

# FUTURE MARKET NETWORKS

catalysing consumption

CIN: L45400MH2008PLC179914

February 07, 2019

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/Madam,

**Sub: Postal Ballot**

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

Further to our letter dated February 02, 2019, with regard to passing of Special Resolutions by way of Postal Ballot under section 110 of Companies Act, 2013, please find attached herewith Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form, which shall be forwarded to all the members of the Company whose name appear in the register of members and the list of beneficiaries received from the depositories as on February 01, 2019.

Kindly acknowledge the same.

Thanking you

Yours faithfully

**For Future Market Networks Limited**



**Anil Cheriaan**  
**Head - Legal and Company Secretary**

Future Market Networks Ltd.

**Corporate Office** : SOBO Central Mall, 4th Floor, 28, Pt. Madan Mohan Malviya Road, Near Haji Ali, Tardeo, Mumbai - 400 034.  
T +91 22 6620 1473 F +91 22 6620 1462 www.fmn.co.in Email : info.fmnl@futuregroup.in

**Registered Office** : Knowledge House, Shyam Nagar, Jogeshwari - Vikhroli Link Road, Jogeshwari (East), Mumbai - 400 060.

Corporate Identification Number (CIN) : L45400MH2008PLC179914

Regd. Office: Knowledge House, Shyam Nagar, Off. Jogeshwari – Vikhroli Link Road,  
Jogeshwari (East), Mumbai – 400060. • Tel: 022 – 6199 5237 • Fax: 022 – 6199 5054

Email: [info.fmn@futuregroup.in](mailto:info.fmn@futuregroup.in) • Website: [www.fmn.co.in](http://www.fmn.co.in)

## POSTAL BALLOT NOTICE

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

Dear Member,

Notice is hereby given that pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, (the "Act") if any, read together with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') including any statutory modification or re-enactment thereof for the time being in force, and other applicable laws and regulations, to transact the Special Businesses set out below and proposed to be passed by the Shareholders of Future Market Networks Limited (the 'Company'), by passing the Special Resolution(s) through Postal Ballot / voting by electronic means ('e-voting').

According to Section 180(1)(a) of the Companies Act, 2013, sale, lease or otherwise disposal of the whole or substantially the whole of an undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking, requires the approval of the shareholders by way of a special resolution.

Your consideration and approval is sought for the Resolutions annexed herewith. The Explanatory Statement under Section 102 of the Companies Act, 2013 read with rules made thereto, setting out the material facts and the reason for the Resolutions, is also appended herewith along with the postal ballot form (the 'Form' or the 'Postal Ballot Form').

Mr. Alwyn D'souza, Company Secretary in Practice, Proprietor of M/s. Alwyn D'souza & Co, Company Secretaries, Mumbai, (Membership No. 5559 and Certificate of Practice No. 5137) has been appointed as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

You are requested to peruse the proposed resolutions along with the explanatory statement thereto and carefully read the instructions printed on this Postal Ballot Notice and the Postal Ballot Form and return the physical Postal Ballot Form in original duly filled and signed (at the marked places in the Form) along with your vote, as Assent (FOR) or Dissent (AGAINST) for the said resolutions and return the same duly completed in the enclosed self-addressed Business Reply Envelope. Postage of such envelope will be borne and paid by the Company. Postal Ballot Form, if sent by courier or by registered post / speed post at the expense of the Member will also be accepted. The Postal Ballot Form may also be deposited personally at the address given on the self-addressed Business Reply Envelope. The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than the close of working hours i.e. 5:00 p.m. IST on Monday, the 11<sup>th</sup> day of March 2019 to be eligible for being considered, failing which it will be strictly considered that no reply has been received from the Member.

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer E-Voting facility through E-Voting Platform of National Securities Depository Limited ('NSDL'), as an alternate, which would enable Members to cast votes electronically, instead of sending Physical Postal Ballot Form(s). Please note that E-Voting is optional and the Members who do not opt for the E-Voting facility can cast their vote in writing in the duly filled in physical Postal Ballot Form. Please carefully read and follow the instructions on E-Voting process printed in this Postal Ballot Notice.

