

FUTURE MARKET NETWORKS

catalysing consumption

CIN: L45400MH2008PLC179914

January 7, 2015

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)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Sub: RESULTS OF POSTAL BALLOT

Ref: Scrip Code: BSE – 533296 and NSE – FMNL.

Pursuant to Section 110 of the Companies Act, 2013 read together with the Companies (Management and Administration) Rules, 2014, the approval of the shareholders was sought by Postal Ballot in relation to Special Resolutions for:

- a) Approval to sell investments in Future Retail Destination Limited pursuant to section 180 (1) (a) of the Companies Act, 2013.
- b) Approval to sell investments in "Calcutta Riverside Project" held through River Bank Developers Private Limited and Calcutta Metropolitan Group Limited pursuant to section 180 (1) (a) of the Companies Act, 2013.

Mr. Alwyn D'souza, Practising Company Secretary of M/s. Alwyn D'souza & Co, Company Secretaries, Mumbai, was appointed as the Scrutinizer for conducting postal ballot process in a fair and transparent manner.

The last date for receipt of the postal ballot forms duly completed by the shareholders was Monday, January 5, 2015.

The Scrutinizer appointed by the Board has submitted his report on the postal ballot and the following results were announced on January 7, 2015 at the Registered Office of the Company.

Details of Vote Casted for Special Resolutions are as below:



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-Vikholi Link Road, Jogeshwari (East), Mumbai - 400 060

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RESOLUTION NO. 1

CIN: L45400MH2008PLC179914

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares Voted Upon	Aggregate in value (Rs.)	Percentage of total paid up Equity Capital as on 31.03.2014	Percentage of Valid votes cast
(a)	Total Postal Ballot Forms/E-voting received(*)	303	4,68,23,491	46,82,34,910		
(b)	Less : Invalid Postal Ballot Forms	33	1483	14,830		
(c)	Net Valid Postal Ballot Forms	270	4,68,22,008	46,82,20,080		
(d)	Postal Ballot Forms with assent for the Resolution	236	4,68,00,767	46,80,07,670	83.79	99.95
(e)	Postal Ballot Forms with dissent for the Resolution	34	21,241	2,12,410	0.04	0.05

RESOLUTION NO. 2

Sr. No	Particulars	No. of Postal Ballot Forms	No. of Shares Voted Upon	Aggregate in value (Rs.)	Percentage of total paid up Equity Capital as on 31.03.2014	Percentage of Valid votes cast
(a)	Total Postal Ballot Forms/E-voting received(*)	306	4,68,23,506	46,82,35,060		
(b)	Less : Invalid Postal Ballot Forms	40	1,559	15,590		
(c)	Net Valid Postal Ballot Forms	266	4,68,21,947	46,82,19,470		
(d)	Postal Ballot Forms with assent for the Resolution	233	4,68,00,733	46,80,07,330	83.79	99.95
(e)	Postal Ballot Forms with dissent for the Resolution	33	21,214	2,12,140	0.04	0.05



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Accordingly, the above resolutions have been passed by the requisite majority.

Please also find attached herewith certified copy of the resolution passed.

Kindly take the above information on your records.

Thanking you,

Yours truly,

For Future Market Networks Limited



Anil Cherian

Chief – Legal & Company Secretary



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**CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY THE MEMBERS OF FUTURE
MARKET NETWORKS LIMITED THROUGH POSTAL BALLOT ON JANUARY 7, 2015**

**Approval to sell investments in Future Retail Destination Limited pursuant to
section 180 (1) (a) of the Companies Act, 2013**

"**RESOLVED THAT** pursuant to the provisions of Section 180 (1) (a), and Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, subject to the provisions of Foreign Exchange Management Act, 1999, and other applicable provisions, if any, of the Companies Act, 1956 / Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force) or any other law for the time being in force, and subject to consents, approvals and /or permissions of relevant authorities as may be required, the consent of the Company be and is hereby accorded to the Board of Directors to sell the equity shareholding in Future Retail Destination Limited on such terms and conditions as determined by the Board of Directors or its Committee.

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".

For Future Market Networks Limited


Anil Cherian
Chief – Legal & Company Secretary



CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY THE MEMBERS OF FUTURE MARKET NETWORKS LIMITED THROUGH POSTAL BALLOT ON JANUARY 7, 2015

Approval to sell investments in "Calcutta Riverside Project" held through River Bank Developers Private Limited and Calcutta Metropolitan Group Limited pursuant to section 180 (1) (a) of the Companies Act, 2013

"RESOLVED THAT pursuant to the provisions of Section 180 (1) (a), and Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 1956/ Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force) or any other law for the time being in force, and subject to consents, approvals and /or permissions of relevant authorities as may be required, the consent of the Company be and is hereby accorded to the Board of Directors to sell the equity shareholding and/or beneficial interest in the project named "Calcutta Riverside" held through River Bank Developers Private Limited and Calcutta Metropolitan Group Limited, on such terms and conditions as determined by the Board of Directors and/or its Committee.

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 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".

For Future Market Networks Limited



Anil Cheria

Chief – Legal & Company Secretary

