Mr. Giriboina Raju (Holding DIN: 07087686) who retires by rotation and, being eligible, offers himself for re-appointment.	20	36.88	0	0	0	0	0	0	0	20	3220955		
3	To Appoint Mr. Mahaveer Jain (DIN: 06738772) as Independent Director of the Company	20	36.88	0	0	0	0	0	0	0	20	3220955		
4	To Appoint Mr. Padamkumar Jabbarchand Gandhi (DIN: 08006561) as Independent Director of the Company	20	36.88	0	0	0	0	0	0	0	20	3220955		

