

FUTURE MARKET NETWORKS

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CIN: L45400MH2008PLC179914

September 20, 2018

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 Sirs,

Sub: Outcome of 10th Annual General Meeting (AGM) and voting results of the Company

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

With reference to the above, please note that the 10th Annual General Meeting (AGM) of the Company was held on Wednesday, September 19, 2018 at 12.00 Noon at Sunville Banquets 9, Dr. Annie Besant Road, Worli, Mumbai - 400018 and the business mentioned in the Notice dated July 31, 2018 were transacted.

In this regard, Please find enclosed the following:

1. Summary of proceedings as required under Regulation 30, Para A of Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure - I.
2. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure - II.
3. Report of Scrutinizer dated September 20, 2018, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.
4. Annual Report for the financial year 2017-18 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

The above said information/documents related to the 10th Annual General Meeting ('AGM') is available on the company's website, www.fmn.co.in

Please take the same on records.

Thanking you,

Yours faithfully,

For Future Market Networks Limited

Anil Cherian
Head - Legal and Company Secretary

Encl: a/a

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, Jogeshwan - Vikhroli Link Road, Jogeshwan (East), Mumbai - 400 060

Summary of proceedings of the 10th Annual General Meeting:

The 10th Annual General Meeting (AGM) of the Company was held on Wednesday, September 19, 2018 at 12.00 Noon (IST) at Sunville Banquets 9, Dr. Annie Besant Road, Worli, Mumbai - 400018 and concluded at 12.50 pm (IST).

Mr. Vijai Singh Dugar, Chairman of the Company and Audit Committee, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. Total of 167 (One Hundred Sixty Seven) Members were present in person or through proxy at the AGM. All the Directors of the Company except Mr. Sunil Biyani and Ms. Udita Jhunjhunwala, who had intimated their inability to attend the AGM, attended the AGM. The notice convening the AGM along with explanatory statement was taken as read. Since there was no qualification in the reports of Statutory Auditors and Secretarial Auditor, the same were taken as read with the permission of the members present at the AGM.

Chairman took up the items of Ordinary Business and Special Business, as listed in serial no. 1-6 below. Chairman gave the opportunity to ask questions and seek clarifications on the agenda items. Clarifications/ Responses were provided to various queries raised by the Members at the Meeting.

The Chairman informed the Members that the facility of remote e-voting was made available from Sunday, September 16, 2018 (9.00 am IST) to Tuesday, September 18, 2018 (5.00 pm IST) and that the facility of voting through physical ballot papers has been arranged for those members who are present at the Meeting and have not casted their votes though remote e-voting. Members were also informed that, since the Company has carried out remote e-voting on all resolutions set out in the Notice calling the AGM, voting by show of hands at the AGM was not permissible.

The Chairman also informed that Mr. Alwyn D'souza, Practicing Company Secretary has been appointed as Scrutinizer for scrutinizing the remote e-voting process and voting by way of physical ballot paper at the AGM in a fair and transparent manner

The following items as set out in the Notice convening the AGM were transacted at the meeting:

Sr. No.	Particulars	Resolution required (Ordinary/Special)
1.	a. Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon	Ordinary
	b. Adoption of Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018 together with the report of Auditors thereon.	
2.	Re-appointment of Mr. Sunil Biyani (DIN: 00006583) as a Director liable to retire by rotation	Ordinary



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3. Re-appointment of Mr. Rajesh Kalyani (DIN: 00220632) as a Director liable to retire by rotation.	Ordinary
4. Re-appointment of Mr. Somayajulu Ayyanna Kodukula (DIN: 02535927) as an Independent Director of the Company.	Special
5. Re-appointment of Ms. Udita Jhunhunwala (DIN: 00120951) as an Independent Director of the Company.	Special
6. Approval of Related Party Transactions with Future Retail Limited and Praxis Home Retail Limited.	Ordinary

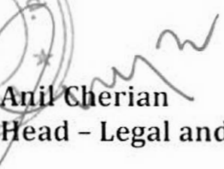
The chairman thanked the members for attending and participating in the meeting. The Chairman informed that the result will be announced within permitted time on receipt of Scrutinizer's report.

Please take the same on records.

Thanking you,

Yours faithfully,

For Future Market Networks Limited


Anil Cherian
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.
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Annexure - II

Future Market Networks Limited – 10th Annual General Meeting (AGM) Voting Results

Day and Date of AGM	Wednesday, September 19, 2018
Total no. of Shareholders as on cut-off date (September 12, 2018)	16788
No. of shareholders present in meeting either in person or through proxy:	
Promoter and Promoter group	11
Public	156
No. of shareholder attended the meeting through video conferencing:	
Promoter and Promoter group	None
Public	None



