

30<sup>th</sup> September, 2024

To, The Listing Manager BSE Limited Floor 25, P.J. Towers, Dalal Street, Mumbai-400 001	To, The Manager - Corporate Compliance National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051
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REF: Flexituff Ventures International Limited (ISIN – INE060J01017), BSE Code-533638, NSE Scrip- FLEXITUFF

Sub: Proceedings of 31<sup>st</sup> Annual General Meeting of the Company

Dear Sir/Madam,

This is to inform you that 31<sup>st</sup> Annual General Meeting of the Company was held on Monday, 30<sup>th</sup> September, 2024 at 4:00 P.M. IST through Video Conferencing/Other Audio-Visual means ("VC/OAVM").

In this regard, please find enclosed summary of proceedings of AGM as required under Regulation 30, Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Kindly take the above information on record.

Thanking you,

For Flexituff Ventures International Limited

*Rishabh Kumar Jain*

Rishabh Kumar Jain  
Company Secretary  
(Membership No. – F7271)



Encl: - as above.

**SUMMARY OF PROCEEDINGS OF 31<sup>st</sup> ANNUAL GENERAL MEETING**

*The 31<sup>st</sup> Annual General Meeting (AGM) of the members of Flexituff Ventures International Limited ('the Company') was held on Monday, 30<sup>th</sup> September, 2024 at 04:00 PM IST through video conferencing/ other audio-visual means ("VC/OAVM") in compliance with the General Circular issued by the Ministry of Corporate Affairs ("MCA") issued by Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015. The deemed venue of the AGM was the Registered Office of the Company situated at C- 41-50, SEZ, Sector -3, Pithampur, Dist. Dhar (M.P.) - 454775, India.*

Mr. Anirudh Sonpal - Non Executive Independent Director, Chairman of the Board of Directors and Audit Committee presided over the Meeting as the Chairman as per Article 23.7 (a) of the Articles of Association of the Company, Mr. Dharmendra Pawar - Independent Director, Chairman of Stakeholder's Relationship Committee and Nomination and Remuneration Committee, Mrs. Alka Sagar - Non Executive Woman Director, Mr. Saurabh Kalani - Executive Director, Mr. Jagdish Prasad Pandey - Executive Director, Mr. Rahul Chouhan - Executive Director, Mr. Kaushal Kishore Vijayvergiya, Additional Director (Independent), Mr. Ramesh Chand Sharma, Chief Financial Officer and Mr. Rishabh Kumar Jain, Company Secretary, were also present in the Meeting through VC/OAVM from their respective office / residence.

Mr. Ritesh Gupta, Company Secretary, representing M/s. Ritesh Gupta & Co., Secretarial Auditor and Scrutinizer of the meeting were also present in the Meeting through VC/OAVM from their respective office/residence.

**Proceedings**

Mr. Rishabh Kumar Jain, Company Secretary & Compliance Officer of the Company welcomed all Members, Directors and Auditors to the 31<sup>st</sup> Annual General Meeting (AGM) of the Company.

Thereupon, he confirmed that 21 (Twenty One) members were present in the Meeting through VC/OAVM. Since the requisite quorum was present, the Chairman called the Meeting to order. Chairman then continued delivering his speech to the members of the Company which included highlights on business performance, financials, outlook, etc.



He thereafter handed the proceedings to the Mr. Rishabh Kumar Jain, Company Secretary.

He informed that the Notice convening the AGM, the Annual Report of the Company which includes the Audit Reports that contain qualifications/adverse remarks for the financial year ended 31<sup>st</sup> March, 2024, were taken as read as the same were already circulated to the members and apt explanation been provided therein.

He further informed the members pursuant to the Regulation 44 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Company has offered remote e-voting facility to its members to exercise their right to vote by electronic means from Friday, 27<sup>th</sup> September, 2024 from 10:00 AM IST and ended on Sunday, 29<sup>th</sup> September, 2024 at 5:00 PM IST. Mr. Ritesh Gupta, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

The members were then requested to raise their queries. Total 9 speaker members spoke/raised queries/made comments on the financial performance and other relevant matters. Chairman replied to various queries/clarification raised by members and further asked to write an e-mail to the Company Secretary, if any additional queries/ clarification required.

The Chairman, thereafter, thanked all the members for their participation at the AGM and for their constructive suggestions and observations.

Thereupon, Company Secretary informed the members that voting on the CDSL platform would continue for another 15 minutes to enable the members to cast their votes. The results of e-voting would be declared within 2 days from the conclusion of the AGM, based on Scrutinizer's Report after taking into consideration the votes cast through Remote e-voting and E-voting during the AGM and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and would be placed on the website of the Company.

He thanked all the Directors, Auditors and members for their cooperation by attending the meeting. Members, Directors and Auditors reciprocated the same.

On completion of the e-voting process, the meeting concluded at 04:36 P.M. IST.




The following items of businesses, as per the Notice of the AGM were transacted -

S.No.	Particulars	Type of Resolution
<b>Ordinary Business</b>		
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024 together with the reports of the Board of Directors and Auditors thereon;	Ordinary Resolution
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024 together with the report of Auditors thereon.	Ordinary Resolution
3.	To appoint a director in place of Mr. Saurabh Kalani (DIN: 00699382), Executive Director, who retires by rotation and being eligible, has offered herself for re-appointment.	Ordinary Resolution
<b>Special Business</b>		
4.	Appointment of Mr. Kaushal Kishore Vijayvergiya (DIN: 01941958) as a Director and as an Independent Director of the Company.	Special Resolution
5.	Re-appointment of Mr. Rahul Chouhan as Wholetime Director for further period of 3 years	Special Resolution
6.	Shifting of registered office of the Company	Special Resolution

It is here by Confirmed that the Annual General Meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013 along with Rules made thereunder, Secretarial Standards issued by the ICSI and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,  
For Flexituff Ventures International Limited

  
Jagdish Prasad Pandey  
Director  
(DIN: 00225969)



  
Rishabh Kumar Jain  
Company Secretary  
(Membership No- F7271)