



# Flora Textiles Limited

GSTIN : 33AAACF4312P1ZQ  
CIN No. : L17111TZ1993PLC004290  
Registered Office  
13, Bharathi Park Road,  
Coimbatore - 641 043.  
Phone : 91 (422) 2447395  
Email : floratex1@gmail.com

24.07.2023

To  
BSE Ltd  
25th Floor,  
P J Towers, Dalal Street.,  
Fort, Mumbai - 400 001

Scrip Code : 530705  
Dear Sir,

**Sub:** Voting Results of the Postal Ballot pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In continuation of our letter dated 23<sup>rd</sup> June, 2023 regarding submission of the Notice of Postal Ballot dated 29<sup>th</sup> April, 2023, we hereby submit that the resolution proposed in the Postal Ballot Notice have been passed by the members. The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e. on Sunday, 23<sup>rd</sup> July, 2023.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as Annexure - I.
2. Scrutinizer's Report dated 24<sup>th</sup> July, 2023 issued by Mr A C Saravan, Company Secretary in practice, Coimbatore, for remote e-voting, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as Annexure – II

The voting result along with the Scrutinizer's Report will also be available at the website of the Company.

We request you to kindly take the same on your record  
Thanking You,  
Yours Faithfully,  
For Flora Textiles Limited

Kirtishree Agarwal  
Company Secretary cum Compliance officer  
M.NO. 56183

**Disclosure of Voting Results of the Postal Ballot pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Name of the Company	FLORA TEXTILES LIMITED
Date of Postal Ballot Notice	29.04.2023
Total number of shareholders on record date	1995
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	NA

For Flora Textiles Limited

Kirtishree Agarwal  
Company Secretary cum Compliance officer  
M.NO. 56183

Resolution required: (Ordinary/ Special)	SPECIAL - To accord approval for the appointment of Ms. Payal Bafna (DIN: 09075302) as an Independent Director of the Company for a period of 5 (five) years with effect from 29th April, 2023.							
Whether promoter/ promoter group are interested in the genda/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	3331800	2444804	73.3779	2444804	0	100.0000	0.0000
	Poll	3331800	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3331800	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	480000	0	0.0000	00	0	0.0000	0.0000
	Poll	480000	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	480000	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2188200	39140	1.7887	38740	400	98.9780	1.0219
	Poll	2188200	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	2188200	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>6000000</b>	<b>2483944</b>	<b>41.3991</b>	<b>2483544</b>	<b>400</b>	<b>99.9839</b>	<b>0.0161</b>

For Flora Textiles Limited

Kirtishree Agarwal  
Company Secretary cum Compliance officer  
M.NO. 56183



17-B, SECOND FLOOR, VENKATARAMANA ROAD, R.S.PURAM, COIMBATORE - 641 002

**24.07.2023**

**REPORT OF SCRUTINIZER**

To

The Chairman  
Flora Textiles Limited  
Coimbatore

Sir,

Sub: Postal Ballot under Section 110 of the Companies Act, 2013 and Rules made thereunder.

I, A C Saravan Company Secretary in practice, having office at 17b, Second Floor, Venkataramana Road, R S Puram, Coimbatore – 641002, was appointed as the scrutinizer by the Board of Directors of Flora Textiles Limited ("the Company") for the purpose of the Postal Ballot, only by way of remote e-voting process ("e-voting") which concluded at 5.00 PM on Sunday, the 23<sup>rd</sup> July, 2023 on the following resolution:

S. No.	Section	Resolution	Nature of Resolution
1	149	TO ACCORD APPROVAL FOR THE APPOINTMENT OF MS. PAYAL BAFNA (DIN: 09075302) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS WITH EFFECT FROM 29TH APRIL, 2023.	Special

**Responsibility of the Management**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means on the Resolution as set out in the Postal ballot Notice dated 29<sup>th</sup> April, 2023





17-B, SECOND FLOOR, VENKATARAMANA ROAD, R.S.PURAM, COIMBATORE - 641 002

### Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Remote E-voting for postal ballot process is restricted to the preparation of the Scrutinizer's Report of the votes cast "in favour" or "against" the resolution as set out in Item No.1 of the Postal Ballot Notice, based on the reports generated from the e-voting system provided by the KFIN Technologies Limited ("KFIN"), the Authorised Agency engaged by the Company for providing Remote e-voting facilities.

Further in addition to the above, I submit my report as under:

- The Postal Ballot notice dated 29<sup>th</sup> April, 2023 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on, 23<sup>rd</sup> June, 2023 by Registrar & Share transfer agent viz KFIN through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on 16<sup>th</sup> June, 2023, and who had registered their email ID with the Company / Depositories in compliance with the MCA Circulars.
- The shareholders of the Company holding shares as on the "cut-off" date of 16<sup>th</sup> June, 2023 were entitled to vote on the proposed resolution as set out in Item Nos. 1 of the Postal Ballot Notice.
- The e-voting period will commence from 9.00 A.M. (IST) on Saturday 24<sup>th</sup> June, 2023 and ends at 5.00 P.M. (IST) on Sunday 23<sup>rd</sup> July, 2023. During the period, the members of the Company, holding shares in physical and / or in dematerialized form, as on the cut-off date i.e. 16<sup>th</sup> June, 2023 were entitled to vote on the resolution set out in the Notice of Postal ballot.
- The e-voting module of KFIN was disabled on Sunday 23<sup>rd</sup> July, 2023 at 17.00 PM and I, as the Scrutinizer, unblocked the votes cast, on Sunday 23<sup>rd</sup> July, 2023 at 17.08 PM.
- I have scrutinized the remote e-voting for postal ballot and votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).





17-B, SECOND FLOOR, VENKATARAMANA ROAD, R.S.PURAM, COIMBATORE - 641 002

I now hereby submit my Report on the Result of the remote e-voting in respect of the said resolution, as under:

**SPECIAL BUSINESS**

Resolution No: 1

Special Resolution

**TO ACCORD APPROVAL FOR THE APPOINTMENT OF MS. PAYAL BAFNA (DIN: 09075302) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS WITH EFFECT FROM 29TH APRIL, 2023.**

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Number of Members Voted through electronic voting system	Number of votes cast in favour the Resolution	Percentage of Total Number of votes cast
12	2483544	99.9839%

**VOTES CAST AGAINST THE RESOLUTION**

Number of Members Voted through electronic voting system	Number of votes cast in against the Resolution	Percentage of Total Number of votes cast
1	400	0.0161%

**INVALID VOTES**

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
NIL	NIL

**RESULT**

As the number of votes cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No.1 as set forth in the Postal Ballot Notice dated 29<sup>TH</sup> April, 2023 has been passed by the Members with requisite majority pursuant to Regulation 25 (2A) of the Listing Regulations. The Resolution is deemed as passed on the last date of voting that is Sunday, July, 23<sup>rd</sup>, 2023.

Based on the above information, you may kindly announce the results.

Yours Sincerely

  
**A.C. Saravan**  
M.Com., F.C.S  
Company Secretary in Practice  
FCS: 8942 CP: 10010  
17-B, Second Floor, Venkataramana Road, R.S.Puram,  
Coimbatore - 641002. Mobile: 99441 38971

COIMBATORE  
24/07/2023