The Scrutinizer will submit his report to the Chairman of the Company or any other person authorized by him, after the completion of the scrutiny of the Physical Postal Ballot Forms and E-Voting data provided by National Securities Depository Limited ('NSDL') in a fair and transparent manner and the result of the Postal Ballot will be announced on or before 13<sup>th</sup> day of March 2019 at the Registered Office of the Company. After declaration, the results of the Postal Ballot will be intimated to the Stock Exchanges where the equity shares of the Company are listed, Depositories, Registrar and Share Transfer Agent and would also be displayed on the Company's website at [www.fmn.co.in](http://www.fmn.co.in) along with scrutinizers report.





In accordance with Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, if approved with requisite majority, the Resolutions shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed Postal Ballot Forms (or) E-Voting i.e. Monday, the 11<sup>th</sup> day of March 2019.

By the Order of the Board  
For Future Market Networks Limited  
Sd/-  
Anil Cherian  
Head: Legal & Company Secretary

Mumbai  
February 02, 2019

**Regd Office:**

Knowledge House, Shyam Nagar,  
Off Jogeshwari-Vikhroli Link Road,  
Jogeshwari (E), Mumbai 400 060.

CIN: L45400MH2008PLC179914  
[info.fmnl@futuregroup.in](mailto:info.fmnl@futuregroup.in)

**Encl:** (i) Notice and Explanatory Statement  
(ii) Postal Ballot Form and  
(iii) Self addressed Business Reply Envelope

**Proposed Resolution:**

**Item No. 1**

**To approve sale of equity shares of Future Retail Destination Limited ("FRDL"), a wholly owned subsidiary of the Company**

To consider and if thought fit, to accord assent/dissent to the following Resolution as a "Special Resolution":-

**"RESOLVED THAT** pursuant to the provisions of Section 110, 180(1)(a) and other applicable provisions of the Companies Act, 2013 (the "Act") read with Companies (Management and Administration) Rules, 2014 (the "Rules") (including any statutory modification(s) or amendment or re-enactment thereof for the time being in force) and subject to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), the Memorandum and Articles of Association of the Company and to the extent applicable, the provisions of the Foreign Exchange Management Act, 1999, (including any amendments, statutory modification(s) and / or re-enactment thereof for the time being in force) ("FEMA"), the Consolidated FDI Policy issued by the Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India and the Foreign Exchange Management (Transfer or Issue of Securities by a Person Resident outside India) Regulations, 2017 (including any amendments, statutory modification(s) and / or re-enactment thereof for the time being in force), and all other statutes, rules, regulations, guidelines, notifications, circulars and clarifications as may be applicable, as amended from time to time, issued by the Government of India, ("GOI"), the Ministry of Corporate Affairs, ("MCA"), the Reserve Bank of India, ("RBI"), the Securities and Exchange Board of India, ("SEBI"), BSE Limited and the National Stock Exchange of India Limited, (the "Stock Exchanges"), and/or any other applicable regulatory/statutory authorities, and subject to the necessary approval and/or consent of any statutory and/or regulatory authorities, and the conditions as may be prescribed by any of them while granting any such approval and/or consent, as may be agreed to by the Board of Directors of the Company, (hereinafter referred to as the "Board", which term shall be deemed to include any committee constituted by the Board or any person(s) authorized by the Board to exercise its powers including the powers conferred by this Resolution to the extent permitted by law), the consent of the Company be and is hereby accorded to sell the equity share capital held by the Company in Future Retail Destination Limited (FRDL) in one or more tranches for a consideration not less than the value determined by an independent valuer or such other values as determined in terms of applicable law/regulations and on such other terms and conditions as determined by the Board of Directors or its Committee as may be required.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors of the Company or a Committee thereof, be and is hereby authorized to finalize the sale consideration, take such actions and to give all such directions as may be necessary or desirable and also to settle any question or difficulty that may arise in regard to the proposed sale and further to do all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may be necessary, desirable or expedient in connection therewith".

**Item No. 2**

**To approve sale of equity shares of Gati Realtors Private Limited ("Gati"), a wholly owned subsidiary of the Company**

To consider and if thought fit, to accord assent/dissent to the following Resolution as a "Special Resolution":-

