

May 10, 2022

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

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

**Scrip Code:** 536507  
**Debt – Scrip Code:** 957150

**NSE Symbol:** FLFL

Dear Sir / Madam

**Ref.: Regulations 30 and 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

**Sub: Disclosure of voting result of Postal Ballot**

This is to inform that pursuant to the provisions of Section 110 of the Companies Act, 2013 (“the Act”), read with the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and other applicable provisions of the Act, the consent of the Members of the Company was sought through Postal Ballot for appointment of Mr. Rahul Mehta (DIN: 00165521), as an Independent Director of the Company for a term of five (5) consecutive years with effect from 11 February 2022 by way of Special Resolution as contained in the Postal Ballot Notice dated 30 March 2022.

In terms of Regulation 44 (3) of the Listing Regulations, please find enclosed herewith the details of voting result of the Postal Ballot conducted through remote e-voting process, in respect of the resolution contained in the said Postal Ballot Notice together with the Scrutiniser’s Report on the remote e-voting, issued by Mr. Sanjay Dholakia, Proprietor - M/s. Sanjay Dholakia & Associates, Practicing Company Secretaries.


Pursuant to the Scrutiniser’s Report, the aforesaid Special Resolution has been approved by the Members of the Company with requisite majority on 09 May 2022 (the last date for e-voting).

The above report is also being uploaded on the Company’s website and also on the website of National Securities Depository Limited - [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

You are kindly requested to take note of the above.

Thanking you,

Yours faithfully,  
for **Future Lifestyle Fashions Limited**

  
**Sanjay Kumar Mutha**  
**Company Secretary**  
Encl: as above

## Future Lifestyle Fashions Limited

### Details of Voting Results (Postal Ballot by way of remote e-voting)

Date of the Meeting	NA – Resolution passed through Postal Ballot on 09 May 2022
Total number of Shareholders on record date	01 April 2022 was cut-off date for reckoning the voting rights of the Shareholders. Total Number of Shareholders: 70488
No. of Shareholders present in the Meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A.
No. of Shareholders attended the Meeting through Video Conferencing Promoters and Promoter Group: Public:	N.A.
Mode of voting:	Remote e-voting

Agenda-Wise Disclosure								
Resolution Required: (Special)			To appoint Mr. Rahul Mehta (DIN: 00165521), as an Independent Director of the Company for a term of five (5) consecutive years with effect from 11 February 2022					
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	41151230	41151230	100.0000	41151230	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>41151230</b>	<b>100.0000</b>	<b>41151230</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	68342092	6910012	10.1109	430531	6479481	6.2305	93.7695
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6910012</b>	<b>10.1109</b>	<b>430531</b>	<b>6479481</b>	<b>6.2305</b>	<b>93.7695</b>
Public Non-Institutions	E-Voting	92281552	14329140	15.5276	12495431	1833709	87.2029	12.7971
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14329140</b>	<b>15.5276</b>	<b>12495431</b>	<b>1833709</b>	<b>87.2029</b>	<b>12.7971</b>
<b>Total</b>		<b>201774874</b>	<b>62390382</b>	<b>30.9208</b>	<b>54077192</b>	<b>8313190</b>	<b>86.6755</b>	<b>13.3245</b>

Whether resolution is passed or not? (YES/NO):	Yes
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# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

## COMPANY SECRETARIES

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GP 15, 2nd Floor, Raghuleela Mall, Behind Painsur Bus Depot, Kandivali (West), Mumbai - 400 067.  
☎ : 2807 3233 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

### SCRUTINIZER'S REPORT

To,  
The Board of Directors  
**FUTURE LIFESTYLE FASHIONS LIMITED**  
Knowledge House, Shyam Nagar,  
Off. Jogeshwari- Vikhroli Link Road,  
Jogeshwari (E)  
Mumbai – 400060

Dear Sir,

I, Sanjay R. Dholakia, Proprietor of Sanjay Dholakia & Associates, Company Secretaries, Mumbai, have been appointed as the Scrutinizer to conduct the Postal Ballot process through electronic voting process ('remote e-voting') for seeking approval of the Members of the Company by way of Special Resolution for the purpose of:

**Appointment of Mr. Rahul Mehta (DIN: 00165521), as an Independent Director of the Company for a term of five (5) consecutive years with effect from 11 February 2022 upto 10 February 2027:**

pursuant to the Postal Ballot Notice dated 30 March, 2022, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the 'Rules'), as amended from time to time and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the General Circular Nos. 14/2020 dated 08 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28 September 2020, 39/2020 dated 31 December 2020, 10/2021 dated 23 June 2021 and 20/2021 dated 08 December 2021, issued by the Ministry of Corporate Affairs ("MCA Circulars"), and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated 30 March, 2022 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/Depositories.

The Company had availed the e-voting facility offered by National Securities Depository Limited for conducting remote e-voting by the shareholders of the Company.



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The shareholders of the Company holding shares as on the 'cut-off' date of Friday, 01 April, 2022 were entitled to vote on the resolutions as contained in the Notice.

The voting period for remote e-voting commenced on at 9.00 a.m. (IST) on Sunday, 10 April 2022 and ends at 5.00 p.m. (IST) on Monday, 09 May 2022. The e-voting module was disabled by NSDL thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of NSDL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolution as under:

### Resolution 1: Special Resolution

#### 1. Appointment of Mr. Rahul Mehta (DIN: 00165521), as an Independent Director of the Company.

a) Voted in favour of Resolution: -

Particulars	Remote Voting	E-	Total
Number of shareholders	1628		1628
Number of votes cast	5,40,77,192		5,40,77,192
Invalid votes	--		--
% of total number of votes cast	86.68%		86.68%



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b) Voted against the Resolution: -

Particulars	Remote Voting	E-	Total
Number of shareholders	50		50
Number of votes cast	83,13,190		83,13,190
Invalid votes	--		--
% of total number of votes cast	13.32%		13.32%

C) Invalid Votes: -

Particulars	Remote Voting	E-	Total
Number of shareholders	--		--
Number of votes cast	--		--
Invalid votes	--		--
% of total number of votes cast	--		--

Thanking you.

**For SANJAY DHOLAKIA & ASSOCIATES**

**SANJAY RASIKLAL DHOLAKIA**

Digitally signed by SANJAY RASIKLAL DHOLAKIA  
DN: c=IN, st=Maharashtra,  
2.5.4.20=30009060699ec9cd150550e00c0906cab40d907c15a  
89ed3729e43205, postalCode=400061, street=POOM NO 304,  
HARKONY, DAMU ANNA DATE MARG, MAHAVIR NAGAR,  
DAHANUKARRIROAD, KANDIVALI WEST,  
serialNumber=45877c580a04db70f32ef38134962212553eb5a922  
0f00602be48c30913, o=Personal, cn=SANJAY RASIKLAL  
DHOLAKIA, postalCode=400061, postalCode=400061, postalCode=400061,  
Date: 2022.05.09 18:52:22 +05'30'

Sanjay R Dholakia  
**Practicing Company Secretary**  
Proprietor

Membership No.: 2655  
CP No.: 1798

Place: Mumbai  
Date: 09<sup>th</sup> May, 2022

**UDIN: F002655D000292131**