

# FLOWER TRADING & INVESTMENT CO LTD

CIN: L65993WB1981PLC033398

REGD. OFFICE: 540, Marshall House, 33/1, N S Road Kolkata - 700001, West Bengal

Phone: 033 – 66141221, Email id:-flower@pratapgroup.com

Website:-www.flowertrading.in

Date: 28.08.2024

To,  
The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata – 700001

Scrip Code in CSE: 0016046

Dear Sir/Madam,

**Sub: Outcome and Voting Results of Annual General Meeting of the Equity Shareholders of the Company dated August 28, 2024 as per Regulations of SEBI (LODR), 2015 along with Scrutinizer's Report**

The 43<sup>rd</sup> Annual General Meeting (AGM) of the Company was held on Wednesday, August 28, 2024 at 12:30 P.M. at the Registered Office of the Company.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020 and 13<sup>th</sup> January, 2021, the Company has provided the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM has been provided by NSDL.

The Board of Directors has appointed Mr. Anil Kumar Dubey, Partner of M & A Associates, Practicing Company Secretaries (Membership No 9488 and CP No – 12588), as the Scrutinizer for the remote E-voting and venue voting at the meeting. The Scrutinizer had carried out the scrutiny of the votes cast and submitted his consolidated report.

Accordingly, all the resolutions as mentioned in the Notice of AGM dated August 02<sup>nd</sup>, 2024 has been passed with the requisite majority.

Enclosed herewith the Details of the voting results as per Regulation 44 of SEBI (LODR), 2015, proceedings of AGM as per Regulation 30 of SEBI (LODR), 2015 and a copy of the Scrutinizer's Report for your information and record.

Kindly take the same on record and acknowledge the receipt.

Thanking you.

For **FLOWER TRADING & INVESTMENT CO LIMITED**  
Flower Trading & Investment Co. Ltd.

  
**Sudhir Kumar Agarwal** Director

Director

DIN – 00373259

Encl: As above



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The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata – 700001

Date: 28.08.2024

## **BRIEF PROCEEDINGS OF THE 43<sup>rd</sup> ANNUAL GENERAL MEETING**

The 43rd Annual General Meeting of ‘Flower Trading & Investment Co Limited’ (“the Company”) was held at the Corporate office of the Company on Wednesday, 28<sup>th</sup> August, 2024 at 12:30 P.M and concluded at 1:30 P.M.

Mr. Shyam Sunder Jindal took the chair as Chairman of the meeting. As the requisite quorum was present, the Chairman declared the AGM open. Total 19 Members attended the AGM either in person or through proxy.

The Notice convening the 43<sup>rd</sup> AGM was taken as read with the permission of the members present.

The following items of businesses as set out in the notice dated 02<sup>nd</sup> August, 2024 convening the 43<sup>rd</sup> AGM were transacted:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt Audited Financial Statement for the year ended 31<sup>st</sup> March, 2024 and Reports of the Board of Directors and the Auditors thereon;
2. To appoint a director in place of Mrs. Sushila Devi Agarwal (DIN- 00372462) who retires by rotation and, being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS:**

1. To appoint Miss Anjali Shaw (DIN: 10642304) ), in the capacity of an Independent Director with effect from 43<sup>rd</sup> AGM of Members, 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 holding 48<sup>th</sup> AGM Members, and that she shall not be liable to retire by rotation.

The Chairman invited the question(s) from the member who have registered themselves as speakers to ask questions or present their views on the working of the Company.

Based on the Scrutinizer's Report, the Chairman signed the consolidated voting results and declared that



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all the resolutions set out in the Notice convening the AGM were declared passed with requisite majority.

The AGM concluded with a vote of thanks to the Chair.

**For FLOWER TRADING & INVESTMENT CO LIMITED**

*Flower Trading & Investment Co. Ltd.*

**Sudhir Kumar Agarwal**  
Director

*Director*

DIN – 00373259

Encl: As above



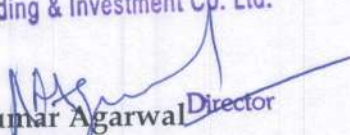
**Outcome and Voting Results of 43rd Annual General Meeting of**  
**Flower Trading and Investment Co Ltd**

**A. Details of Attendance at Annual General meeting**

<b>Date of the AGM</b>	<b>28th August, 2024</b>	
<b>Total number of shareholders on record date</b>	204	
<b>No. of shareholders present in the meeting either in person or through proxy</b>	<b>In person</b>	<b>Through Proxy</b>
a. Promoters and Promoter Group:	12	0
b. Public:	7	0
<b>Total</b>	19	0
<b>No. of shareholders attended the meeting through Video Conferencing</b>	<b>In person</b>	<b>Through Proxy</b>
a. Promoters and Promoter Group:	0	0
b. Public:	0	0
<b>Total</b>	0	0
Details of Agenda	<b>As detailed in 'B' below</b>	
Resolution required		
Mode of voting		
Voting results		

For FLOWER TRADING & INVESTMENT CO LIMITED

Flower Trading & Investment Co. Ltd.

