



CIN NO: L01110TG1994PLC018562

To,
The General Manager,
Department of Corporate Services
BSE Limited
1st Floor, P. J. Tower,
Dalal Street, Mumbai- 400 001

Date: 01/09/2018

Dear Sir/Madam,

Sub: Scrutinizer Report e-voting of 24th Annual General Meeting

Ref: Scrip Code- 531392

Pursuant to Regulation 44(3) of SEBI(LODR),2015, we are hereby enclosing scrutinizer report for the e-voting of 24th Annual General Meeting of the Company held on 31st Augusr,2018 at Hyderabad. All the resolutions as set out in the notice dated 29th May, 2018, have been passed by the members by requisite majority through voting.

Kindly take the above on your records and oblige the same.

Thanking you,

Yours faithfully,

FOR ASIAN FLORA LIMITED



SETTY SANGAMESHWAR -DIRECTOR
DIN: 03157030

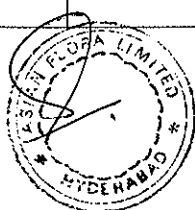
PLACE: HYDERABAD
DATE : 01/09/2018

A) DETAILS OF THE PROCEEDINGS OF THE MEETING		
Sr. No.	Particulars	Details
1	Date of AGM Book Closure of date	Friday, 31 st August, 2018 From 24 th August,2018 to 31 st August,2018 (Both Days inclusive)
2	Total number of Shareholders as on record date	636
3	No. of Shareholders present in the meeting either in person or through proxy: Promoter and promoter group: Public:	16 13 03
4	No. of Shareholders attended the meeting through Video Conferencing:	Not applicable
Mode of Voting	(i) Remote e-voting from 27.08.2018 to 30.08.2018 (ii) Voting at the AGM through Ballot paper	



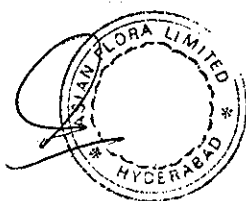
B) RESULTS OF THE MEETING

Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1	To receive, consider and adopt the Audited Balance Sheet of the Company as on 31 st March, 2018 including the statement of profit and loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.	Ordinary	e-voting	Passed with requisite majority
2	To appoint Shri. Setty Sangameshwar (DIN: 03157030), who retires by rotation and being eligible offers him self for re-appointment as Director liable to retire by rotation.	Ordinary	e-voting	Passed with requisite majority
3.	To retify appointment of Shri Ramachandra Rao (Regd.No.203292), Chartered Accountant, Hyderabad, Statutory Auditor of the Company and to fix his remuneration	Ordinary	e-voting	Passed with requisite majority



C) RESOLUTION WISE DETAILS OF VOTING RESULTS ATTACHED

To receive, consider and adopt the Audited Balance Sheet of the Company as on 31 st March, 2018 including the statement of profit and loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.									
Resolution required:(Ordinary/Special): Ordinary									
Whether promoter /promoter group are interested in the agenda/resolution? : No									
Resolution No.1									
	Promoter/Public	Mode of voting	Total No. of Shares Held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-In favour	No. of votes-In against	% of votes in favour	% of votes against on votes polled
1	Promoter and promoter Group	E-voting	327300	229800	70.21	229800	0	100	0
		Poll*		97500	29.79	97500	0	100	0
		Total		327300	100	327300	0	100	0
2	Public-Institutional Holders	E-voting	250000	0	0	0	0	0	0
		Poll*		0	0	0	0	0	0
		Total		0	0	0	0	0	0
3.	Public -others	E-voting	3303600	70000	2.12	70000	0	100	0
		Poll*		200	0	200	0	100	0
		Total		70200	2.12	70200	0	100	0
	Total	E-voting	3880900	299800	7.73	299800	0	100	0
		Poll*		97700	2.52	97700	0	100	0
		Total		397500	10.25	397500	0	100	0



To appoint Shri. Setty Sangameshwar (DIN: 03157030), who retires by rotation and being eligible offers him self for re-appointment as Director liable to retire by rotation.

