FUTURE CONSUMER ENTERPRISE LIMITED

an integrated food & FMCG company

1st August,2014

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001
Scrip Code: 533400

To,
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
Scrip Code FCEL

Sub: Result of Postal Ballot

Dear Sir/Madam,

1. Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules,2014, as amended from time to time and in terms of the requirements prescribed under Securities and Exchange Board of India **("SEBI")** Circular CIR/CFD/DIL/8/2013 dated May 21, 2013 read with Para 5.16(a) of SEBI Circular CIR/CFD/DIL/5/2013 dated February 4, 2013, approval of the Shareholders (other than individuals/entities forming part of Promoter and Promoter Group) of the Company was sought by postal ballot for Scheme of Amalgamation of Future Agrovet Limited with Future Consumer Enterprise Limited.

2. Mr. Nilesh Shah, Practising Company Secretary, was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

3. The last date for casting votes electronically through e-voting and for receipt of the physical postal ballot form(s) from the Members was Monday, 28th July,2014.

4. The Scrutinizer has submitted his report for the postal ballot, result whereof is announced on 1st August,2014 by placing it on the website of the Company.

5. In terms of Clause 35A of the Listing Agreement, details of voting result for the postal ballot is as under:

Resolution: Approval for Scheme of Amalgamation of Future Agrovet Limited with Future Consumer Enterprise Limited

Mode of Voting: Postal Ballot and E-voting

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Promoter/ Public	No. of shares held (Total outstanding shares)	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	66,32,08,836	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Public – Institutional holders	30,79,06,324	9,00,603	0.29	9,00,603	0	100.00	0
Public- Others	62,68,61,511	38,55,21,871	61.50	38,54,04,912	1,16,959	99.97	0.03
Total	**159,79,76,671**	**38,64,22,474**	**24.18**	**38,63,05,515**	**1,16,959**	**99.97**	**0.03**

Note: The above results include voting done through physical postal ballot forms and e-voting system provided by NSDL.

6. Accordingly, the above mentioned Resolution has been passed with requisite majority.

Kindly take the above on record.

Thanking you,

Yours truly,
For **Future Consumer Enterprise Limited**

Manoj Gagvani
Company Secretary & Head-Legal