  
Sudhir Kumar Agarwal Director

DIN- 00373259



**B. Details of E-voting and voting at AGM for all items proposed at Annual General meeting:**

<b>Item No.1-Ordinary Resolution</b>									
To Receive, consider and adopt Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024, together with the Reports of the Board of Directors and the Auditors thereon.									
Promoter/Public	Mode of Voting	No. of Shareholders voted	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour 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	E-voting	12	215,220	0	0.00%	0	0	0.00%	0.00%
	Voting at AGM			215,220	100.00%	215,220	0	100.00%	0.00%
	Postal Ballot (if applicable)			0	-	-	-	-	-
Public - Institutional holders	E-voting	0	0	0	-	-	-	-	-
	Voting at AGM			0	-	-	-	-	-
	Postal Ballot (if applicable)			0	-	-	-	-	-
Public-Others	E-voting	7	3500	0	-	-	-	-	-
	Voting at AGM			3500	100.00%	3500	0.00%	100.00%	-
	Postal Ballot (if applicable)			0	-	-	-	-	-
<b>Total</b>	<b>Total</b>	<b>19</b>	<b>218,720.00</b>	<b>218,720.00</b>	<b>100.00%</b>	<b>218,720.00</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Item No.2-Ordinary Resolution</b>									
To appoint a director in place of Sushila Devi Agarwal (DIN- 00372462), who retires by rotation and, being eligible, offers herself for re-appointment.									
Promoter/Public	Mode of Voting	No. of Shareholders voted	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour 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	E-voting	12	215,220	0	0.00%	0	0	0.00%	0.00%
	Voting at AGM			215,220	100.00%	215,220	0	100.00%	0.00%
	Postal Ballot (if applicable)			0	-	-	-	-	-
Public - Institutional holders	E-voting	0	0	0	-	-	-	-	-
	Voting at AGM			0	-	-	-	-	-
	Postal Ballot (if applicable)			0	-	-	-	-	-
Public-Others	E-voting	7	3500	0	-	-	-	-	-
	Voting at AGM			3500	100.00%	3500	0.00%	100.00%	-
	Postal Ballot (if applicable)			0	-	-	-	-	-
<b>Total</b>	<b>Total</b>	<b>19</b>	<b>218720</b>	<b>218720</b>	<b>100.00%</b>	<b>218720</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Item No.3-Ordinary Resolution</b>									
To appoint Miss Anjali Shaw (DIN: 10642304) , in the capacity of an Independent Director with effect from 43rd AGM of Members, 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 holding 48th AGM Members, and that she shall not be liable to retire by rotation.									
Promoter/Public	Mode of Voting	No. of Shareholders voted	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour 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	E-voting	12	215,220	0	0.00%	0	0	0.00%	0.00%
	Voting at AGM			215,220	100.00%	215,220	0	100.00%	0.00%
	Postal Ballot (if applicable)			-	-	-	-	-	-
Public - Institutional holders	E-voting	0	0	-	-	-	-	-	-
	Voting at AGM			0	-	-	-	-	-
	Postal Ballot (if applicable)			0	-	-	-	-	-
Public-Others	E-voting	7	3500	0	-	-	-	-	-
	Voting at AGM			3500	100.00%	3500	-	100.00%	-
	Postal Ballot (if applicable)			0	-	-	-	-	-
<b>Total</b>	<b>Total</b>	<b>19</b>	<b>218720</b>	<b>218720</b>	<b>100.00%</b>	<b>218720</b>	<b>-</b>	<b>100.00%</b>	<b>0.00%</b>

