

December 19, 2019

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai-400 051

Dept of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Sub: Results and voting pattern of Postal Ballot under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Scrip Code: BSE - 533296 and NSE - FMNL.

With reference to the above, please find enclosed herewith results and voting pattern for the resolution passed by way of Postal Ballot vide notice dated November 14, 2019 in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take note that the said resolution were passed with requisite majority.

Kindly take the same on your records.

Thanking you,

Yours truly,

For Future Market Networks Limited



Anil Cherian
Head - Legal & Company Secretary

Encl: a/a

Results under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Future Market Networks Limited

RESULTS OF POSTAL BALLOT

Day and Date of AGM/EGM/(Date of Declaration of Postal Ballot Results)	Thursday, December 19, 2019
Total no. of Shareholders as on cut-off date (November 08, 2019)	15233
No. of shareholders present in meeting either in person or through proxy:	
Promoter and Promoter group	Not Applicable
Public	
No. of shareholder attended the meeting through video conferencing:	
Promoter and Promoter group	Not Applicable
Public	



Future Market Networks Limited

Results of Voting (Physical Mode and E-voting Process) by Postal Ballot for Resolution no. 1 are as under:									
Resolution Required : (Special)		Approval for Related Party Transaction with Riddhi Siddhi Mall Management Private Limited							
Whether promoter/ promoter group are interested in the agenda / resolution?		Yes							
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	-	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-	-
	Postal Ballot	41183410	0	0.000	0	0	0.000	0.000	
	Total								
Public Institutions	E-Voting	-	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-	-
	Postal Ballot	242528	0	0.000	0	0	0.000	0.000	
	Total								
Public Non Institutions	E-Voting	-	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-	-
	Postal Ballot	16118443	9464799	58.720	9464332	467	99.995	0.005	
	Total								
Total		57544381	9464799	16.448	9464332	467	99.995	0.005	



Future Market Networks Limited

CIN: L45400MH2008PLC179914

Registered Office : Knowledge House

Shyam Nagar Off Jogeshwari-Vikhroli Link Road

Jogeshwari (E), Mumbai 400 060

SCRUTINIZERS' REPORT ON POSTAL BALLOT

ALWYN D'SOUZA Alwyn D'Souza & Co.

Company Secretaries

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex,
Behind Olympia Tower, Mira Road (East), Thane-401107

Tel: 022-79629822; Mob: 09820465195;

E-mail: alwyn.co@gmail.com ;Website : www.alwynjay.com

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To,

The Chairman

Future Market Networks Limited

Knowledge House

Shyam Nagar Off: Jogeshwari-Vikhroli Link Road

Jogeshwari (E), Mumbai 400 060

Dear Sir,

RE: SCRUTINIZERS' REPORT

I refer to my appointment as Scrutinizer made by the Board of Directors of Future Market Networks Limited for conducting the Postal Ballot process for seeking members assent/or dissent for approval for Related Party Transactions with Riddhi Siddhi Mall Management Private Limited, as per the details given in the notice dated November 14, 2019.

I have carried out the work as Scrutinizer from the close of working hours on December 18, 2019. In this connection I need to bring to your attention the following aspects:-

1. The Specimen Signatures of the Members who have casted votes through Postal Ballot Forms have been verified with the specimen signature records maintained by the Company's Registrar and Share Transfer Agents viz. Link Intime India Private Limited, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400083 and I have relied on the certification given by them for the same.



2. The Company has appointed National Securities Depository Limited, (NSDL) to provide e-voting facility to its members whereby the members having shares in demat form and in physical form may vote either by way of Postal Ballot Form or by way of e-voting. In such cases the voting is taken into consideration based on the e-voting data provided by the NSDL
3. I enclose the Scrutinizer's Report along with the relevant listings.



Alwyn D'souza
F.C.S No.5559,
Certificate of Practice No.5137
Practising Company Secretary

Mumbai
December 19, 2019

ALWYN D'SOUZA
Alwyn D'Souza & Co.

Company Secretaries

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

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SCRUTINIZERS' REPORT

To

The Chairman

Future Market Networks Limited

Knowledge House

Shyam Nagar Off Jogeshwari-Vikhroli Link Road

Jogeshwari (E), Mumbai 400 060.

Scrutinizers Report on postal ballot voting including voting by electronic means in respect of passing resolutions contained in the Notice dated November 14, 2019

Dear Sir,

I, Mr. Alwyn D'souza, Proprietor of Alwyn D'souza & Co., Company Secretaries have been appointed as Scrutinizer by the Board of Directors of **Future Market Networks Limited** (the Company) for scrutinizing postal ballot voting including voting by electronic means in respect of the resolutions contained in the notice dated November 14, 2019 through postal ballot.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Uniform Listing Agreements entered into with the Stock Exchanges relating to Postal Ballot including voting by electronic means is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report on the voting to the Executive Director on the resolution contained in the Notice dated November 14, 2019 based on the reports generated from the electronic voting system by the National Securities Depository



Limited, (NSDL) and the scrutiny of the physical ballot received till the close of working hours ie., 5.00 p.m on Wednesday December 18, 2019 and reports provided by the Company/Registrar and Share Transfer Agents, Link Intime India Private Limited. I submit my report as under

1. After the time fixed for closing of the e-voting ie, 5.00 p.m on Wednesday December 18, 2019 the votes were unblocked at 5.06 P.M on the e-voting website of the National Securities Depository Limited, (<http://www.evoting.nsdl.com>) and a final electronic report was generated by me. The data generated was diligently scrutinized.
2. The physical postal ballots received till the time fixed for closing of the Postal Ballot ie, 5.00 p.m on Wednesday December 18, 2019 were diligently scrutinized and reconciled with the records maintained by the Company through their Registrar and Share Transfer Agents Link Intime India Private Limited and the authorisations lodged with the Company.
3. The data for the purpose of verification of the number of shares was taken as of November 08, 2019 which the cut-off date (record date) was fixed for determining voting rights of the members entitled to participate in the voting process.
4. In cases where the members who have exercised their vote in physical as well as electronic mode, the vote by electronic mode only has been considered as specified in the instructions to the Postal Ballot Form.
5. In general and for your information, I carried out such scrutiny as I considered necessary on the basis of such authorizations and other documents and records



The results of the scrutiny of the above postal ballot voting including voting by electronic means in respect to passing of resolutions contained in the Notice dated November 14, 2019 through postal ballot are as under .

I. Ordinary Resolution under Section 188 of the Companies Act, 2013, for approval for Related Party Transactions with Riddhi Siddhi Mall Management Private Limited.

(i) Voted in favour of the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	43	1063	-
*E-voting	93	9463269	-
TOTAL	136	9464332	99.995

(ii) Voted against the resolution:

Particulars of Postal Ballot Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Physical	1	1	-
E-voting	5	466	-
TOTAL	6	467	0.005

(iii) Invalid votes:

Particulars of Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	1	2
E-voting	0	0
TOTAL	1	2

* The Votes casted through E-Voting by 2 (two) Shareholders holding a total of 27000 shares have not been considered since they are related parties to the resolution.

Based on the foregoing, the Ordinary resolution under Section 188 of the Companies Act, 2013 for approval for Related Party Transactions with Riddhi Siddhi Mall Management Private Limited, as per the details given in the notice dated November 14, 2019 may be considered as carried by the requisite majority.

The relevant records relating to the electronic voting alongwith the physical postal ballot forms shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.



Alwyn D'souza

F.C.S No.5559,
Certificate of Practice No.5137
Practising Company Secretary

Mumbai dated December 19, 2019