

February 26, 2023

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E)  
Mumbai-400 051

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

Dear Sir,

**Sub: Results and voting pattern of Postal Ballot under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Ref: Scrip Code: BSE - 533296 and NSE - FMNL.**

With reference to the above, please find enclosed herewith results and voting pattern along with scrutinizers report for the resolution passed by way of Postal Ballot vide notice dated April 19, 2023 in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.


Please take note that the said resolution was passed with requisite majority.

Kindly take the same on your records.

Thanking you,

Yours truly,

**For Future Market Networks Limited**

  
**Shreesh Misra**  
**Whole Time Director**  
**DIN: 01641532**




**Encl: a/a**

Results under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Future Market Networks Limited

## RESULTS OF POSTAL BALLOT

Day and Date of AGM/EGM/(Date of Declaration of Postal Ballot Results)	Friday, May 25, 2023
Total no. of Shareholders as on cut-off date (April 21, 2023)	29,177
No. of shareholders present in meeting either in person or through proxy:	
Promoter and Promoter group	Not Applicable
Public	
No. of shareholder attended the meeting through video conferencing:	
Promoter and Promoter group	Not Applicable
Public	

For Future Market Networks Limited

  
Shreesh Misra  
Whole Time Director  
DIN: 01641532



## Future Market Networks Limited

**Results of Voting (Physical Mode and E-voting Process) by Postal Ballot for Resolution no. 2 are as under:**

**Resolution Required : (Ordinary)**

Appointment of Ms. Priya Khandelwal (DIN: 08734033) as an 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
Promoter and Promoter Group	E-Voting		37583210	99.990	37583210	0	100.000	0.000
	Poll	37583410	0	0	0	0	0	0
	Postal Ballot		0	0.000	0	0	0.000	0.000
	<b>Total</b>	<b>37583410</b>	<b>37583210</b>	<b>99.99</b>	<b>37583210</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting		0	0	0	0	0	0
	Poll	31216	0	0	0	0	0	0
	Postal Ballot		0	0.000	0	0	0.000	0.000
	<b>Total</b>	<b>31216</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting		800862	4.01	714931	85931	89.27	10.72
	Poll	19929755	0	0	0	0	0	0
	Postal Ballot		0	0.000	0	0	0.000	0.000
	<b>Total</b>	<b>19929755</b>	<b>800862</b>	<b>4.0100</b>	<b>714931</b>	<b>85931</b>	<b>89.27</b>	<b>10.72</b>
<b>Total</b>		<b>57544381</b>	<b>38384072</b>	<b>66.703</b>	<b>38298141</b>	<b>85931</b>	<b>99.776</b>	<b>0.224</b>



## Future Market Networks Limited

**Results of Voting (Physical Mode and E-voting Process) by Postal Ballot for Resolution no. 1 are as under:**

**Resolution Required : (Ordinary)**

Approval for sale / transfer / disposal / divestment of stake held in Future Trade Markets Private Limited, a Wholly Owned Subsidiary 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
Promoter and Promoter Group	E-Voting		37583210	99.99	37583210	0	100	0
	Poll	37583410	0	0.000	0	0	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000
	<b>Total</b>	<b>37583410</b>	<b>37583210</b>	<b>99.99</b>	<b>37583210</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting		0	0	0	0	0	0
	Poll	31216	0	0.000	0	0	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000
	<b>Total</b>	<b>31216</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting		800862	4.01	714282	86580	89.18	10.81
	Poll	19929755	0	0.000	0	0	0.000	0.000
	Postal Ballot		0	0.000	0	0	0.000	0.000
	<b>Total</b>	<b>19929755</b>	<b>800862</b>	<b>4.0100</b>	<b>714282</b>	<b>86580</b>	<b>89.1800</b>	<b>10.8100</b>
<b>Total</b>		<b>57544381</b>	<b>38384072</b>	<b>66.7</b>	<b>38297492</b>	<b>86580</b>	<b>99.770</b>	<b>0.220</b>

**SCRUTINIZERS' REPORT**

**ON**

**POSTAL BALLOT**

**OF**

**Future Market Networks Limited**

# Alwyn D'Souza & Co.

Company Secretaries

[Firm Registration No: S2003MH061200] [Peer Review Certificate No.683/2020]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,

Mira Road (East), Thane-401107; Tel: 022-79629822; Mob: 09820465195;

E-mail: [alwyn@alwynjay.com](mailto:alwyn@alwynjay.com) ; Website : [www.alwynjay.com](http://www.alwynjay.com)

## SCRUTINIZERS' REPORT

To

The Chairman / Company Secretary  
**Future Market Networks Limited**  
Knowledge House, Shyam Nagar,  
Off. Jogeshwari – Vikhroli Link Road,  
Jogeshwari (East), Mumbai – 400060

Scrutinizers Report on Postal Ballot voting in respect of passing resolutions contained in the Notice dated April 19, 2023

Dear Sir,

REG: SCRUTINIZER'S REPORT

I, **Alwyn D'Souza** of Alwyn D'Souza & Co, Company Secretaries appointed as Scrutinizer by the Board of Directors of **Future Market Networks Limited** for the purpose of scrutinizing the Postal Ballot including voting by electronic means for seeking members favour/ against on the resolution as specified in the Postal Ballot Notice dated Wednesday, April 19, 2023.