For FLOWER TRADING & INVESTMENT CO. LIMITED

**Flower Trading & Investment Co. Ltd.**

Sudhir Kumar Agarwal  
Director  
DIN- 00373259

**Director**



**M & A Associates**  
*Practicing Company Secretaries*  
Mob: 9883039240/8334984350  
Email: anil@mandaassociates.in

## **Report of Scrutinizer**

*(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015)*

To,  
The Chairman,  
The Flower Trading & Investment Co Ltd  
CIN: L65993WB1981PLC033398  
540 Marshall House 33/1 N S Road  
Kolkata West Bengal -700001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting and voting by means of voting at the Annual General Meeting of M/s Flower Trading & Investment Co Ltd held on 28<sup>th</sup> August, 2024 at 12:30 P.M. at 540 Marshall House 33/1 N S Road, Kolkata West Bengal 700001**

I, Anil Kumar Dubey, (FCS No. 9488 & CP 12588) Partner of M/s. M & A Associates, Practicing Company Secretaries, Kolkata, was appointed as a Scrutinizer, by the Board of Directors of **Flower Trading & Investment Co Ltd** ("the Company") in terms of the provisions of Section 108 of the Companies Act, 2013 ("Act"), read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of Scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting and voting at the Annual General Meeting (AGM) of the Company on the Resolutions set out in the Notice dated 2<sup>nd</sup> August, 2024 of the 43<sup>rd</sup> AGM of the Company held on Wednesday, 28<sup>th</sup> August, 2024 at 12:30 P.M. at the Registered office of the Company **540 Marshall House 33/1 N S Road, Kolkata West Bengal 700001**

1. The Notice dated, 02<sup>nd</sup> August, 2024 convening the AGM of the Company along with the Statement under Section 102 of the Act was sent to those Shareholders whose names appeared in the Register of Members/Beneficial Owners in respect of the Resolutions to be passed at the said AGM of the Company.
2. The Company had availed the remote e-voting facility provided by National Depository Services (NSDL) for conducting remote e-voting by the Shareholders of the Company. The Company had also provided voting facility to the Shareholders present at the AGM and who were not able to cast their votes by means of remote e-voting prior to the AGM to vote on the Resolutions set out in the Notice of the said AGM through Video Conferencing at the AGM.
3. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to remote e-voting and voting at the AGM on the Resolutions contained in the Notice of the said AGM. My responsibility as a Scrutinizer for the remote e-voting process and voting at the said AGM is only restricted towards making of a Consolidated Scrutinizer(s) Report of the total votes, cast "in favour" or "against" the Resolutions after taking the effect of "invalid" or "abstained" votes polled by the Members in respect of the said Resolutions set forth in the Notice of the said AGM of the Company.





4. Further to the above, I submit my report as under:-

- i. The remote e-voting period commenced on Sunday, 25<sup>th</sup> August, 2024 from 09.00 A.M. (IST) and ended on Tuesday, 27<sup>th</sup> August, 2024 at 5.00 P.M. (IST).
- ii. The Shareholders who were holding shares of the Company as on the "cut-off" date i.e., 22<sup>nd</sup> August, 2024, fixed by the Board of Directors, were entitled to vote on the Resolutions set out in the Notice of the AGM of the Company dated 2<sup>nd</sup> August, 2024.
- iii. Members who were Shareholders as on the cut-off date but did not cast their votes by means of remote e-voting prior to the AGM and attended the AGM were eligible to cast their votes at the said AGM. After conclusion of voting at the said AGM, the Ballot Box was opened by me in presence of 2 (two) witnesses, Ms. Shreya Dubey and Ms. Arya Saraff, who were not in the employment of the Company and the voting was diligently scrutinized.
- iv. The votes cast through remote e-voting facility were thereafter unlocked on 28<sup>th</sup> August, 2024, after conclusion of AGM, in the presence of 2 (two) witnesses, Ms. Shreya Dubey and Ms. Arya Saraff, who were not in the employment of the Company.
- v. The Report inter alia containing details such as list of Equity Share Holders, who voted "for" or "against", on each of the Resolutions that were put to vote and whose votes became invalid or who abstained from voting, in respect of Resolutions set out in the Notice dated 02<sup>nd</sup> August, 2024 of the said AGM were generated from the e-voting website of NSDL.
- vi. The combined result of voting through electronic means, i.e. remote e-voting and voting through Physical Ballot Papers at the AGM is as per "**Annexure - A**" attached herewith.

Thanking You,  
Yours faithfully,

**For M & A Associates**  
**Practicing Company Secretaries**

**Anil Kumar Dubey**

Partner

F.C.S No. 9488

Certificate of Practice No.12588

Peer Review- 2000/2022

Place: Kolkata

Date: 29.08.2024

UDIN: F009488F001069448

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