

FUTURE MARKET NETWORKS LIMITED

Registered Office : Knowledge House, Shyam Nagar, Off. Jogeshwari - Vikhroli Link Road,
Jogeshwari (E) Mumbai – 400060

POSTAL BALLOT FORM

Serial No

- 1 Name and Registered
Address of the
Shareholder(s) including
Joint Holder(s), if any,

(IN BLOCK LETTERS)

- 2 Registered Folio No*/
DP ID No. & Client ID No.
*(Applicable to investors
holding shares in Physical
Form)

- 3 No. of shares held

I / We hereby exercise my / our vote in respect of the Special Resolution to be passed through postal ballot for the business stated in the Notice of the Company by sending my / our assent or dissent to the said resolution by placing tick (✓) mark at the appropriate box below:

Description	No. of Shares for which vote cast	I / we assent to the resolution (FOR)	I / we dissent to the resolution (AGAINST)
Special Resolution under Section 17 of the Companies Act, 1956			

(Signature of the shareholder)

Place :

Date :

ELECTRONIC VOTING PARTICULARS

EVEN	USER ID	PASSWORD
Electronic Voting Event Number		

Note: Please read carefully the instructions printed overleaf before exercising the vote.

NOTES / INSTRUCTIONS

1. Pursuant to the provisions of Section 192A of the Companies Act, 1956 read with Companies (Passing of resolution by Postal Ballot) Rules 2001, the assent or dissent of the members in respect of the Special Resolution contained in the Postal Ballot Notice dated September 10, 2013 is being determined through postal ballot.
2. The votes should be cast either in favour or against by putting the tick (✓) Mark in the column provided for assent or dissent. Postal Ballot Form bearing (✓) in both the column will render the form invalid.
3. A Member desirous of exercising his/her vote by postal ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self addressed postage pre-paid envelop which shall be properly sealed with adhesive or adhesive tape. *However envelopes containing Postal Ballot Form, if sent by courier at the expenses of the member instead of using the postage pre-paid envelope will also be accepted.*
4. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of the Company.
5. The Postal Ballot Form should be signed by the Member as per specimen signature registered with the Company. In case, shares are jointly held, this Form should be completed and signed by the first named member and in his/ her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the registration no. of the POA or enclosing an attested copy of POA. *(However, where the Form is sent separately by the first named Shareholder and the Joint holder(s), the vote of the first named Shareholder would be valid.)*
6. Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours (17.00 hrs) on October 18, 2013. Postal ballot forms received after that date will be treated as if the reply from such members has not been received. The members are requested to send the duly completed Postal Ballot forms well before October 18, 2013 providing sufficient time for postal transit.
7. The Voting shall be reckoned in proportion to a Member's share of the paid up equity share capital of the Company as on September 13, 2013.
8. In case of shares held by Companies, Trusts, Societies, etc. the duly completed postal ballot form should be accompanied by a certified copy of the Board Resolution/Authority and preferably with attested specimen signature(s) of the duly authorized signatory(s) giving requisite authority to the person voting on the Postal Ballot Form.
9. Members are requested not to send any other matter along with the Postal ballot Form in the enclosed postage pre-paid self-addressed envelope. If any extraneous papers are found, the same will be destroyed by the scrutinizer
10. The exercise of vote by Postal Ballot is not permitted through proxy.
11. There will be only one Postal Ballot Form for every folio/client ID irrespective of the number of Joint Member(s).
12. Incomplete, unsigned, improperly or incorrectly tick marked Postal Ballot Forms will be rejected.
13. Members from whom no Postal Ballot Form is received or received after the aforesaid stipulated period shall not be counted for the purposes of passing of the resolution.
14. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final.
15. A member can opt only one mode for voting i.e either by Physical Ballot or e-voting. In case you are opting for e-voting, then do not vote by Physical Ballot and also vice versa. However, in case member(s) cast their vote both by Physical Ballot and e-voting, then the voting done through physical Ballot shall prevail and voting done by e-voting will be treated as invalid.
16. The results of the voting on the resolution will be declared at the Registered Office of the Company on Monday the October 21, 2013. The results will thereafter be published in news papers, for the information of the Members within 48 hours of the declaration of the results and will be placed at the web-site of the Company.
17. The item of business covered by this Postal Ballot will not be transacted at any General Meeting even though Members who have not exercised their franchise through Postal Ballot might be present in person or through proxy at the meeting.
18. The relevant documents referred to in the Notice are open for inspection at the registered office of the Company on all working days except Sundays and public holidays between 11:00 am. and 1:00 pm., up to October 18, 2013.
19. A shareholder may request for a duplicate Ballot paper, if so required. All such requests should be addressed to the Company's Registrars & Share Transfer Agents.
20. Any query in relation to the resolution proposed to be passed by Postal Ballot may be addressed to Mr. Anil Cherian, Company Secretary at Email: anil.cherian@futuregroup.in and Fax: 022-66201462.
21. All postal ballot form shall be delivered on or before October 18, 2013 at the following address :
Mr. Alwyn D'souza
Scrutinizer – **Future Market Networks Limited**
Knowledge House, Shyam Nagar,
Off Jogeshwari - Vikhroli Link Road,
Jogeshwari (East), Mumbai – 400 060.

INSTRUCTIONS FOR ELECTRONIC VOTING (E-VOTING)

- i. Open e-mail and open PDF file viz "FMNL e-Voting.pdf" with your Client ID or Folio Number as password containing your user ID and Password for e-voting. Please note that the password is an initial password.
- ii. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- iii. Click on Shareholder – Login
- iv. Put user ID and Password as initial password noted in step (i) above. Click Login.
- v. Password change menu appears. Change the password with new password of your choice with minimum 8 digits / characters or combination thereof. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi. Home page of e-Voting opens. Click on e-Voting : Active Voting Cycles.
- vii. Select EVEN of Future Market Networks Limited
- viii. Now you are ready for e-Voting as Cast Vote page opens.
- ix. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- x. If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for casting your vote
- xi. Institutional shareholders (i.e other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer through e-mail: alwyncs@gmail.com with a copy marked to evoting@nsdl.co.in