FUTURE CONSUMER LIMITED *(Formerly Future Consumer Enterprise Limited)*
Corporate Office : 247 Park, Tower "C", 8th Floor, LBS Marg, Vikhroli (W), Mumbai - 400 083
(T) +91 22 6119 0000 | www.futureconsumer.in
Regd. Office : Knowledge House, Shyam Nagar, Off JVLR, Jogeshwari (East), Mumbai - 400 060
(T) +91 22 6644 2200 | CIN: L52602MH1996PLC192090

30th July, 2019

To,
The Secretary
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street,
Mumbai – 400 001.
Scrip Code: 533400

To,
Asst. Vice President -Listing
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai-400 051
Scrip Code: FCONSUMER

Dear Sir,

Sub: Proceedings and Disclosure of voting results of the 23rd Annual General Meeting

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended **("SEBI Regulations")**, please find enclosed herewith a summary of the proceedings of the 23rd Annual General Meeting of the Company held on Tuesday, 30th July, 2019 at 9.30 a.m. at Rangswar Hall, 4th Floor, Yashwantrao Chavan Pratishthan, Gen. Jagannathrao Bhonsle Marg, Opp. Mantralaya, Mumbai – 400 021**("AGM")**.

Further, in terms of Regulation 44(3) of the SEBI Regulations, please find enclosed herewith details of voting results in respect of the matters transacted at the said AGM.

The Report submitted by the Scrutinizer for E-voting and voting done through physical ballot paper at the AGM is also enclosed herewith.

Kindly take the aforesaid on records and acknowledge receipt of the same.

Thanking you,

Yours truly,

For Future Consumer Limited

Manoj Gagvani
Company Secretary & Head – Legal

Encl.: As above

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Summary of proceedings of the 23rd Annual General Meeting

The 23rd Annual General Meeting **("AGM")** of the Members of Future Consumer Limited **("the Company")** was convened on Tuesday, 30th July, 2019 at 9.30 a.m. at Rangswar Hall, 4th Floor, Yashwantrao Chavan Pratishthan, Gen. Jagannathrao Bhonsle Marg, Opp. Mantralaya, Mumbai – 400 021 and concluded at 11.00 a.m.

1. Mr. G. N. Bajpai, Chairman of the Company took the Chair.

2. The following Directors were also present at the AGM
   a) Mr. Kishore Biyani
   b) Ms. Ashni Biyani
   c) Mr. Harminder Sahni
   d) Mr. K K Rathi
   e) Mr. Narendra Baheti
   f) Mr. Adhiraj Harish

   Mr. Deepak Malik, Mr. Frederic de Mevius and Ms. Neha Bagaria could not attend the AGM, due to their prior commitments.

3. The requisite quorum was present at the AGM and accordingly the Chairman called the Meeting to order. The requisite quorum was present throughout the Meeting. 181 Members were present at the AGM (including Members attended through proxy).

4. The Chairman informed the Members that facility for casting votes by remote e-voting was provided to Members from 9.00 a.m. on 27th July, 2019 upto 5.00 p.m. on 29th July, 2019. The Chairman further informed that facility to cast votes through physical ballot paper at the AGM was also provided to those members who were present at the AGM and had not casted their votes through remote e-voting.

5. The Chairman further informed that, Mr. Mahesh Darji, representing M/s. Nilesh Shah & Associates, Practicing Company Secretaries was appointed as the Scrutinizer to scrutinize the voting done through remote e-voting and physical ballot paper in a fair and transparent manner.

6. The Chairman took up the items of Ordinary Business and Special Business before the Meeting, as listed under Serial Nos. 1 to 7 below. He gave the Members an opportunity to ask questions or seek clarifications and thereafter adequate reply was provided to the Members.

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7. The following items of business as set out in the Notice of the said AGM were transacted:

Ordinary Business:

1. To consider and adopt the audited Financial Statements of the Company for the year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Deepak Malik (DIN: 00662141), who retires by rotation and being eligible, offers himself for re-appointment.

3. To appoint a Director in place of Ms. Ashni Biyani (DIN: 00058775), who retires by rotation and being eligible, offers herself for re-appointment.

Special Business:

4. Re-appointment of Mr. G. N. Bajpai (DIN: 00946138) as an Independent Director of the Company.

5. Re-appointment of Mr. Narendra Baheti (DIN: 00057255) as an Executive Director of the Company.

6. To approve revision in remuneration payable to Ms. Ashni Biyani as Managing Director of the Company.

7. To approve increase in limits of shareholding by Foreign Portfolio Investors.

The Chairman announced that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the website of the Company and Stock Exchanges.