**"RESOLVED THAT** pursuant to the provisions of Section 110, 180(1)(a) and other applicable provisions of the Companies Act, 2013 (the "Act") read with Companies (Management and Administration) Rules, 2014 (the "Rules") (including any statutory modification(s) or amendment or re-enactment thereof for the time being in force) and subject to applicable provisions of SEBI (Listing Obligations



and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), the Memorandum and Articles of Association of the Company and to the extent applicable, the provisions of the Foreign Exchange Management Act, 1999, (including any amendments, statutory modification(s) and / or re-enactment thereof for the time being in force) ("FEMA"), the Consolidated FDI Policy issued by the Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India and the Foreign Exchange Management (Transfer or Issue of Securities by a Person Resident outside India) Regulations, 2017 (including any amendments, statutory modification(s) and / or re-enactment thereof for the time being in force), and all other statutes, rules, regulations, guidelines, notifications, circulars and clarifications as may be applicable, as amended from time to time, issued by the Government of India, ("GOI"), the Ministry of Corporate Affairs, ("MCA"), the Reserve Bank of India, ("RBI"), the Securities and Exchange Board of India, ("SEBI"), BSE Limited, and, the National Stock Exchange of India Limited, (the "Stock Exchanges"), and/or any other applicable regulatory/statutory authorities, and subject to the necessary approval and/or consent of any statutory and/or regulatory authorities, and the conditions as may be prescribed by any of them while granting any such approval and/or consent, as may be agreed to by the Board of Directors of the Company, (hereinafter referred to as the "Board", which term shall be deemed to include any committee constituted by the Board or any person(s) authorized by the Board to exercise its powers including the powers conferred by this Resolution to the extent permitted by law), the consent of the Company be and is hereby accorded to sell the equity share capital held by the Company in Gati Realtors Private Limited (Gati) in one or more tranches for a consideration not less than the value determined by an independent valuer or such other values as determined in terms of applicable law/regulations and on such other terms and conditions as determined by the Board of Directors or its Committee as may be required.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors of the Company or a Committee thereof, be and is hereby authorized to finalize the sale consideration, take such actions and to give all such directions as may be necessary or desirable and also to settle any question or difficulty that may arise in regard to the proposed sale and further to do all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may be necessary, desirable or expedient in connection therewith".

By the Order of the Board  
**For Future Market Networks Limited**  
Sd/-  
**Anil Cherian**  
Head: Legal & Company Secretary

Mumbai  
February 02, 2019

**Regd Office:**

Knowledge House, Shyam Nagar,  
Off Jogeshwari-Vikhroli Link Road,  
Jogeshwari (E), Mumbai 400 060.

CIN: L45400MH2008PLC179914  
[info\\_fmnl@futuregroup.in](mailto:info_fmnl@futuregroup.in)

**NOTES:**

- 1) Pursuant to Section 102 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, the Explanatory Statement setting out material facts and reasons for the proposed Special Resolutions are appended herein.
- 2) The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members/list of Beneficial Owners, received from National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) as on February 01, 2019.
- 3) The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up Share capital of the Company as on February 01, 2019.
- 4) In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility as an option to all the Members of the Company. The Company has entered into an agreement with NSDL for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional.

As per Companies (Management and Administration) Rules, 2014, Notice of Postal Ballot may be served on the Members through electronic transmission. Members who have registered their e-mail IDs with depositories or with the Company are being sent Notice of Postal Ballot by e-mail and Members who have not registered their e-mail IDs will receive Notice of Postal Ballot along with Postal Ballot Form through post/courier. Members who have received Postal Ballot Notice by e-mail and who wish to vote through physical Postal Ballot Form may download the Postal Ballot Form from the link [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or from the 'Investors' section on the Company's website [www.fmn.co.in](http://www.fmn.co.in)

The results of the Postal Ballot along with the Scrutinizer report will also be displayed at the Company's Registered Office and hosted on the Website of the Company i.e., [www.fmn.co.in](http://www.fmn.co.in) besides being communicated to the Stock Exchanges on which the shares of the Company are listed.





## EXPLANATORY STATEMENT

Explanatory Statement for Resolution mentioned under Item No. 1 and 2 pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as the "Act"):

### Item No. 1 and 2

Future Retail Destination Limited (FRDL) and Gati Realtors Private Limited (Gati) are currently the wholly owned subsidiaries of the Company with a paid up equity capital of ₹ 30,00,00,000/- (rupees thirty crores only) and ₹10,86,25,000/- (rupees ten crores eighty six lakhs twenty five thousand only) respectively.

Future Retail Destination Limited, is a Special Purpose Vehicle (SPV) of the Company to set up a Warehouse Project at Jhajjar / Haryana with an estimated facility of approximately 5,00,000 Sq.ft and Gati Realtors Private Limited, is a Special Purpose Vehicle (SPV) of the Company to set up a Warehouse Project at Nagpur / Maharashtra with an estimated facility of approximately 8,02,000 Sq.ft.(hereinafter, referred to as SPVs).

