



Ref: FLFL/SE/EGM/20141107

7 November 2014

To

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

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

Fax Nos.: 22723121

Fax Nos. 26598237

Re: Scrip Code : 536507

Re: Scrip Code : FLFL

**Re: Scrip Code of Debt: 950223 / 946822 /
947433**

Dear Sir/Madam,

Sub: Submission of details under Clause 35A of the Listing Agreement regarding the voting results for Extraordinary General Meeting ("EGM") of the shareholders of Future Lifestyle Fashions Limited held on 7 November 2014.

We are pleased to inform you that the Extraordinary General Meeting of the Company was held today, 7 November 2014 and the Shareholders have passed all the resolutions as mentioned in the notice of the EGM with requisite majority.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided E-voting facility to its Shareholders to enable them to cast their votes electronically on the proposed resolutions in the notice. The E-voting period commenced on 29 October 2014 at 09:00 am and ended on 31 October 2014 at 05:00 pm. The E-voting module was disabled by NSDL for voting thereafter. Once the vote on a resolution was cast by the Shareholders, the Shareholders were not allowed to change it subsequently. Further, since the E-voting facility was provided, no voting by show of hands was done at EGM.

Mr. Sanjay Dholakia, Practicing Company Secretary (Membership No. 2655 and Certificate of Practice No. 1798) had been appointed as the Scrutinizer to scrutinize the E-voting process in a fair and transparent manner.



Future Lifestyle Fashions Limited (Formerly Future Value Fashion Retail Limited)

Knowledge House, Shyem Nagar, Cff Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai 400 060

P +91 22 3084 2336, F +91 22 3084 2502, www.futurelifesty.e.in.

CIN : U52100MH2012PLC231654



The Scrutinizer had unlocked the votes in the presence of 2 (two) witnesses not in the employment of the Company and made a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the meeting.

The results of the E-voting were declared at the Extraordinary General Meeting of the Company. The results declared along with the Scrutinizer's Report would be placed on the Company's website www.futurelifestyle.in under the "Investors" section and also on the website of NSDL within 2 (two) days of passing of the Resolutions at the EGM.

In this regard we are enclosing the details regarding the E-voting results of the EGM held on 7 November 2014 in the prescribed format as per Clause 35A of the Listing Agreement.

This is for your kind information and records. Kindly acknowledge receipt.

Thanking you,

Yours truly,

for **Future Lifestyle Fashions Limited**

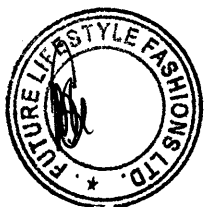
A handwritten signature in black ink, appearing to be 'Kuldeep Sharma', written over a circular stamp or seal.

Kuldeep Sharma
Head-Legal & Company Secretary

ANNEXURE

In terms of Clause 35A of the Listing Agreement, the details of the business transacted by the Company through electronic voting is given below

S. No.	Particulars			
1.	Date of the Extraordinary General Meeting		Friday, 7 November 2014	
2.	Venue of the Extraordinary General Meeting		Enlightenment, Second Floor, Knowledge House, Shyam Nagar, Off Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai 400060	
3.	Total number of shareholders on record date		3 October 2014 is cut-off date for reckoning the voting rights of the shareholders. Total Number of Shareholders : 57764	
4.	Number of Shareholders present in the Meeting either in Person or through Proxy		56	
	No. of Shareholders	Present in Person	Present through Proxy / Corporate Representation	Total
	Promoter and Promoter Group	0	16	16
	Public	40	0	40
	Total	40	16	56
5.	Number of Shareholders attended the meeting through Video Conferencing		No Video Conferencing facility was provided	



Details of Agenda:

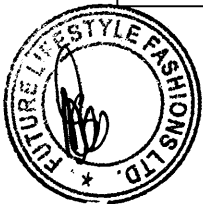
RESOLUTION: 1

To Issue of 1,59,34,065 Equity Shares of face value of Rs. 2/- each at a price of Rs.91/- per equity share aggregating to Rs.144,99,99,915/- on preferential basis to Ryka Commercial Ventures Private Limited, a member of the Promoter Group of the Company;

