FUTURE CONSUMER ENTERPRISE LIMITED
an integrated food & FMCG company

30th August, 2016

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Re.: Scrip Code – 533400

To,
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Re.: NSE Symbol – FCEL

Dear Sir,

Sub.: Proceedings and disclosure of voting results of the 20th Annual General Meeting.

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Regulations"),** please find enclosed herewith a summary of the proceedings of the 20th Annual General Meeting of the Company held on Monday, 29th August, 2016 at 2.30 p.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, Mr. Nilesh Shah, Practicing Company Secretary, 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 faithfully,
For **FUTURE CONSUMER ENTERPRISE LIMITED**

Manoj Gagvani
Company Secretary & Head – Legal

Encl.: as above

FUTURE CONSUMER ENTERPRISE LIMITED

an integrated food & FMCG company

Summary of proceedings of the 20th Annual General Meeting

The 20th Annual General Meeting **("AGM")** of the Members of Future Consumer Enterprise Limited **("the Company")** was convened on Monday, 29th August, 2016 at 2.30 p.m. at Rangswar Hall, 4th Floor, Yashwantrao Chavan Pratishthan, Gen. Jagannathrao Bhonsle Marg, Opp. Mantralaya, Mumbai – 400 021 and concluded at 3.40 p.m.

1. Mr. G. N Bajpai, Chairman of the Company had conveyed his inability to attend the AGM due to his illness. In his absence, the Directors present elected Mr. Kishore Biyani, Vice Chairman of the Company to Chair the Meeting. Accordingly, Mr. Kishore Biyani chaired the Meeting. Mr. Kishore Biyani informed the Members that Mr. G.N Bajpai - Chairman of Audit Committee has nominated and authorized Mr. K K Rathi to be present at the AGM for addressing relevant queries of the Members.

2. The following Directors were also present at the AGM
   a) Mr. K K Rathi
   b) Mr. Adhiraj Harish
   c) Ms. Ashni Biyani

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

3. The requisite quorum was present at the AGM and accordingly the Chairman for the Meeting called the Meeting to order. The requisite quorum was present throughout the Meeting. 140 Members were present at the AGM (including Members attended through proxy).

4. The Chairman for the Meeting informed the Members that facility for casting votes by remote e-voting was provided to Members from 9.00 a.m. on 26th August, 2016 to 5.00 p.m. on 28th August, 2016. 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. Nilesh Shah, Practicing Company Secretary 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 for the Meeting 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 on the items and thereafter adequate reply was provided to the Members.

FUTURE CONSUMER ENTERPRISE LIMITED
an integrated food & FMCG company

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, 2016 together with the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. K K Rathi (DIN: 00040094), who retires by rotation and being eligible, offers himself for re-appointment.

3. To ratify the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants (Registration Number 117364W), as Statutory Auditors of the Company.

Special Business:

4. To appoint Mr. Adhiraj Harish (DIN: 03380459) as an Independent Director of the Company to hold office for a period of five years

5. To appoint Mr. Frederic de Mevius (DIN : 03359921) as a Director, liable to retire by rotation

6. To appoint Mr. Deepak Malik (DIN: 00662141) as a Director, liable to retire by rotation.

   For consideration of Item No. 7, Mr. Kishore Biyani - Chairman for the Meeting being interested in the same requested Mr. Adhiraj Harish to chair the Meeting for said item. Accordingly, Mr. Adhiraj Harish chaired the Meeting for transacting the below mentioned matter:

7. Approval for Related Party Transaction(s).

The Chairman for the Meeting thereafter took the Chair and authorized the Company Secretary to carry out the voting through physical ballot papers.

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.

FUTURE CONSUMER ENTERPRISE LIMITED

an integrated food & FMCG company

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	29th August, 2016
Total number of shareholders on record date	59,985 (as on 22nd August, 2016)
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	15
Public	125
Total	**140**
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, 2016 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	72,22,12,331	72,22,12,331	100.00	72,22,12,331	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	**72,22,12,331**	**72,22,12,331**	100.00	**72,22,12,331**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	30,76,45,640	93,61,186	3.04	93,61,186	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	**30,76,45,640**	**93,61,186**	**3.04**	**93,61,186**	**0**	**100.00**	**0.00**
Public - Non Institutions	E-Voting	62,75,84,267	25,70,56,566	40.96	25,70,56,566	0	100.00	0.00
	Poll		44,45,814	0.71	44,45,814	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**62,75,84,267**	**26,15,02,380**	**41.67**	**26,15,02,380**	**0**	**100.00**	**0.00**
Total		**1,65,74,42,238**	**99,30,75,897**	**59.92**	**99,30,75,897**	**0**	**100.00**	**0.00**