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Thursday, May 25, 2023.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, relating to postal ballot through voting by electronic means.

My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour / against on the resolution contained in the Postal Ballot Notice dated April 19, 2023 based on the reports generated from the e-voting system provided by the National Securities Depository Limited ('NSDL'), the authorised agency to provide remote e-voting facilities, engaged by the Company for the purpose.

I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Section 110, and other applicable provisions of the Companies Act, 2013, as amended (the "Act"), read together with the Companies (Management and Administration) Rules, 2014, as amended (the "Management Rules"), General Circular Nos. 14/2020 dated April, 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022, Circular no. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force for seeking consent / approval of the resolution as set out hereunder.
2. The Company has on April 25, 2023 sent Postal Ballot Notice through electronic mode to the Members whose e-mail ids were registered with the Company, Share Transfer Agents (STA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on April 21, 2023. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
3. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, as amended, advertisements were published by the Company in 'Free Press Journal', ('English Newspaper') & 'Navshakti' ('Marathi Newspaper') on April 26, 2023 informing about the completion of dispatch of Postal Ballot notices/ forms, to the Members along with other related matters mentioned therein.
4. The Remote e-voting facility was provided by National Securities Depository Limited 'NSDL'. The Postal Ballot remote e-voting period commenced on Wednesday, April 26, 2023 (9:00 a.m. IST) and ended on Thursday, May 25, 2023 (5:00 p.m. IST).

5. After the time fixed for closing of the e-voting, the votes were unblocked on Thursday, May 25, 2023 at 05.16 p.m. IST in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of ('NDSL') <https://www.evoting.nsdl.com/> and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of shares was taken as of Friday, April 21, 2023 which was the relevant date (cut-off date), fixed for determining voting rights of the Members entitled to participate in the voting process.
7. This report is based on vote cast through e-voting, which was downloaded from the website <https://www.evoting.nsdl.com/>
8. The results of the remote e-voting in respect to the resolution contained in the Postal Ballot Notice dated Wednesday, April 19, 2023 is as under:

1. **RESOLUTION NO. 1: SPECIAL RESOLUTION**

*Approval for sale / transfer / disposal / divestment of stake held in Future Trade Markets Private Limited, a Wholly Owned Subsidiary of the Company:*

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
160	3,82,97,492	99.77

- (ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
24	86,580	0.23



(iii) *Invalid* votes:

Number of members whose votes were declared invalid/abstain	Number of invalid/abstain votes cast by them
-	-

2. RESOLUTION NO. 2: SPECIAL RESOLUTION

Appointment of Ms. Priya Khandelwal (DIN: 08734033) as an Independent Director of the Company:

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
164	3,82,98,141	99.78

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
20	85,931	0.22

(iii) *Invalid* votes:

Number of members whose votes were declared invalid/abstain	Number of invalid/abstain votes cast by them
-	-

Based on the foregoing, the resolution No. 1 and 2 is passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

Thanking you,  
Sincerely,

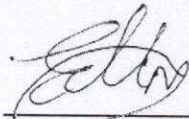
For **Alwyn D'Souza & Co.**  
Company Secretaries



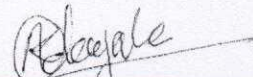
**Alwyn D'Souza**  
Proprietor  
FCS No.5559, CP No.5137  
[UDIN: F005559E000385884]

Place: Mumbai  
Date : May 26, 2023

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the National Securities Depository Limited ('NSDL') <https://www.evoting.nsdl.com/> in our presence at 5.16 p.m IST on Thursday, May 25, 2023.



Edlon Dsouza  
B/508, Shree Girnar Tower CHSL  
Saibaba Nagar,  
Mira Road East, Thane 401107



Krishnakant Adagale  
Row House No.18,  
Mansi Row Co.op Hsg Soc Ltd  
Kashigaon, Mira Road East,  
Thane 401107

Countersigned by:  
For **FUTURE MARKET NETWORKS LIMITED**



**Shreesh Misra**  
Whole time Director  
DIN: 01641532

Place : Mumbai  
Date : May 26, 2023