

7th October 2024

National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra Kurla Complex (E) Mumbai - 400051 NSE Symbol - FMNL	BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400001 Script Code - 533296
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Reference: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Subject: Outcome of Board Meeting held on 7th October 2024.

Dear Sir/ Madam,

Pursuant to applicable regulations of the Listing Regulations including Regulation 30, read with Para A of Part A of Schedule III thereof, we wish to inform you that the Board of Directors of the Company, at its meeting held today *i.e.* **Monday, 7th October 2024** have *inter-alia* considered and approved the following:

1. Issue of upto 31,00,000 (Thirty-One Lakhs Only) Equity Shares and upto 2,94,00,000 (Two Crore Ninety-Four lakhs Only) Warrants at a price of INR 11.21/- (Indian Rupees Eleven and Twenty One Paise Only) per Equity Share and Warrant, aggregating to an amount not exceeding INR 36,43,25,000/- (Indian Rupees Thirty Six Crores Forty Three Lakhs Twenty Five Thousand Only), with the right to Warrant Holder(s) to apply for and be allotted 1 (One) fully paid Equity Share of the face value of INR 10/- each of the Company for each Warrant, with the amount paid against each Warrant be adjusted against the issue price for the resultant Equity Share, within a period of 18 (Eighteen) months from the date of allotment of the Warrants, to Promoter/ Promoter Group/ Non-promoter / Non-Promoter Group entities of the Company, on preferential issue basis, in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('SEBI ICDR Regulations'), Companies Act, 2013, as amended and other applicable laws and regulations and subject to the approval of regulatory / statutory / government authorities or such other approvals, as may be required, and subject to the approval of the members of the Company.

Further, an amount equivalent to 25% of the Issue Price for Warrants shall be payable at the time of subscription and allotment of Warrants, and the remaining 75% of the Issue Price for Warrants shall be payable on the exercise of options against each such Warrant within a period of 18 (Eighteen) months from the date of allotment of the Warrants (in one or more tranches).

2. An Extra-Ordinary General Meeting ('EOGM') of the members of the Company shall be held on 29th October 2024, Tuesday through video conferencing and/or other audio-visual means, to seek member's consent for issuance of Equity Shares and Warrants as mentioned above.

In respect of the above, we hereby enclose the relevant details regarding the preferential issue of Equity Shares and Warrants, pursuant to Regulation 30 of the Listing Regulations read with applicable SEBI Circular on disclosure of material events / information by listed entities, issued by Securities and Exchange Board of India.

The Board Meeting commenced at 4.30 p.m and concluded at 5.10 p.m.

We request you to take the same on your record.

Thanking you,

Yours faithfully,

For Future Market Networks Limited



Anil Cherian
Head-Legal & Company Secretary

Encl.: As Above

Details regarding the preferential issue pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 on disclosure of material events/ information by listed entities, dated July 13, 2023

Sr. No.	Particulars	Information
1.	Type of securities proposed to be issued <i>(viz. equity shares, convertibles etc.)</i>	Equity Shares and Warrants Each Warrant shall be fully convertible into, or exchangeable for, one fully paid-up equity share of the Company.
2.	Type of issuance <i>(further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)</i>	Preferential Issue in accordance with Chapter V of the SEBI (ICDR) Regulations and other applicable laws
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	31,00,000 (Thirty-One Lakhs Only) Equity Shares and up to 2,94,00,000 (Two Crore Ninety-Four lakhs Only) Warrants of the Company, for cash consideration, at an issue price of INR 11.21/- (Indian Rupees Eleven and Twenty One Paise Only) per Equity Share and Warrant, aggregating to an amount not exceeding INR 36,43,25,000/- (Indian Rupees Thirty Six Crores Forty Three Lakhs Twenty Five Thousand Only). Each Warrant to be convertible or exchangeable for, 1 (One) fully paid Equity Share of the face value of INR 10/- each of the Company. The amount paid against Warrants shall be adjusted against the issue price for the resultant Equity Shares.
4.	In case of preferential issue, the listed entity shall disclose the	

	following additional details to the stock exchange(s):													
a)	Name of investors	<ul style="list-style-type: none"> • Surplus Finvest Private Limited • Jurox Enterprises Private Limited 												
b)	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles),	<table border="1"> <thead> <tr> <th>Name of investors</th> <th>Equity proposed to be issued</th> <th>Warrants proposed to be issued</th> </tr> </thead> <tbody> <tr> <td>Surplus Finvest Private Limited</td> <td>30,00,000</td> <td>95,00,000</td> </tr> <tr> <td>Jurox Enterprises Private Limited</td> <td>1,00,000</td> <td>1,99,00,000</td> </tr> <tr> <td>Total</td> <td>31,00,000</td> <td>2,94,00,000</td> </tr> </tbody> </table> <p>Outcome of subscription INR 3,47,51,000/- [Indian Rupees Three Crores Forty Seven Lakhs Fifty One Thousand Only] to be received from issuance of Equity Shares.</p> <p>For Warrants:</p> <p>2,94,00,000 Warrants (convertible into one equity share each) are proposed to be issued for INR 11.21 per Warrant.</p> <p>The issue price has been determined in accordance with Regulation 164 read with Regulation 166A of the SEBI (ICDR) Regulations, 2018.</p> <p>25% of the warrant subscription price aggregating to INR 8,23,93,500/- [Indian Rupees Eight Crores Twenty Three Lakhs Ninety Three Thousand Five Hundred</p>	Name of investors	Equity proposed to be issued	Warrants proposed to be issued	Surplus Finvest Private Limited	30,00,000	95,00,000	Jurox Enterprises Private Limited	1,00,000	1,99,00,000	Total	31,00,000	2,94,00,000
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Total	31,00,000	2,94,00,000												

		<p>Only] will be received upfront and balance 75% of the subscription price will be received on receipt of conversion request from the Proposed Allottees in one or more tranches.</p> <p>The warrants have a validity of 18 months from the date of the allotment and any relevant occurrences during this time frame relevant disclosures under this point will be disseminated to the exchange</p>
c)	Number of Investors/ Allotees	2
d)	In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument	The right attached to Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 months from the date of allotment of the Warrants. In the event the Warrant holder does not exercise the right attached to the Warrant(s) within 18 months from the date of allotment of the Warrants, such unexercised Warrant(s) shall lapse and the amount paid to the Company at the time of subscription of such unexercised Warrant(s) shall stand forfeited