Resolution required: Special

Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E-voting on outstand ing shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E-voting (6)=[(4)/(2)]*100	% of votes against on votes through E-voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	88931905	88720386	99.76%	88720386	NIL	100.00%	NIL
Public- Institutional holders	19874939	12428256	62.53%	12428256	NIL	100.00%	NIL
Public- Others	61459114	3526	0.01%	2914	612	82.64%	17.36%
Total	170265958	101152168	59.41%	101151556	612	100.00%	0.00%



RESOLUTION: 2

Issue of 32,96,700 Compulsory Convertible Debentures of face value of Rs. 91/- each (CCDs) aggregating to Rs.29,99,99,700/- on preferential basis to Arlette Infrastructure Private Limited, a member of the Promoter Group of the Company; Each CCD convertible into one Equity Share of Rs.2/- each as fully paid up on 1 April 2015;

Resolution required: Special

Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstan- ding shares (3)=[(2) /(1)]*10 0	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E-voting (6)=[(4)/(2)]*100	% of votes against on votes through E-voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	88931905	88720386	99.76%	88720386	NIL	100.00%	NIL
Public- Institutional holders	19874939	11365756	57.19%	11365756	NIL	100.00%	NIL
Public-Others	61459114	3526	0.01%	2876	650	81.57%	18.43%
Total	170265958	100089668	58.78%	100089018	650	100.00%	0.00%



Future Lifestyle Fashions Limited (Formerly Future Value Fashion Retail Limited)

Knowledge House, Shyam Nagar, Cff Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai 400 060

P +91 22 3084 2336, F + 91 22 3084 2502, www.futurelifestyle.in.

CIN: U52100MH2012PLC231654

RESOLUTION: 3

Payment of remuneration to Mr. Kishore Biyani as Managing Director of the Company under applicable provisions of the relevant Companies Act, in view of terms of approval letter, issued by Ministry of Corporate Affairs.

Resolution required: Special

Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E- voting on outstan- ding shares (3)=[(2)/ (1)]*100	No. of votes in - favour (4)	No. of votes - against (5)	% of votes in favour on votes through E-voting (6)=[(4)/(2)]*100	% of votes against on votes through E-voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	88931905	88702284	99.74%	88702284	NIL	100.00%	NIL
Public- Institutional holders	19874939	11365756	57.19%	11365756	NIL	100.00%	NIL
Public-Others	61459114	3526	0.01%	2840	686	80.54%	19.46%
Total	170265958	100071566	58.77%	100070880	686	100.00%	0.00%



RESOLUTION: 4

Payment of remuneration to Mr. C.P.Toshniwal, Executive Director & Chief Financial Officer with effect from 1 April 2014 and further payment of revised remuneration with effect from 1 November 2014, for the remainder of his tenure i.e. up to 31 October 2016, under applicable provisions of the Companies Act, 2013.;

Resolution required: Special

Mode of voting: E-voting

Promoter/ Public	No. of shares held (1)	No. of votes through E- voting (2)	% of votes through E-voting on outstand ing shares (3)=[(2)/(1)]*100	No. of votes in - favour (4)	No. of votes – against (5)	% of votes in favour on votes through E- voting (6)=[(4)/(2)]*100	% of votes against on votes through E-voting (7)=[(5)/(2)]*100
Promoter and Promoter Group	88931905	88720386	99.76%	88720386	0	100.00%	0.00%
Public- Institutional holders	19874939	11365756	57.19%	11365756	0	100.00%	0.00%
Public- Others	61459114	3507	0.01%	2821	686	80.44%	19.56%
Total	170265958	100089649	58.78%	100088963	686	100.00%	0.00%

for **Future Lifestyle Fashions Limited**



Kuldeep Sharma
Head-Legal & Company Secretary