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

Future Market Networks Limited

Resolution Required : (Ordinary)		1 - Consider and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018 together with the report of Auditors thereon.						
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	41183410	32545531	79.0258	32545531	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
	Total		32545531	79.0258	32545531	0	100.0000	0.0000
Public Institutions	E-Voting	377659	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	14730212	9540134	64.7658	9540134	0	100.0000	0.0000
	Poll		644	0.0044	644	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9540778	64.7702	9540778	0	100.0000	0.0000
Total		56291281	42086309	74.7652	42086309	0	100.0000	0.0000



Future Market Networks Limited

Resolution Required : (Ordinary)			2 - Appointment of Director in place of Mr. Sunil Biyani (DIN: 00006583) who retires by rotation and being eligible offers himself for re-appointment.					
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	41183410	32545531	79.0258	32545531	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
	Total		32545531	79.0258	32545531	0	100.0000	0.0000
Public Institutions	E-Voting	377659	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	14730212	9540134	64.7658	9540134	0	100.0000	0.0000
	Poll		644	0.0044	644	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9540778	64.7702	9540778	0	100.0000	0.0000
Total		56291281	42086309	74.7652	42086309	0	100.0000	0.0000



Future Market Networks Limited

Resolution Required : (Ordinary)		3 - Appointment of Director in place of Mr. Rajesh Kalyani (DIN: 00220632) who retires by rotation and being eligible offers himself for re-appointment.						
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	41183410	32545531	79.0258	32545531	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
	Total		32545531	79.0258	32545531	0	100.0000	0.0000
Public Institutions	E-Voting	377659	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	14730212	9540134	64.7658	9540134	0	100.0000	0.0000
	Poll		644	0.0044	644	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9540778	64.7702	9540778	0	100.0000	0.0000
Total		56291281	42086309	74.7652	42086309	0	100.0000	0.0000



Future Market Networks Limited

Resolution Required : (Special)		4 - Re-appointment of Mr. Somayajulu Ayyanna Kodukula (DIN: 02535927) 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	41183410	32545531	79.0258	32545531	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
	Total		32545531	79.0258	32545531	0	100.0000	0.0000
Public Institutions	E-Voting	377659	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	14730212	9540134	64.7658	9540134	0	100.0000	0.0000
	Poll		644	0.0044	644	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9540778	64.7702	9540778	0	100.0000	0.0000
Total		56291281	42086309	74.7652	42086309	0	100.0000	0.0000



Future Market Networks Limited

Resolution Required : (Special)

5 - Re-appointment of Ms. Udita Jhunjhunwala (DIN: 00120951) 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	41183410	32545531	79.0258	32545531	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
	Total		32545531	79.0258	32545531	0	100.0000	0.0000
Public Institutions	E-Voting	377659	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	14730212	9540134	64.7658	9540134	0	100.0000	0.0000
	Poll		644	0.0044	644	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9540778	64.7702	9540778	0	100.0000	0.0000
Total		56291281	42086309	74.7652	42086309	0	100.0000	0.0000



Future Market Networks Limited

Resolution Required : (Ordinary)

6 - Approval of Related Party Transactions with Future Retail Limited and Praxis Home Retail Limited

Whether promoter/ promoter group are interested in the agenda/resolution?

YES

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	41183410	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	377659	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	14730212	9540130	64.7657	9540130	0	100.0000	0.0000
	Poll		644	0.0044	644	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9540774	64.7701	9540774	0	100.0000	0.0000
Total		56291281	9540774	16.9489	9540774	0	100.0000	0.0000



COMBINED SCRUTINIZERS' REPORT

ON

REMOTE E-VOTING AND POLL

CONDUCTED AT THE 10th ANNUAL GENERAL MEETING OF

FUTURE MARKET NETWORKS LIMITED

HELD ON SEPTEMBER 19, 2018

ALWYN D'SOUZA

**ALWYN D'SOUZA & CO.
COMPANY SECRETARIES**

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 (E), Thane-401107 ; Tel:022-28125781 ; Mob: 09820465195;**

Email : alwyn.co@gmail.com Website:www.alwynjay.com

ALWYN D'SOUZA

ALWYN D'SOUZA & CO.
COMPANY SECRETARIES

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 (E), Thane-401107 ; Tel:022-28125781 ; Mob: 09820465195;

Email : alwyn.co@gmail.com Website: www.alwynjay.com

Report of the Scrutinizers

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules 2014 as amended]

To,

The Chairman,

Of 10th Annual General Meeting of the Equity Shareholders of **Future Market Networks Limited** held on Wednesday, 19th day of September 2018 at 12.00 Noon at Sunville Banquets 9, Dr. Annie Besant Road, Worli, Mumbai - 400018.