The aforesaid SPVs are in the process of developing the warehouse facilities and expected to complete construction in 15 months period. Upon completion of construction and leasing the warehouse facilities for operational purpose, the Company may exit from the SPVs by selling its equity share capital. To enable the Company to undertake the transactions, shareholders' approval by way of Special Resolution is mandated under Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.

The consideration shall be determined by an independent valuer in terms of applicable law/regulations and on such other terms and conditions as determined by the Board of Directors.

The Board of Directors of the Company resolved to seek the consent of members for the sale of investment through postal ballot pursuant to Section 180(1)(a) of the Companies Act, 2013 read with other applicable provisions of the Act and Rules thereof and provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

As per the provisions of Rule 22(16)(i) of the Companies (Management and Administration) Rules, 2014 read with the provisions of the Listing Regulations, the resolution for sale of the whole or substantially the whole of an undertaking of a company giving as specified under Section 180(1)(a) of the Act can be passed by obtaining approval of members by special resolutions in terms of applicable provisions.

The Board recommends the resolutions as set out at Item No. 1 and 2 of the Notice for your approval.

Directors, Key Managerial Personnel, and their relatives who are members of the Company, may be deemed to be concerned or interested in the Item No. 1 and 2 of the accompanying notice only to the extent of their respective shareholding in the Company, to the same extent as that of every other member of the Company.

Copy of the relevant documents with regard to Item No. 1 and 2 is available for inspection of the members at the Registered Office of the Company during the office hours on all working days up to the date of announcement of the results of this Postal Ballot.

By the Order of the Board  
For Future Market Networks Limited  
Sd/-  
Anil Cherian  
Head: Legal & Company Secretary

Mumbai  
February 02, 2019

### Regd Office:

Knowledge House, Shyam Nagar,  
Off Jogeshwari-Vikhroli Link Road,  
Jogeshwari (E), Mumbai 400 060.

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[info.fmnl@futuregroup.in](mailto:info.fmnl@futuregroup.in)



**POSTAL BALLOT FORM**

Sr. No.

1. Name and Registered Address of the sole/ first named Shareholder (IN BLOCK LETTERS)	:	
2. Name(s) of Joint Shareholder(s)	:	
3. Registered Folio No. / DP Id No./Client Id No.* (*applicable to Shareholder(s) holding shares in dematerialised form)	:	
4. Number of shares held	:	

I / We hereby exercise my / our vote in respect of the following Special Resolutions to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated February 02, 2019 of the Company by conveying my / our assent or dissent to the said resolutions by placing tick (✓) mark at the appropriate box below:

Item No.	Description	No. of Shares for which vote cast	I / we assent to the Resolution (FOR)	I / we dissent to the Resolution (AGAINST)
1	Approval of Special Resolution under Section 180(1)(a) of the Companies Act, 2013, authorizing the Board of Directors to sell the investments in Future Retail Destination Limited, a wholly owned subsidiary of the Company, as per the details given in the notice.			
2	Approval of Special Resolution under Section 180(1)(a) of the Companies Act, 2013, authorizing the Board of Directors to sell the investments in Gati Realtors Private Limited, a wholly owned subsidiary of the Company, as per the details given in the notice.			

Place:

Date:

\_\_\_\_\_  
Signature of the Shareholder

**ELECTRONIC VOTING PARTICULARS**

(Please read the e-voting instructions given overleaf before exercising your vote)

EVEN (E-Voting Event Number)	USER ID	PASSWORD/PIN
110387		

**Note: Please read carefully the instructions printed overleaf before exercising your vote.**



P.T.O



## NOTES / INSTRUCTIONS

### 1. GENERAL INFORMATION

- a) Explanatory Statement and reasons for the proposed Special Resolutions mentioned above as required under Section 102 of the Companies Act, 2013, setting out the material facts is appended in the notice.
- b) All relevant documents referred to in the Explanatory Statement are open for inspection at the Registered Office of the Company on all working days (Monday to Friday) between 11:00 A.M. to 1:00 P.M. up to the date of declaration of the Postal Ballot Result.
- c) You are requested to carefully read the instructions before exercising your vote.

### 2. NOTES - VOTING / E-VOTING - GENERAL

- a) There will be one Postal Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.
- b) Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through postal ballot form shall be considered invalid.
- c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy.