Resolution required:(Ordinary/Special): Ordinary

Whether promoter /promoter group are interested in the agenda/resolution? : No

Resolution No.2

	Promoter/Public	Mode of voting	Total No. of Shares Held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-In favour	No. of votes-In against	% of votes in favour	% of votes against on votes polled
1	Promoter and promoter Group	E-voting	327300	229800	70.21	229800	0	100	0
		Poll*		97500	29.79	97500	0	100	0
		Total		327300	100	327300	0	100	0
2	Public-Institutional Holders	E-voting	250000	0	0	0	0	0	0
		Poll*		0	0	0	0	0	0
		Total		0	0	0	0	0	0
3.	Public -others	E-voting	3303600	0	0	0	0	0	0
		Poll*		200	0	200	0	100	0
		Total		200	0	200	0	100	0
	Total	E-voting	3880900	229800	5.92	229800	0	100	0
		Poll*		97700	2.52	97700	0	100	0
		Total		327500	8.44	327500	0	100	0



To retify appointment of Shri Ramachandra Rao (Regd.No.203292), Chartered Accountant, Hyderabad, Statutory Auditor and to fix his remuneration

Resolution required:(Ordinary/Special): Ordinary

Whether promoter /promoter group are interested in the agenda/resolution? : No

Resolution No.3

	Promoter/Public	Mode of voting	Total No. of Shares Held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-In favour	No. of votes-In against	% of votes in favour	% of votes against on votes polled
1	Promoter and promoter Group	E-voting	327300	229800	70.21	229800	0	100	0
		Poll*		97500	29.79	97500	0	100	0
		Total		327300	100	327300	0	100	0
2	Public-Institutional Holders	E-voting	250000	0	0	0	0	0	0
		Poll*		0	0	0	0	0	0
		Total		0	0	0	0	0	0
3.	Public -others	E-voting	3303600	70000	2.12	70000	0	100	0
		Poll*		200	0	200	0	100	0
		Total		70200	2.12	70200	0	100	0
	Total	E-voting	3880900	299800	7.73	299800	0	100	0
		Poll*		97700	2.52	97700	0	100	0
		Total		397500	10.25	397500	0	100	0



AMBIKA SHARMA

B.Com (H), ACS
Practicing Company Secretary

90A, Taltala Lane, Kolkata-700014

Mobile: 8981537455

Email: ambikasharma.as18@gmail.com

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to sections 108 and 109 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2018 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
24th Annual General Meeting of the
Equity Shareholders of Asian Flora Limited
Held on 31st day of August, 2018, at 9.00 AM at
H.No.7-180/4/2, Kamalanagar Colony, Kapra,
ECIL 'X' Roads,
Hyderabad - 500062

Sub: Scrutinizer's Report

Ref: Annual General Meeting (AGM) of the Shareholders of Asian Flora Limited

Dear Sir,

I, Ambika Sharma, Practising Company Secretary appointed as Scrutinizer for the purpose of the voting by electronic means and poll taken at the said AGM carried out as per the provisions of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Amendment Rules, 2018 & Rule 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the meeting of the Equity Shareholders of Asian Flora Limited held today at H.No.7-180/4/2, Kamalanagar Colony, Kapra, ECIL 'X' Roads, Hyderabad - 500062, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. 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. The same were not considered in calculation.



AMBIKA SHARMA

B.Com (H), ACS
Practicing Company Secretary

90A, Taltala Lane, Kolkata-700014
Mobile: 8981537455
Email: ambikasharma.as18@gmail.com

4. The remote e-voting period commenced on Monday, 27th August, 2018 (09:00 A.M.) and ended on Thursday, 30th August, 2018 (05.00 P.M.).
5. The Shareholders holding the shares as on the "cut-off" date i.e. 23rd August, 2018 were entitled to vote on the proposed resolutions as set out in (item 1 to 3) of the notice dated 29th May, 2018 convening the said AGM.
6. The votes casted through e-voting were unblocked by me on 31st August, 2018 at around 11.34.A.M.
7. The result of the voting by electronic means and poll at the said AGM is as under:
 - a) **Resolution No. 1 - Receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors (the Board) and the Auditors thereon.**

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	397500	100.00%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



AMBIKA SHARMA

B.Com (H), ACS
Practicing Company Secretary

90A, Taltala Lane, Kolkata-700014
Mobile: 8981537455
Email: ambikasharma.as18@gmail.com

b) Resolution No. 2 - Appoint Shri. Setty Sangameshwar (DIN: 03157030).

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	327500	100.00%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

c) Resolution No. 3 - Retify appointment of Statutory Auditor and to fix his remuneration.

(i) Voted in favour of the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	397500	100.00%

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



AMBIKA SHARMA

B.Com (H), ACS
Practicing Company Secretary

90A, Taltala Lane, Kolkata-700014

Mobile: 8981537455

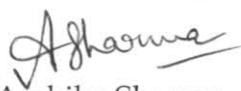
Email: ambikasharma.as18@gmail.com

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

8. A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. The relevant records of remote e-voting and poll papers at the AGM were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,


Ambika Sharma
CP: 16671
Scrutinizer



Place: Kolkata

Date: 31st August, 2018