FUTURE CONSUMER ENTERPRISE LIMITED

an integrated food & FMCG company

ITEM NO. 2: To appoint a Director in place of Mr. K K Rathi (DIN: 00040094), 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	72,22,12,331	72,22,12,331	100.00	72,22,12,331	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	**72,22,12,331**	**72,22,12,331**	100.00	**72,22,12,331**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	30,76,45,640	93,61,186	3.04	93,61,186	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	**30,76,45,640**	**93,61,186**	**3.04**	**93,61,186**	**0**	**100.00**	**0.00**
Public - Non Institutions	E-Voting	62,75,84,267	25,70,56,566	40.96	25,70,56,562	4	99.99	0.01
	Poll		44,45,814	0.71	44,45,814	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**62,75,84,267**	**26,15,02,380**	**41.67**	**26,15,02,376**	**4**	**99.99**	**0.01**
Total		**1,65,74,42,238**	**99,30,75,897**	**59.92**	**99,30,75,893**	**4**	**99.99**	**0.01**

ITEM NO. 3 : To ratify the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants (Registration Number 117364W), as Statutory Auditors of the Company.

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	72,22,12,331	72,22,12,331	100.00	72,22,12,331	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	**72,22,12,331**	**72,22,12,331**	100.00	**72,22,12,331**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	30,76,45,640	93,61,186	3.04	54,72,736	38,88,450	58.46	41.54
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**30,76,45,640**	**93,61,186**	**3.04**	**54,72,736**	**38,88,450**	**58.46**	**41.54**
Public - Non Institutions	E-Voting	62,75,84,267	25,70,56,380	40.96	25,70,54,630	1,750	99.99	0.01
	Poll		44,45,814	0.71	44,45,814	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**62,75,84,267**	**26,15,02,194**	**41.67**	**26,15,00,444**	**1,750**	**99.99**	**0.01**
Total		**1,65,74,42,238**	**99,30,75,711**	**59.92**	**98,91,85,511**	**38,90,200**	**99.61**	**0.39**

FUTURE CONSUMER ENTERPRISE LIMITED
an integrated food & FMCG company

ITEM NO. 4: To appoint Mr. Adhiraj Harish (DIN: 03380459) as an Independent Director of the Company to hold office for a period of five years								
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	72,22,12,331	72,22,12,331	100.00	72,22,12,331	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	**72,22,12,331**	**72,22,12,331**	100.00	**72,22,12,331**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	30,76,45,640	93,61,186	3.04	93,61,186	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	**30,76,45,640**	**93,61,186**	**3.04**	**93,61,186**	**0**	**100.00**	**0.00**
Public - Non Institutions	E-Voting	62,75,84,267	25,70,56,566	40.96	25,70,52,237	4,329	99.99	0.01
	Poll		44,45,814	0.71	44,45,614	200	99.99	0.01
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**62,75,84,267**	**26,15,02,380**	**41.67**	**26,14,97,851**	**4,529**	**99.99**	**0.01**
Total		**1,65,74,42,238**	**99,30,75,897**	**59.92**	**99,30,71,368**	**4,529**	**99.99**	**0.01**

ITEM NO. 5 : To appoint Mr. Frederic de Mevius (DIN : 03359921) as a Director, liable to retire by rotation								
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	72,22,12,331	72,22,12,331	100.00	72,22,12,331	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	**72,22,12,331**	**72,22,12,331**	100.00	**72,22,12,331**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	30,76,45,640	93,61,186	3.04	0	93,61,186	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**30,76,45,640**	**93,61,186**	**3.04**	**0**	**93,61,186**	**0.00**	**100.00**
Public - Non Institutions	E-Voting	62,75,84,267	25,70,56,566	40.96	25,70,50,837	5,729	99.99	0.01
	Poll		44,45,814	0.71	44,45,594	220	99.99	0.01
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**62,75,84,267**	**26,15,02,380**	**41.67**	**26,14,96,431**	**5,949**	**99.99**	**0.01**
Total		**1,65,74,42,238**	**99,30,75,897**	**59.92**	**98,37,08,762**	**93,67,135**	**99.06**	**0.94**

FUTURE CONSUMER ENTERPRISE LIMITED

an integrated food & FMCG company

ITEM NO. 6 : To appoint Mr. Deepak Malik (DIN: 00662141) as a Director, liable to retire by rotation.								
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	72,22,12,331	72,22,12,331	100.00	72,22,12,331	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	**72,22,12,331**	**72,22,12,331**	100.00	**72,22,12,331**	**0**	**100.00**	**0.00**
Public – Institutions	E-Voting	30,76,45,640	93,61,186	3.04	93,61,186	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	**30,76,45,640**	**93,61,186**	**3.04**	**93,61,186**	**0**	**100.00**	**0.00**
Public - Non Institutions	E-Voting	62,75,84,267	25,70,56,066	40.96	25,70,56,062	4	99.99	0.01
	Poll		44,45,814	0.71	44,45,814	0	100.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**62,75,84,267**	**26,15,01,880**	**41.67**	**26,15,01,876**	**4**	**99.99**	**0.01**
Total		**1,65,74,42,238**	**99,30,75,397**	**59.92**	**99,30,75,393**	**4**	**99.99**	**0.01**

