

**FUTURE CONSUMER LIMITED**Corporate Office : 3<sup>rd</sup> Floor, Sobo Brand Factory, Near Haji Ali, Pt. Madan Mohan Malviya Road, Tardeo, Mumbai - 400 034.

(T) +91 22 6620 1410

Regd. Office : Knowledge House, Shyam Nager, Off JVLR, Jogeshwari (East), Mumbai - 400 060

(T) +91 22 6644 2200 | (F) +91 22 6644 2201 | www.futureconsumer.in | CIN: L52602MH1996PLC192090

12<sup>th</sup> May, 2023

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

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

**Ref: Regulations 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations')**

**Sub: Results of Postal Ballot and Scrutinizer's Report**

Dear Sir/Madam,

On the above subject and further to our letter dated 8<sup>th</sup> April, 2023, this is to inform you that pursuant to provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, consent of the Shareholders of the Company was sought by postal ballot in respect of matters as set out in Postal Ballot Notice dated 6<sup>th</sup> April, 2023 ("**Postal Ballot Notice**"). The Remote e-voting for the said postal ballot concluded on Wednesday, 10<sup>th</sup> May, 2023 at 5.00 p.m.(IST)

In terms of Regulation 44(3) of the Listing Regulations, please find enclosed herewith details of voting results for the postal ballot. The Report submitted by the Scrutinizer, Mr. Nilesh Shah, representing M/s Nilesh Shah & Associates, Practicing Company Secretaries, in respect of votes casted through remote e-voting is also enclosed herewith.

As per the report submitted by the Scrutinizer, resolution as contained in the Postal Ballot Notice was passed by the Shareholders with the requisite majority.

The aforesaid voting results and the Scrutinizer's Report are also being uploaded on the website of the Company - [www.futureconsumer.in](http://www.futureconsumer.in) and the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

Please take the aforesaid on records and acknowledge receipt of the same.

Yours Truly,  
For **Future Consumer Limited**

MANOJ  
PRATAPRAI  
GAGVANI  
Digitally signed by  
MANOJ PRATAPRAI  
GAGVANI  
Date: 2023.05.12  
11:33:04 +05'30'

**Manoj Gagvani**  
**Company Secretary and Head-Legal**

Encl.: as above



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### Details of Voting Result in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations), 2015

<b>Company Name</b>	Future Consumer Limited
<b>Date of the Postal Ballot Notice</b>	6 <sup>th</sup> April, 2023
<b>Total number of shareholders on record date</b>	4,24,908 (as on cut-off date 31 <sup>th</sup> March, 2023)
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
Promoters and Promoter Group	Not Applicable
Public	
<b>Total</b>	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group	Not Applicable
Public	
<b>Total</b>	
<b>Mode of Voting</b>	Remote E-voting

Resolution Required : Ordinary Resolution			1 - Appointment of Mr. Rajnikant Sabnavis (DIN: 08113864) as a Director (Non-Executive and Non-Independent Director) of the Company.					
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	69686451	69686351	100.0000	69686351	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>69686351</b>	<b>100.0000</b>	<b>69686351</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	163838130	5740754	3.5039	848105	4892649	14.7734	85.2266
	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>5740754</b>	<b>3.5039</b>	<b>848105</b>	<b>4892649</b>	<b>14.7734</b>	<b>85.2266</b>
Public Non Institutions	E-Voting	1763510062	95450863	5.4125	94785541	665322	99.3030	0.6970
	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>95450863</b>	<b>5.4125</b>	<b>94785541</b>	<b>665322</b>	<b>99.3030</b>	<b>0.6970</b>
<b>Total</b>		<b>1997034643</b>	<b>170877968</b>	<b>8.5566</b>	<b>165319997</b>	<b>5557971</b>	<b>96.7474</b>	<b>3.2526</b>

# NILESH SHAH & ASSOCIATES

Company Secretaries

## **Report of Scrutinizer in Respect of Postal Ballot E-Voting Process**

[Pursuant to Section 110 read with 108 of the Companies Act, 2013 and Rule 22 read with 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman/ Board of Directors  
**Future Consumer Limited**  
Knowledge House, Shyam Nagar,  
Off Jogeshwari - Vikhroli Link Road,  
Jogeshwari (East), Mumbai 400060.

