

Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31st March, 2021

[Pursuant to sub-Section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of Rule 11 of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

1	CIN:	U01122KA2002SGC030443
2	Registration Date:	01/05/2002
3	PAN:	AABCI2041M
4	Name of the Company:	International Flower Auction Bangalore Limited
5	Category/ Sub - Category of the Company:	Company limited by shares
6	Address of the Registered office and Contact details:	No. 24, KAIC Building, Bellary Road, Hebbal, Bangalore- 560024 Email id: ifablimited@gmail.com
7	Whether listed Company	Yes/ No
8	Name, Address and Contact details of Registrar and Transfer Agent , if any:	BgSE Financials Limited Stock Exchange Towers, 4 th Floor, No. 51, 1 st Cross, J.C. Road, Bangalore-560027 Email: rta@bfsi.co.in Contact No: 080- 41329661/66673353/354/355
9	Whether company is having share capital	Yes
10	Financial year From date	01.04.2020 to 31.03.2021
11	Whether Annual general meeting (AGM) held	Yes
	(a) If yes, date of AGM	29.11.2021
	(b) Due date of AGM	30.11.2021
	Whether any extension for AGM granted	No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Number of business activities

1

SL NO	Main Activity group code	Name and Description of main products/ services	Business Activity Code	Description of business activity	%to total turnover of the Company
1	G	Trade	G1	Wholesale Trading	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INLCUDING JOINT VENTURES)

No. of Companies for which information is to be given 1

SL NO	Name and Address of the Company	CIN/FCRN	Holding/ Subsidiary/ Associate/Joint Venture	% of shares held
1	KARNATAKA AGRO INDUSTRIES CORPORATION LIMITED	U00110KA1967SGC001691	Holding	83.34

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) SHARE CAPITAL

(a) Equity Share Capital

Particulars	Authorised capital	Issued Capital	Subscribed Capital	Paid up capital
Total number of equity shares	40,00,000	37,43,851	37,43,851	37,43,851
Total amount of equity shares (in Rupees)	4,00,00,000	3,74,38,510	3,74,38,510	3,74,38,510

Number of Classes 1

Class of shares	Authorised capital	Issued Capital	Subscribed Capital	Paid up capital
Equity				
Total number of equity shares	40,00,000	37,43,851	37,43,851	37,43,851
Nominal value per share (in Rupees)	10	10	10	10
Total amount of equity shares (in Rupees)	4,00,00,000	3,74,38,510	3,74,38,510	3,74,38,510

(b) Preference Share Capital

Particulars	Authorised capital	Issued Capital	Subscribed Capital	Paid up capital
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Total number of preference shares	0	0	0	0
Total amount of preference shares (in Rupees)	0	0	0	0

Number of Classes

Class of shares	Authorised capital	Issued Capital	Subscribed Capital	Paid up capital
<input type="text"/>				
Total number of preference shares	0	0	0	0
Nominal value per share (in Rupees)	0	0	0	0
Total amount of preference shares (in Rupees)	0	0	0	0

(c) Unclassified Share Capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	7,83,683	0	7,83,683	78,36,830	78,36,830	0
Increase during the year	0	0	0	2,96,01,680	2,96,01,680	
i. Public issue	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0

iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of preference shares	0	0	0	0	0	0
viii. Conversion of debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. others, specify Conversion of loan into Equity u/s 62(4)	0	0	0	2,96,01,680	2,96,01,680	0
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. others, specify <input type="text"/>	0	0	0	0	0	0
At the end of the year	7,83,683	0	7,83,683	3,74,38,510	3,74,38,510	0
Preference shares						
At the beginning of the year	0	0	0	0	0	0
Increase during the year						
i. Issue of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. others, specify <input type="text"/>	0	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. shares forfeited	0	0	0	0	0	0

iii. Reduction of share capital	0	0	0	0	0	0
iv. others, specify <input type="text"/>	0	0	0	0	0	0
At the end of the year	0	0	0	0	0	0

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split/consolidation	Number of shares			
	Face value per share			
After split/consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

Nil

[Details being provided in a CD/Digital Media] Yes No Not applicable

Separate sheet attached for details of transfers Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	
Date of registration of transfer (Date Month Year)	
Type of transfer 1- Equity 2-Preference Shares 3- Debentures 4- stock	
Number of Shares/ Debentures/Units Transferred	
Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor	
Transferor's Name	
Ledger Folio of Transferee	
Transferee's Name	

(iv) Debentures (Outstanding as at the end of the financial year)

Particulars	Number of Units	Nominal value per unit	Total Value
Non- convertible debentures	Nil	Nil	Nil
Partly convertible debentures	Nil	Nil	Nil
Fully convertible debentures	Nil	Nil	Nil
Total			0

Details of Debentures

Class of Debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non- convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of securities	Nominal value of each unit	Total nominal value	Paid up value of each unit	Total paid up value
Total					

V. Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover - 3,12,24,497

(ii) Net Worth of the Company - 8,90,07,740

VI. (a) SHAREHOLDING PATTERN - Promoters

S.no	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	32,20,168	86.01	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance Companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial Institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	5,10,000	13.62	0	0
10.	Others	13,683	0.37	0	0