ITEM NO. 7 : Approval for Related Party Transaction(s)								
Resolution required: (Ordinary/ Special) : Ordinary Resolution								
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	72,22,12,331	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**72,22,12,331**	**0**	0.00	**0**	**0**	**0.00**	**0.00**
Public – Institutions	E-Voting	30,76,45,640	93,61,186	3.04	0	93,61,186	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**30,76,45,640**	**93,61,186**	**3.04**	**0**	**93,61,186**	**0.00**	**100.00**
Public - Non Institutions	E-Voting	62,75,84,267	25,70,55,166	40.96	25,70,50,212	4,954	99.99	0.01
	Poll		10,03,059	0.16	10,02,839	220	99.98	0.02
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	**62,75,84,267**	**25,80,58,225**	**41.12**	**25,80,53,051**	**5,174**	99.99	0.01
Total		**1,65,74,42,238**	**26,74,19,411**	**16.13**	**25,80,53,051**	**93,66,360**	**96.50**	**3.50**

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 20th Annual General Meeting
of Future Consumer Enterprise Limited
Held on Monday, 29th August, 2016
At Rangswar Hall, 4th Floor,
Yashwantrao Chavan Pratishthan,
Gen. Jagannathrao Bhonsle Marg,
Opp. Mantralaya, Mumbai – 400 021

Sir,

I, Nilesh Shah, Practicing Company Secretary (Membership No. FCS- 4554) was 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 20th Annual General Meeting of the Equity Shareholders of Future Consumer Enterprise Limited (the Company) held on 29th August, 2016 at 2:30 p.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. Mr. Mahesh Darji and Mr. Rakesh Achhpal 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.

FUTURE CONSUMER ENTERPRISE LIMITED

SHAH NILESH G.
FCS No.:4554
C.P No.:2631
COMPANY SECRETARY

29/08/2016

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,

29/08/2016

Nilesh Shah
Practicing Company Secretary
Membership No. FCS 4554
CP No. 2631

SHAH NILESH G.
FCS No.:4554
C.P No.:2631
COMPANY SECRETARY

Place: Mumbai

Date: 29/08/2016

FUTURE CONSUMER ENTERPRISE LIMITED

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	Adoption of audited Financial Statements of the Company for the year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-Voting	89	988630083	100%	0	0	0	0	0
				Poll at AGM	77	4445814	100%	0	0	0	0	0
				Total	**166**	**993075897**	**100%**	**0**	**0**	**0**	**0**	**0**
2	2	To appoint a Director in place of Mr. K K Rathi (DIN: 00040094), who retires by rotation and being eligible, offers himself For re-appointment.	Ordinary	Remote E-Voting	88	988630079	99.99%	1	4	0.01%	0	0
				Poll at AGM	77	4445814	100%	0	0	0	0	0
				Total	**165**	**993075893**	**99.99%**	**1**	**4**	**0.01%**	**0**	**0**
3	3	To ratify the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants (Registration Number 117364W), as Statutory Auditors of the Company	Ordinary	Remote E-Voting	86	984739697	99.61%	2	3890200	0.39%	1	186
				Poll at AGM	77	4445814	100%	0	0	0	0	0
				Total	**163**	**989185511**	**99.61%**	**2**	**3890200**	**0.39%**	**1**	**186**

SHAH NILESH G. FCS No.:4554 C.P No.:2631 COMPANY SECRETARY

29/08/2016

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	To appoint Mr. Adhiraj Harish (DIN: 03380459) as an Independent Director of the Company to hold office for a period of five years	Ordinary	Remote E-Voting	87	988625754	99.99%	2	4329	0.01%	0	0
				Poll at AGM	76	4445614	99.99%	1	200	0.01%	0	0
				Total	**163**	**993071368**	**99.99%**	**3**	**4529**	**0.01%**	**0**	**0**
5	5	To appoint Mr. Frederic de Mevius (DIN: 03359921) as a Director, liable to retire by rotation.	Ordinary	Remote E-Voting	82	979263168	99.05%	7	9366915	0.95%	0	0
				Poll at AGM	76	4445594	99.99%	1	220	0.01%	0	0
				Total	**158**	**983708762**	**99.05%**	**8**	**9367135**	**0.95%**	**0**	**0**
6	6	To appoint Mr. Deepak Malik (DIN: 00662141) as a Director, liable to retire by rotation.	Ordinary	Remote E-Voting	87	988629579	99.99%	1	4	0.01%	1	500
				Poll at AGM	77	4445814	100%	0	0	0	0	0
				Total	**164**	**993075393**	**99.99%**	**1**	**4**	**0.01%**	**1**	**500**
7	7	Approval for Related Party Transaction(s)	Ordinary	Remote E-Voting	64	257050212	96.49%	9	9366140	3.51%	16	722213731
				Poll at AGM	68	1002839	99.99%	1	220	0.01%	8	3442755
				Total	**132**	**258053051**	**96.49%**	**10**	**9366360**	**3.51%**	**24**	**725656486**

SHAH NILESH G.
FCS No.:4554
C.P No.:2631
COMPANY SECRETARY

29/08/2016