Dear Sir,

I, Alwyn D'souza of M/s Alwyn D'souza & Co., Company Secretaries, Mumbai appointed as Scrutinizer for the purpose of scrutinizing both remote electronic voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20&21 of the Companies (Management and Administration) Amendment Rules, 2015 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and voting by use of ballot at the venue of the Annual General Meeting on the resolutions contained in the Notice calling the 10th Annual General Meeting of the **Future Market Networks Limited** (CIN: L45400MH2008PLC179914) ("the Company") held on Wednesday, 19th day of September 2018 at 12.00 Noon at Sunville Banquets 9, Dr. Annie Besant Road, Worli, Mumbai - 400018, submit my report as under:

- a) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to remote E-Voting and voting by using ballots by the shareholders on the resolutions proposed in the Notice calling the 10th Annual General Meeting of the Company is the responsibility of the management. Our responsibility as scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report on the voting to the chairman on the resolutions based on the reports generated from the electronic voting system by the National Securities Depository Limited (NSDL) and the reports generated electronically by Registrar and Transfer Agents, Link Intime India Private Limited for voting by use of ballots at the meeting.
- b) The remote e-voting concluded on September 18, 2018 at 5.00 p.m.
- c) At the 10th Annual General Meeting of the Company held on September 19, 2018, the Chairman at the end of the discussions on the resolution(s) announced the voting by

use of ballots to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes.

d) I have issued scrutinizer's report separately on the remote e-voting and voting by use of ballots at the meeting and I hereby submit a consolidated scrutinizer's report pursuant to rule 20 (4) (xii) on the resolutions contained in the Notice of the 10th Annual General Meeting.

e) The consolidated result of the voting is as under:

A. RESOLUTION NO.1 – ORDINARY RESOLUTION

To receive, consider and adopt:

a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31,2018 together with the reports of the Board of Directors and Auditors thereon; and

b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018 together with the report of Auditors thereon

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	99	42085665	-
Voting by Poll at the AGM venue	48	644	-
TOTAL	147	42086309	100.00

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	-
Voting by Poll at the AGM venue	0	0	-
TOTAL	0	0	0.00

(iii) Invalid/abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Voting by Poll at the AGM venue	2	3
TOTAL	2	3

B. RESOLUTION NO.2: ORDINARY RESOLUTION

Appointment of Director in place of Mr. Sunil Biyani (DIN: 00006583) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	99	42085665	-
Voting by Poll at the AGM venue	48	644	-
TOTAL	147	42086309	100.00

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	-
Voting by Poll at the AGM venue	0	0	-
TOTAL	0	0	0.00

(iii) Invalid/abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Voting by Poll at the AGM venue	2	3
TOTAL	2	3

C. RESOLUTION NO.3: ORDINARY RESOLUTION

Appointment of Director in place of Mr. Rajesh Kalyani (DIN: 00220632) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	99	42085665	-
Voting by Poll at the AGM venue	48	644	-
TOTAL	147	42086309	100.00

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	-
Voting by Poll at the AGM venue	0	0	-
TOTAL	0	0	0.00

(iii) **Invalid/abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Voting by Poll at the AGM venue	2	3
TOTAL	2	3

D. RESOLUTION NO.4: SPECIAL RESOLUTION

Re-appointment of Mr. Somayajulu Ayyanna Kodukula (DIN: 02535927) as an Independent Director of the Company.

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	99	42085665	-
Voting by Poll at the AGM venue	48	644	-
TOTAL	147	42086309	100.00

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	-
Voting by Poll at the AGM venue	0	0	-
TOTAL	0	0	0.00

(iii) **Invalid/abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Voting by Poll at the AGM venue	2	3
TOTAL	2	3

E. RESOLUTION NO.5: SPECIAL RESOLUTION

Re-appointment of Ms. Udit Jhunjhunwala (DIN: 00120951) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	99	42085665	-
Voting by Poll at the AGM venue	48	644	-
TOTAL	147	42086309	100.00

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	-
Voting by Poll at the AGM venue	0	0	-
TOTAL	0	0	0.00

(iii) **Invalid/abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Voting by Poll at the AGM venue	2	3
TOTAL	2	3



F. RESOLUTION NO.6: ORDINARY RESOLUTION

Approval of Related Party Transaction with Future Retail Limited and Praxis Home Retail Limited

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	84	9540130(*)	-
Voting by Poll at the AGM venue	48	644	-
TOTAL	132	9540774	100.00

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	-
Voting by Poll at the AGM venue	0	0	-
TOTAL	0	0	0.00

(iii) **Invalid/abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	1	4
Voting by Poll at the AGM venue	2	3
TOTAL	3	7

(*) Votes casted by 14 Shareholders holding 32545531 shares have not been considered since they are deemed to be interested in this resolution.

Based on the foregoing, the Resolution No.(s) 1 to 6 as stated in the Notice dated July 31, 2018 of the Annual General Meeting held on September 19, 2018 shall be deemed to be passed with the requisite majority.

All the relevant records of Voting is under my safe custody until the Chairman considers, approves and signs the Minutes of the 10th Annual General Meeting and the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.



Thanking you,
Sincerely,



Alwyn D'souza
F.C.S No.5559,
Certificate of Practice No.5137
Practising Company Secretary

Place : Mumbai
Date : September 20, 2018

Countersigned by:

For Future Market Networks Limited



Anil Cherian
Head: Legal & Company Secretary