Dear Sir,

### **SUB: Scrutinizer's Report on Postal Ballot E-Voting Process.**

The Board of Directors of **Future Consumer Limited** ('the Company') vide its resolution passed on **Thursday, April 06, 2023**, decided to conduct the process of voting through postal ballot for obtaining approval of Shareholders of the Company for the following resolution as an Ordinary Resolution as set out in the postal ballot notice dated Thursday, April 06, 2023:

- **Appointment of Mr. Rajnikant Sabnavis (DIN: 08113864) as a Director (Non-Executive and Non-Independent Director) of the Company.**

The Company had provided the facility of voting through electronic means as required under the provisions of Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read along with provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Mr. Nilesh G. Shah, Practicing Company Secretary (Membership No. FCS-4554, CP No. 2631) (Partner of M/s. Nilesh Shah & Associates) was appointed as a Scrutinizer by the Board of Directors of the Company for the purpose of the conducting the postal ballot e-voting process in a fair and transparent manner in respect of obtaining approval of Shareholders of the Company for the aforesaid matter as required under the provisions of the Companies Act, 2013 read with Rules framed thereunder.



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nilesh@ngshah.com :  
Peer Review No. 698/2020

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.  
Tel.: 9820180091 Email: ngshah.cs@gmail.com

# NILESH SHAH & ASSOCIATES

Company Secretaries

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolution as contained in the notice of postal ballot dated Thursday, April 06, 2023. My responsibility as a scrutinizer for the postal ballot e-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Postal Ballot Notice dated Thursday, April 06, 2023 along with the statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 was sent to the Shareholders of the Company.

The Shareholders of the Company holding shares on the cut-off date of Friday, March 31, 2023 were entitled to vote on the resolution as set out in the postal ballot notice.

In this regard, I submit my report as under:

1. The Company had provided facility of casting vote to the Shareholders of the Company through remote e-voting on the platform provided by NSDL.
2. The Company had followed the process as required under Section 108 read with 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular No. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, 22/2020 dated 15<sup>th</sup> June 2020, 33/2020 dated 28<sup>th</sup> September 2020, 39/2020 dated 31<sup>st</sup> December 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December 2021, 3/2022 dated 5<sup>th</sup> May, 2022 and 11/2022 dated 28<sup>th</sup> December, 2022 in respect of providing voting facility through electronic means.
3. The e-voting period commenced on Tuesday, 11<sup>th</sup> April, 2023, 09:00 a.m. (IST) and concluded on Wednesday, 10<sup>th</sup> May, 2023, 5:00 p.m. (IST) and the e-voting module was disabled for voting thereafter.



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# NILESH SHAH & ASSOCIATES

Company Secretaries

4. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
5. The details containing a list of shareholders who voted 'for' or 'against' the resolution was downloaded from the e-voting website of NSDL.
6. I have scrutinized the votes casted through electronic means for the purpose of this report.
7. The particulars of all the electronic votes casted by the shareholders through remote e-voting process have been recorded in a register separately maintained for the purpose.
8. A summary of votes casted through remote e-voting by Shareholders of the Company is as under:
  - a. **Resolution No. 1 (Ordinary Resolution):** Appointment of Mr. Rajnikant Sabnavis (DIN: 08113864) as a Director (Non-Executive and Non-Independent Director) of the Company:

**(i) Voted in favour of the resolution:**

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	1263	165319997	96.75

**(ii) Voted against the resolution:**

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	138	5557971	3.25



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# NILESH SHAH & ASSOCIATES

Company Secretaries

(iii) **Invalid / Abstain Votes:**

Type of Voting	Total number of members whose votes were declared invalid / abstained	Total Number of abstained votes
Voting Through Electronic Means	1	800

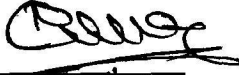
9. The e-voting Register and all other relevant records were handed over to the Company Secretary for safekeeping.

**Recommendation:**

The resolution has secured the requisite majority of votes of the Shareholders and therefore the same be considered to be approved.

You may accordingly declare the result of the voting.

Thanking You,



**Nilesh G. Shah**  
Partner  
Nilesh Shah & Associates  
Membership No.: FCS 4554  
CP No.: 2631  
Peer Review No. 698 / 2020



**UDIN: F004554E000295306**  
**Place: Mumbai**  
**Date: 12<sup>th</sup> May, 2023**



**Chairman of the Meeting**

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