

FLOWER TRADING & INVESTMENT CO. LTD.

Regd. Office: 540 MARSHALL HOUSE 33/1 N.S. ROAD, KOLKATA – 700001

CIN: L65993WB1981PLC033398

Tel No.:033 22431845

Email: flower@pratapgroup.com; Website: www.flowertrading.in

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) :
Registered Address :
E-mail Id :
Folio No./Client Id:
DP ID :

I/We, being the member(s) of _____ shares of the Flower Trading & Investment Co Ltd, hereby appoint:

- 1) Name: _____
Address: _____
Email Id: _____, or failing him
- 2) Name: _____
Address: _____
Email Id: _____, or failing him
- 3) Name: _____
Address: _____
Email Id: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Annual General Meeting** of the members of the Company to be held on, 31st July, 2023 at 03:00 P.M. at the Registered office of the company at 540 MARSHALL HOUSE 33/1 N S ROAD KOLKATA WEST BENGAL 700001 IN and at any adjournment thereof in respect of such resolution as are indicated below:

** I wish my above proxy to vote in the manner as indicated in the box below:

Resolutions	For	Against
1. To receive, consider and adopt A) the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon; and		

FLOWER TRADING & INVESTMENT CO. LTD.

Regd. Office: 540 MARSHALL HOUSE 33/1 N.S. ROAD, KOLKATA – 700001

CIN: L65993WB1981PLC033398

Tel No.:033 22431845

Email: flower@pratapgroup.com; Website: www.flowertrading.in

2. “RESOLVED THAT pursuant to Section 152 and all other applicable provisions, if any, of the Companies Act, 2013, the vacancy caused by retirement of Jagdish Chandra Agarwal (DIN-00373259), who retires by rotation at this Annual General Meeting and who seek to be reappointed as a Director of the Company and the vacancy, so caused, be filled up.
3. **RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr. Rahul Srivastava (DIN: 06369084), in the capacity of an Independent Director with effect from July 31ST, 2023, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) years till 30th July, 2028, and that he shall not be liable to retire by rotation.**
RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Signed this _____ day of _____ of 2023

Signature of the Shareholder: _____

Signature of first proxy holder: _____

Signature of second proxy holder: _____

Signature of third proxy holder: _____

Note:

- 1) **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before commencement of the Meeting.**
- 2) **A proxy need not be a member of the Company and shall prove his identity at the time of attending the Meeting.**
- 3) Appointment of a proxy does not prevent a member from attending the meeting in person if he wishes so. When a Member appoints a Proxy and both the Member and Proxy attend the Meeting, the proxy will stand automatically revoked.

FLOWER TRADING & INVESTMENT CO. LTD.

Regd. Office: 540 MARSHALL HOUSE 33/1 N.S. ROAD, KOLKATA – 700001

CIN: L65993WB1981PLC033398

Tel No.:033 22431845

Email: flower@pratapgroup.com; Website: www.flowertrading.in

- 4) This is only optional. Please put a 'V' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any of the resolutions, your proxy will be entitled to vote at the meeting in the manner he/she thinks appropriate.**
- 5) In case of Joint holders, the signature of any one holder will be sufficient but names of all the joint holders should be stated.
- 6) **Undated proxy form will not be considered valid.**
- 7) This form will be valid only if it is duly completed in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.
- 8) This form of proxy shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
- 9) If Company receives multiple proxies for the same holding of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.