	Total	37,43,851	100	0	0
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Total number of shareholders (promoters)

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(b) SHAREHOLDING PATTERN - Public/ other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance Companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial Institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0

7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others - Alternate Investment Fund	0	0	0	0
	Total	0	0	0	0

Total number of shareholders (public/ other than promoters)

0

Total number of shareholders (Promoters +Public/
Other than promoters)

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VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors at the end of the year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non- Promoter	1	4	1	4	0	0
(i) Non- Independent	1	4	1	4	0	0
(ii) Independent	0	0	0	0	0	0

C. Nominee Directors Representing	0	7	0	7	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	3	0	3	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	4	0	4	0	0
Total	1	11	1	11	0	0

Number of Directors and Key Managerial personnel (who is not director) as on the financial year end date

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(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : if any)
ANNE RAMESH	01630583	Director	0	
VALLABHANENI PRASAD HANUMANTH	01855450	Director	0	
DHANANJAYA REDDY	01896213	Director	0	
JAYAPRAKASH RAO	01905666	Director	0	
ASHOKA GURUDAS	02340738	Nominee director	0	
VANDITA SHARMA	02854972	Nominee director	1	
MANJUNATHA RANGAVARMA MYSORE	06906719	Nominee director	0	
MUNIYAPPA VISWANATH	08212785	Managing Director	1	
SIDDARAMANNA SINGAN	08396209	Nominee director	0	
GIRISH MUCHAL RAMASWAMY	08427153	Nominee director	0	
RANGARAO RAVINDRA	02407583	Nominee director	0	
SHIVARAJU BORAI AH	08093976	Nominee director	0	09.08.2021

(ii) Particulars of change in director(s) and Key managerial personnel during the year

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Name	DIN/PAN	Designation at the beginning/during the financial year	Date of appointment/change in designation/cessation	Nature of change (Appointment/Change in designation/Cessation)
THANGAM RAMACHANDRAN	08897184	Nominee director	09.11.2020	Cessation
RANGARAO RAVINDRA	02407583	Nominee director	09.11.2020	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of Meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members Attended	% of total shareholding
Annual General Meeting	30/12/2020	7	7	100

B. BOARD MEETINGS

Number of meetings held

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Sr. No	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors Attended	% of total Attendance
1.	11/05/2020	12	7	58.33

2.	11/09/2020	12	10	88.33
3.	25/11/2020	12	11	91.67
4.	01/03/2021	12	12	100

C. COMMITTEE MEETINGS

Number of meetings held

4

Sr. No	Type of Meeting	Date of meeting	Total Number of Members associated as on the date of meeting	Attendance	
				Number of members Attended	% of Attendance
1.	Audit Committee and Management Committee	30/05/2020	3	3	100
2.	Audit Committee and Management Committee	24/06/2020	3	3	100
3.	Audit Committee and Management Committee	13/10/2020	3	3	100
4.	Audit Committee and Management Committee	27/01/2021	3	3	100

D. * ATTENDANCE OF DIRECTORS

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 29/11/2021 (Y/N/NA)
		Number of Meetings which Director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which Director was entitled to attend	Number of Meetings attended	% of attendance	
1.	Anne Ramesh	4	3	75	0	0	0	No
2.	Vallabhaneni Prasad Hanumanth	4	3	75	4	4	100	No
3.	Dhananjaya Reddy	4	1	25	0	0	0	No
4.	Jayaprakash Rao	4	3	75	4	4	100	No

5.	Ashoka Gurudas	4	3	75	0	0	0	No
6.	Rangarao Ravindra	4	2	50	0	0	0	No
7.	Vandita Sharma	4	4	100	0	0	0	Yes
8.	Manjunatha Rangavarma Mysore	4	4	100	0	0	0	Yes
9.	Shivaraju Boraiah	4	4	100	0	0	0	Not Applicable
10.	Viswanath Muniyappa	4	4	100	4	4	100	Yes
11.	Siddaramanna Singanna	4	4	100	0	0	0	Yes
12.	Girish Muchal Ramaswamy	4	3	75	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

NIL

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

S.No	Name	Designation	Gross salary	Commission	Stock options/ Sweat equity	Others	Total Amount
1.	Muniyappa Viswanath	Managing Director	0	0	0	1,33,920	1,33,920
	Total		0	0	0	1,33,920	1,33,920

Number of CEO, CFO and Company secretary whose remuneration details to be entered

S.No	Name	Designation	Gross salary	Commission	Stock options/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

S.No	Name	Designation	Gross salary	Commission	Stock options/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

*A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give the reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS

NIL

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES NIL

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Particulars of offence	Amount of compounding (in rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether Associate or Fellow Associate Fellow

Certificate of Practice Number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

DECLARATION

I am authorised by the Board of Directors of the company vide resolution no... 74.9 dated 28/10/2021 (DD/MM/YY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of section 447, sections 448 and 449 of the Companies, Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

For and on behalf of Board of Directors

Place: Bengaluru

Date: 28.10.2021

Muniyappa Viswanath

Managing Director

DIN: 08212785

Manjunatha Rangavarma Mysore

Director

DIN: 06906719