Post completion of the AGM, the Scrutinizer took the custody of the remote e-voting and physical ballot paper as provided at the venue of the meeting. The Scrutinizer submitted their Report post verification of the votes. As per the report submitted by the Scrutinizer all the above resolutions as contained in the Notice calling the said AGM were passed by the Members with the requisite majority.

The Chairman for the Meeting thanked the Members for attending the AGM and declared the Meeting as concluded.

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Details of Voting Result in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the Annual General Meeting	30th July,2019
Total number of shareholders on record date	1,49,162 (as on 23rd July,2019)
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	20
Public	161
Total	**181**
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	None
Public	None
Total	-
Mode of Voting	E-voting and voting done through ballot paper at the AGM

ITEM NO. 1 : To consider and adopt the audited Financial Statements of the Company for the year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special) : Ordinary Resolution

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

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	**E-Voting**	889,183,098	889,183,098	100.00	889,183,098	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**889,183,098**	**889,183,098**	**100.00**	**889,183,098**	**0**	**100.00**	**0.00**
Public – Institutions	**E-Voting**	364,224,943	192,044,190	52.73	192,044,190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**364,224,943**	**192,044,190**	**52.73**	**192,044,190**	**0**	**100.00**	**0.00**
Public - Non Institutions	**E-Voting**	667,359,139	95,919,676	14.37	95,916,171	3,505	99.99	0.01
	Poll		8,185,219	1.23	8,185,219	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**667,359,139**	**104,104,895**	**15.60**	**104,101,390**	**3,505**	**99.99**	**0.01**
Total		**1,920,767,180**	**1,185,332,183**	**61.71**	**1,185,328,678**	**3,505**	**99.99**	**0.01**

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ITEM NO. 2 : To appoint a Director in place of Mr. Deepak Malik (DIN: 00662141), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special) : Ordinary Resolution

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

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	**E-Voting**	889,183,098	889,183,098	100.00	889,183,098	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**889,183,098**	**889,183,098**	**100.00**	**889,183,098**	**0**	**100.00**	**0.00**
Public – Institutions	**E-Voting**	364,224,943	192,044,190	52.73	191,300,229	743961	99.61	0.39
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**364,224,943**	**192,044,190**	**52.73**	**191,300,229**	**743961**	**99.61**	**0.39**
Public - Non Institutions	**E-Voting**	667,359,139	95,919,616	14.37	95,912,328	7,288	99.99	0.01
	Poll		8,185,219	1.23	8,185,219	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA

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ITEM NO. 3 : To appoint a Director in place of Ms. Ashni Biyani (DIN: 00058775), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required: (Ordinary/ Special) : Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? : YES, to the extent of their respective shareholding

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	889,183,098	889,183,098	100.00	889,183,098	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**889,183,098**	**889,183,098**	**100.00**	**889,183,098**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	364,224,943	192,044,190	52.73	191,425,710	618480	99.68	0.32
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**364,224,943**	**192,044,190**	**52.73**	**191,425,710**	**618480**	**99.68**	**0.32**
Public - Non Institutions	E-Voting	667,359,139	95,919,657	14.37	95,910,280	9,377	99.99	0.01
	Poll		8,185,219	1.23	8,185,219	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**667,359,139**	**104,104,876**	**15.60**	**104,095,499**	**9,377**	**99.99**	**0.01**
Total		**1,920,767,180**	**1,185,332,164**	**61.71**	**1,184,704,307**	**627,857**	**99.95**	**0.05**

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ITEM NO. 4 : Re-appointment of Mr. G.N. Bajpai (DIN: 00946138) as an Independent Director of the Company.

Resolution required: (Ordinary/ Special) : Special Resolution

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

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	889,183,098	889,183,098	100.00	889,183,098	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**889,183,098**	**889,183,098**	**100.00**	**889,183,098**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	364,224,943	57,712,604	15.85	57,036,143	676461	98.83	1.17
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**364,224,943**	**57,712,604**	**15.85**	**57,036,143**	**676461**	**98.83**	**1.17**
Public - Non Institutions	E-Voting	667,359,139	95,919,470	14.37	95,912,153	7,317	99.99	0.01
	Poll		8,185,219	1.23	8,185,219	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**667,359,139**	**104,104,689**	**15.60**	**104,097,372**	**7,317**	**99.99**	**0.01**
Total		**1,920,767,180**	**1,051,000,391**	**54.72**	**1,050,316,613**	**683,778**	**99.93**	**0.07**

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ITEM NO. 5 : Re-appointment of Mr. Narendra Baheti (DIN: 00057255) as an Executive Director of the Company.

