



FLEX FOODS LIMITED

305, Third Floor, Bhanot Corner, Pamposh Enclave, Greater Kailash-I, New Delhi-110 048, India
Tel.: +91-11-2644 0917, 2644 0925 Fax: +91-11-2621 6922 E-mail: secretarial@uflexltd.com
Website: www.flexfoodsltd.com CIN: L15133UR1990PLC023970

FFL/SEC/2022/

August 5, 2022

The BSE Limited
Corporate Relationships Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code : 523672

Sub.: Disclosure of events pursuant to Regulation 30(2) - Schedule III - Part A (13) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Ref. : Summary of Proceedings of the 32nd Annual General Meeting held on 5th August, 2022

Dear Sirs,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the gist of proceedings of the 32nd Annual General Meeting held on Friday, 5th August, 2022 **through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)** is given hereunder:

Gist of Proceedings of the 32nd Annual General Meeting

A. Date & Time of the Annual General Meeting (Meeting):

The 32nd Annual General Meeting of the Company was held on Friday, 5th August, 2022, through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The Meeting was commenced at 03:00 PM (IST) & concluded at 03:30 PM (IST) and E-voting remained open for 30 Minutes after the conclusion of Meeting.

B. Proceedings in brief:

- The Board of Directors and other Panelist(s) present in the Meeting were introduced.
- Smt. Indu Liberhan, Director of the Company was elected to Chair for the Meeting
- The business before the Meeting was taken up as quorum was present at the beginning and throughout the Meeting. 64 Members attended and participated in the Meeting.

It was informed that:

- The Meeting was held through VC/ OAVM in compliance with the Circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

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- The Register of Director(s) and Key Managerial Personnel(s) (KMPs) and Register of Contract(s) were made available electronically, at the website of the Company for inspection of the Members during the Annual General Meeting.
- The Company had taken necessary steps to ensure that the Members were able to attend and vote at the Meeting through electronic mode in a seamless manner.
- The Remote E-voting commenced at 9:00 A.M. on Tuesday, 2nd August, 2022 and concluded at 5:00 P.M. on Thursday, 4th August, 2022
- Shri Mahesh Kumar Gupta a Practicing Company Secretary was appointed as the Scrutinizer to Scrutinize the voting through electronic means (i.e. remote e-voting and voting at the meeting by using electronic system).
- In terms of Notice of 32nd Annual General Meeting, following business were transacted:

Ordinary Business(s)

1. To consider and adopt Audited Financial Statements of the Company for the financial year ended March 31, 2022, the reports of the Board of Directors and the Auditors thereon
2. Declaration of dividend on Equity Shares at the rate of Rs.1.00/- (Rupees One only) per equity share of Rs.10/- (Rupees Ten only) each fully paid-up
3. To appoint a Director in place of Shri Rajeev Sharma, Director (DIN 08789214) who retires by rotation and, being eligible, offers himself for re-appointment
4. To re-appoint M/s MJMJ & Associates LLP, Chartered Accountants (Firm Registration No. 027706N/N400013) as Statutory Auditors of the Company and to fix their remuneration

Special Business

5. Re-appointment of Smt. Indu Liberhan (DIN: 03341420), as an Independent Director of the Company for the Second Term of 5 (five) consecutive years
- The Results of E-voting shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company and Central Depository Services (India) Limited ("CDSL"), the agency providing e-voting facility.

The Company responded to the queries raised and clarifications sought by the Member who spoke at the Meeting and requested others to send their queries if any, through e-mail, so that the questions could be responded.

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C. Voting by Members:

- The Company had provided remote e-voting facility to its members to electronically on all 5 items of business set out in the Notice.
- E-voting facility was provided during the Meeting to those Members who had not cast their votes through remote e-voting and remained open for Thirty Minutes from the conclusion of the Meeting.

D. Other Information

- The Voting Results, along with the Scrutinizer's Report, would be made available on the Company's website and also on the website of CDSL. The Voting Results would also be forwarded to "The BSE Limited ("BSE")", where the Company's shares are listed.
- This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.
- The Dividend declared at the Meeting will be credited to the Members on or after 9th August 2022 and physical warrants will be dispatched in due course of time.

Kindly take the above intimation on your records.

Thanking you,

Yours faithfully,

For FLEX FOODS LIMITED

(Rajesh Dheer)
Company Secretary