

SUMMARY OF PROCEEDINGS OF EXTRA ORDINARY GENERAL MEETING

The Extra Ordinary General Meeting (EGM) of the members of Flexituff Ventures International Limited ('the Company') was held on Thursday, 16th November, 2023 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") and in compliance with provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015. The deemed venue of the EGM was the Registered Office of the Company situated at C- 41-50, SEZ, Sector -3, Pithampur, Dist. Dhar (M.P.) – 454775, India.

Due to some unavoidable work commitment, Mr. Anirudh Chittaranjan Sonpal, Non-executive Independent Director, Chairman of the Board and Audit Committee was not present in the meeting. All the present Directors elected Mr. Saurbah Kalani -Executive Whole-Time Director, as the Chairman of the meeting in compliance with Secretarial Standard II and 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 Director, Mr. Jagdish Prasad Pandey -Executive Director, Mr. Rahul Chouhan - Executive Director, Mr. Rishabh Kumar Jain, Company Secretary and Mr. Ramesh Chand Sharma, Chief Financial Officer 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 Extra Ordinary General Meeting (EGM) of the Company.

Thereupon, he confirmed that 31 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 rational of the said EGM.



Flexituff Ventures International Limited

C41-50, SEZ Sector-3

Pithampur – 454 775, Distt. Dhar (M.P.) India

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CIN : L25202MP1993PL034616

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

He informed that the Notice convening the EGM, 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 Monday, 13th November, 2023 from 10:00 AM IST and ended on Wednesday 15th November, 2023 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 2 speaker members spoke/raised queries/made comments. 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 EGM 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 EGM, based on Scrutinizer's Report after taking into consideration the votes cast through Remote e-voting and E-voting during the EGM 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, Government agencies, customers and members for their cooperation by attending the meeting. Members, Directors and Auditors reciprocated the same.



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On completion of the e-voting process, the meeting concluded at 4.30 P.M. IST.
The following items of businesses, as per the Notice of the EGM were transacted –

S.No.	Particulars	Type of Resolution
Special Business		
1.	Prior approval to lenders for an option to convert loan into equity shares u/s 62(3) of the Companies Act, 2013	Special Resolution
2.	Re-appointment of Mr. Jagdish Prasad Pandey as whole-time director for further period of 3 years	Special Resolution
3.	Re-appointment of Mr. Saurabh Kalani as whole-time director for further period of 3 years	Special Resolution

It is here by Confirmed that the Extra Ordinary 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

Rishabh Kumar Jain
Company Secretary
(Membership No- F7271)

Date- 16.11.2023
Place- Pithampur