Resolution required: (Ordinary/ Special) : Special Resolution

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

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	889,183,098	889,183,098	100.00	889,183,098	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**889,183,098**	**889,183,098**	**100.00**	**889,183,098**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	364,224,943	192,044,190	52.73	168,943,212	23100978	87.97	12.03
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**364,224,943**	**192,044,190**	**52.73**	**168,943,212**	**23100978**	**87.97**	**12.03**
Public - Non Institutions	E-Voting	667,359,139	95,919,077	14.37	95,911,000	8,077	99.99	0.01
	Poll		8,185,219	1.23	8,185,219	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**667,359,139**	**104,104,296**	**15.60**	**104,096,219**	**8,077**	**99.99**	**0.01**
Total		**1,920,767,180**	**1,185,331,584**	**61.71**	**1,162,222,529**	**23,109,055**	**98.05**	**1.95**

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ITEM NO. 6 : Revision in remuneration payable to Ms. Ashni Biyani as Managing Director of the Company.

Resolution required: (Ordinary/ Special) : Special Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? : YES, to the extent of their respective shareholding

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	889,183,098	889,183,098	100.00	889,183,098	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**889,183,098**	**889,183,098**	**100.00**	**889,183,098**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	364,224,943	57,712,604	15.85	34,611,626	23100978	59.97	40.03
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**364,224,943**	**57,712,604**	**15.85**	**34,611,626**	**23100978**	**59.97**	**40.03**
Public - Non Institutions	E-Voting	667,359,139	95,919,585	14.37	95,894,581	25,004	99.97	0.03
	Poll		8,185,219	1.23	8,185,219	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**667,359,139**	**104,104,804**	**15.60**	**104,079,800**	**25,004**	**99.98**	**0.02**
Total		**1,920,767,180**	**1,051,000,506**	**54.72**	**1,027,874,524**	**23,125,982**	**97.80**	**2.20**

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ITEM NO. 7 : Increase in limits of shareholing by Foreign Portfolio Investors.

Resolution required: (Ordinary/ Special) : Special Resolution

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

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	889,183,098	889,183,098	100.00	889,183,098	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**889,183,098**	**889,183,098**	**100.00**	**889,183,098**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	364,224,943	192,044,190	52.73	192,044,190	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**364,224,943**	**192,044,190**	**52.73**	**192,044,190**	**0**	**100.00**	**0.00**
Public - Non Institutions	E-Voting	667,359,139	95,920,066	14.37	95,906,917	13,149	99.99	0.01
	Poll		8,185,219	1.23	8,185,219	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**667,359,139**	**104,105,285**	**15.60**	**104,092,136**	**13,149**	**99.99**	**0.01**
Total		**1,920,767,180**	**1,185,332,573**	**61.71**	**1,185,319,424**	**13,149**	**99.99**	**0.01**

NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____

FORM NO. MGT-13

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
of 23rd Annual General Meeting
of Future Consumer Limited
Held on Tuesday, 30th July, 2019
At Rangswar Hall, 4th Floor,
Yashwantrao Chavan Pratishthan,
Gen. Jagannathrao Bhonsle Marg,
Opp. Mantralaya, Mumbai – 400 021

Sir,

We, Nilesh Shah & Associates, represented by Mahesh Darji, Company Secretary in Practice (Membership No. FCS – 7175 and Certificate of Practice No. 7809) were appointed as a Scrutinizer for the purpose of the poll (including remote e-voting) taken on the resolutions as per the Annexure attached, at the 23rd Annual General Meeting of the Equity Shareholders of Future Consumer Limited (the Company) held on 30th July, 2019 at 9:30 a.m. at Rangswar Hall, 4th Floor, Yashwantrao Chavan Pratishthan, Gen. Jagannathrao Bhonsle Marg, Opp. Mantralaya, Mumbai – 400 021. I hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two (2) ballot boxes were kept for polling and the same was locked in my presence with due identification marks placed on the same.