### 3. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT

- a) The votes should be cast either in favour or against by putting the tick (✓) Mark in the column provided for assent or dissent. Postal Ballot Form bearing (✓) in both the column will render the form invalid.
- b) The Voting shall be reckoned in proportion to a Member's share of the paid up equity share capital of the Company as on February 01, 2019.
- c) Members desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot Form and send it to the Scrutinizer, Mr. Alwyn D'souza of M/s. Alwyn D'souza & Co., Practicing Company Secretaries, at Knowledge House, Shyam Nagar, Off. Jogeshwari - Vikhroli Link Road, Jogeshwari East. Mumbai - 400060, in the enclosed postage prepaid self-addressed envelope. Postal Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted.
- d) Members holding shares in dematerialized form are advised, in their own interest, to get their signatures verified by their Banker/Depository Participant (DP). Signatures should be verified by the Manager of the concerned Banker/DP by affixing a rubber stamp/seal mentioning name and address of the Banker/DP and name, stamp and signature of the Manager.
- e) In case of joint holding, this Postal Ballot Form should be completed and signed by the first named Member and in his absence by the next named Member.
- f) In respect of shares held by corporate and institutional shareholders (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant board resolution / appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
- g) The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or registered with the Company, in respect of shares held in dematerialized form or in physical form, respectively.
- h) Completed Postal Ballot Forms should reach the Scrutinizer not later than the close of working hours i.e. at 5:00 p.m. IST on Monday, March 11, 2019. Postal Ballot Forms received after closing hours will be considered invalid.
- i) Postal Ballot Forms which are incomplete or unsigned or defective in any manner are liable to be rejected. The Scrutinizer's decision in this regard shall be final and binding.
- j) A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to the Company's Registrars- Link Intime India Pvt Ltd, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400 083 or to the e-mail ID [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Duly completed and signed duplicate Postal Ballot Forms should, however, reach the Scrutinizer not later than the close of working hours on Monday, March 11, 2019.
- k) Members from whom no Postal Ballot Form is received or received after the aforesaid stipulated period shall not be counted for the purposes of passing of the resolution.
- l) Members are requested not to send any paper (other than the resolution/authority as mentioned under "Process for Members opting for voting by Postal Ballot") along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.

### 4. PROCESS FOR MEMBERS OPTING FOR E-VOTING

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide E-voting facility to the Equity shareholders to cast their votes electronically on the resolutions mentioned in the Notice of Postal Ballot. The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing e-voting facility to all its Shareholders.

The instructions for remote e-voting:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

Details on Step 1 are mentioned below:

**How to Log-in to NSDL e-Voting website?**

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:
  - i. Open the e-mail and also open PDF file namely "FMNL e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password / PIN for remote e-voting. Please note that the password is an initial password. NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".

- ii. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- iii. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under "Shareholders" section.
- iv. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.  
Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- v. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Applicant Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- vi. Upon confirmation, the message "Vote cast successfully" will be displayed.
- vii. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the "initial password" which was communicated to you. Once you retrieve your "initial password", you need enter the "initial password" and the system will force you to change your password.
  - c) How to retrieve your "initial password"?
    - i. If your email ID is registered in your demat account or with the Applicant Company, your "initial password" is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account. Last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your "User ID" and your "initial password".
    - ii. If your email ID is not registered, your "initial password" is communicated to you on your postal address.
- viii. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
- ix. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- x. Now, you will have to click on "Login" button.
- xi. After you click on the "Login" button, Home page of e-Voting will open. Details on Step 2 is given below:  
**How to cast your vote electronically on NSDL e-Voting system?**
  - i. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
  - ii. After click on Active Voting Cycles, you will be able to see the "EVEN" of the company in which you are holding shares and whose voting cycle is in active status.
  - iii. Select "EVEN" of "Future Market Networks Limited".
  - iv. Now you are ready for e-Voting as the Voting page opens.
  - v. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
  - vi. Upon confirmation, the message "Vote cast successfully" will be displayed.
  - vii. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
  - viii. Once you have voted on the resolution, you will not be allowed to modify your vote.
    - A. In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of NSDL's E-Voting website: [www.evoting.nsdl.com](http://www.evoting.nsdl.com). You can also send your queries/ grievances relating to e-voting to the e-mail ID: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
    - B. The period for e-voting starts at 9.00 a.m on Saturday, February 09, 2019 and ends on 5.00 p.m. IST on Monday, March 11, 2019. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
    - C. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot Password' option available on the site to reset the password.