2. The locked ballot boxes were subsequently opened in my presence (along with presence of two witnesses' viz. Ms. Vaishali Jaiswal and Mr. Ashvin Patni both are not in employment of the Company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Share Transfer Agents of the Company and the authorizations / Proxies lodged with the Company. The signature of members and no. of shares held by respective members were scrutinized and confirmed by the Registrar and Share Transfer Agent.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the poll (including voting through remote e-voting) is as per annexure attached herewith.

NILESH SHAH & ASSOCIATES * MUMBAI * C. P. No. 7809 * COMPANY SECRETARY *

30/07/19

211-B (Back Side) 2nd Floor, Building No. 2, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093. Tel.: 2836 3419 Email : ngshah.cs@gmail.com

Ref.: _____

5. The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.

Note: Shareholders had been provided the facility of remote E-voting also. This report contains the result of consolidated voting (i.e. Remote E-voting and through Poll at Annual General Meeting) casted by the shareholders.

Recommendation:

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

For Nilesh Shah & Associates
Practicing Company Secretaries

NILESH SHAH & ASSOCIATES MUMBAI C. P. No. 7809 COMPANY SECRETARY

Mahesh Darji
Associate
Membership No. FCS 7175
CP No. 7809

Place: Mumbai

Date: 30/07/2019

211-B (Back Side) 2nd Floor, Building No. 2, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

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Annexure to the Scrutinizer's Report

Result of Voting (through remote e-voting and Poll at AGM):

Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes / Abstain	
					Voting in Favour (Assent)			Voted Against (Dissent)				
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
1	1	To consider and adopt the audited Financial Statements of the Company for the year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-Voting	253	1177143459	99.99	9	3505	0.1	1	390
				Poll at AGM	100	8185219	100	0	0	0	2	762
				Total	**353**	**1185328678**	**99.99**	**9**	**3505**	**0.01**	**3**	**1152**
2	2	To appoint a Director in place of Mr. Deepak Malik (DIN: 00662141), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote E-Voting	243	1176395655	99.94	20	751249	0.06	2	450
				Poll at AGM	100	8185219	100	0	0	0	2	762
				Total	**343**	**1184580874**	**99.94**	**20**	**751249**	**0.06**	**4**	**1212**
3	3	To appoint a Director in place of Ms. Ashni Biyani (DIN: 00058775), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary	Remote E-Voting	241	1176519088	99.95	22	627857	0.05	2	409
				Poll at AGM	100	8185219	100	0	0	0	2	762
				Total	**341**	**1184704307**	**99.95**	**22**	**627857**	**0.05**	**4**	**1171**

NILESH SHAH & ASSOCIATES * COMPANY SECRETARY * MUMBAI C. P. No. 7809

30/07/19

Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes / Abstain	
					Voting in Favour (Assent)			Voted Against (Dissent)				
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
4	4	Re-appointment of Mr. G. N. Bajpai (DIN: 00946138) as an Independent Director of the Company	Special	Remote E-Voting	242	1042131394	99.93	20	683778	0.07	4	134332182
				Poll at AGM	100	8185219	100	0	0	0	2	762
				Total	**342**	**1050316613**	**99.93**	**20**	**683778**	**0.07**	**6**	**134332944**
5	5	Re-appointment of Mr. Narendra Baheti (DIN: 00057255) as an Executive Director of the Company	Special	Remote E-Voting	212	1154037310	98.04	49	23109055	1.96	3	989
				Poll at AGM	100	8185219	100	0	0	0	2	762
				Total	**312**	**1162222529**	**98.05**	**49**	**23109055**	**1.95**	**5**	**1751**
6	6	To approve revision in remuneration payable to Ms. Ashni Biyani as Managing Director of the Company	Special	Remote E-Voting	194	1019689305	97.78	68	23125982	2.22	3	134332067
				Poll at AGM	100	8185219	100	0	0	0	2	762
				Total	**294**	**1027874524**	**97.80**	**68**	**23125982**	**2.20**	**5**	**134332829**
7	7	To approve increase in limit of shareholding by Foreign Portfolio Investors	Special	Remote E-Voting	240	1177134205	99.99	23	13149	0.01	0	0
				Poll at AGM	100	8185219	100	0	0	0	2	762
				Total	**340**	**1185319424**	**99.99**	**23**	**13149**	**0.01**	**2**	**762**

NILESH SHAH & ASSOCIATES * COMPANY SECRETARY * MUMBAI C. P. No. 7809

30/7/19