



REF: FLFL/FOURTH AGM/2015-16

30 August 2016

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

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

Scrip Code: 536507
Scrip Code of Debt : 950223/ 947433

NSE Symbol: FLFL

Dear Sir,

Sub.: Fourth Annual General Meeting of Future Lifestyle Fashions Limited.

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), please find enclosed herewith a summary of the proceedings of the Fourth Annual General Meeting of Future Lifestyle Fashions Limited, held on Monday, 29 August 2016 at 4:30 pm at Rangswar Hall, 4th Floor, Y. B. Chavan Centre, Gen. Jagannath Bhosale Marg, Mumbai - 400 021 ("AGM").

Further, we enclose herewith the details of voting results (in the prescribed format) in respect of the business transacted at the said AGM, pursuant to Regulation 44(3) of the SEBI Regulations.

We also enclose herewith the Report received from the Scrutinizer on Remote e-voting and voting conducted through ballot papers at the AGM.

The above reports are also being uploaded on the Company's website.

Kindly take the aforesaid on records and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For Future Lifestyle Fashions Limited


Sanjay Kumar Mutha
Chief Legal & Company Secretary

Encl: as above



Summary of the proceedings of the Fourth Annual General Meeting of Future Lifestyle Fashions Limited

The Fourth Annual General Meeting ("AGM") of the Members of Future Lifestyle Fashions Limited ("the Company") was convened on Monday, 29 August 2016 at 4:30 pm at Rangswar Hall, 4th Floor, Y. B. Chavan Centre, Gen. Jagannath Bhosale Marg, Mumbai - 400 021 and concluded at 5:30 pm.

Mr. Shailesh Haribhakti, Chairperson of the Board chaired the meeting. Since, the requisite quorum was present, the Chairperson called the meeting to order.

The Chairperson informed the meeting that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting. The following items of business, as per the Notice of the AGM were transacted at the meeting:

1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and Auditors thereon;
2. Declaration of a Dividend on Equity Shares;
3. Appointment of Mr. Rakesh Biyani, who retires by rotation and being eligible, offers himself for re-appointment;
4. Ratification of appointment of Auditors and fix their remuneration;
5. Appointment of Mr. Bijou Kurien as an Independent Director of the Company;
6. Appointment of Ms. Avni Biyani as a Director of the Company;
7. Re-appointment of Mr. Kishore Biyani as Managing Director of the Company;
8. Borrowing / raising funds by issue of debt instruments for an amount upto Rs.500 Crore.

Clarifications were provided to the queries raised by the members at the Meeting.

The Board of Directors had appointed Mr. Sanjay Dholakia, Practicing Company Secretary as the Scrutinizer to supervise the Remote e -voting and Polling process at the AGM. As per the scrutinizers report received by the Company, all the Resolutions as set out in the Notice of the said AGM have been passed by the Members with requisite majority.



Details of Voting Results

(Combined results of votes cast through Remote e-voting and poll at the AGM)

Date of the AGM	Fourth Annual General Meeting of the Company held on 29 August, 2016
Total number of shareholders on record date	22 August 2016 was cut-off date for reckoning the voting rights of the Shareholders. Total Number of Shareholders: 45338
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	15
Public:	114
No. of Shareholders attended the meeting through Video Conferencing	No Video Conferencing facility was provided
Promoters and Promoter Group:	
Public:	
Mode of voting:	Remote e-voting and poll at the AGM.

Resolution Required : (Ordinary)			1 - Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and 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	114314555	114314555	100.0000	114314555	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		114314555	100.0000	114314555	0	100.0000	0.0000
Public Institutions	E-Voting	37713437	8741806	23.1796	8741806	0	100.0000	0.0000
	Poll		15527950	41.1735	15527950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24269756	64.3531	24269756	0	100.0000	0.0000
Public Non Institutions	E-Voting	37796699	11109602	29.3930	11109599	3	100.0000	0.0000
	Poll		135258	0.3579	135258	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11244860	29.7509	11244857	3	100.0000	0.0000
Total		189824691	149829171	78.9303	149829168	3	100.0000	0.0000



Resolution Required : (Ordinary)			2 - Declaration of a Dividend on Equity Shares					
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	114314555	114314555	100.0000	114314555	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		114314555	100.0000	114314555	0	100.0000	0.0000
Public Institutions	E-Voting	37713437	8741806	23.1796	8741806	0	100.0000	0.0000
	Poll		15527950	41.1735	15527950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24269756	64.3531	24269756	0	100.0000	0.0000
Public Non Institutions	E-Voting	37796699	11109605	29.3931	11109602	3	100.0000	0.0000
	Poll		135258	0.3579	135258	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11244863	29.7510	11244860	3	100.0000	0.0000
Total		189824691	149829174	78.9303	149829171	3	100.0000	0.0000



Resolution Required : (Ordinary)			3 - Appointment of Mr. Rakesh Biyani, who retires by rotation and being eligible, offers himself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			Mr. Rakesh Biyani and his relatives as part of Promoters Group are deemed to be interested in the Agenda.					
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	114314555	114314555	100.0000	114314555	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		114314555	100.0000	114314555	0	100.0000	0.0000
Public Institutions	E-Voting	37713437	8741806	23.1796	8741806	0	100.0000	0.0000
	Poll		15527950	41.1735	15527950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24269756	64.3531	24269756	0	100.0000	0.0000
Public Non Institutions	E-Voting	37796699	11109605	29.3931	11109567	38	99.9997	0.0003
	Poll		135258	0.3579	135258	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11244863	29.7510	11244825	38	99.9997	0.0003
Total		189824691	149829174	78.9303	149829136	38	100.0000	0.0000



Resolution Required : (Ordinary)			4 - Ratification of appointment of Auditors and fix their remuneration					
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	114314555	114297785	99.9853	114297785	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		114297785	99.9853	114297785	0	100.0000	0.0000
Public Institutions	E-Voting	37713437	8741806	23.1796	8741806	0	100.0000	0.0000
	Poll		15527950	41.1735	15527950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24269756	64.3531	24269756	0	100.0000	0.0000
Public Non Institutions	E-Voting	37796699	11109605	29.3931	11109579	26	99.9998	0.0002
	Poll		135258	0.3579	135258	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11244863	29.7510	11244837	26	99.9998	0.0002
Total		189824691	149812404	78.9215	149812378	26	100.0000	0.0000



Resolution Required : (Ordinary)			5 - Appointment of Mr. Bijou Kurien 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	114314555	114314555	100.0000	114314555	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		114314555	100.0000	114314555	0	100.0000	0.0000
Public Institutions	E-Voting	37713437	8741806	23.1796	8741806	0	100.0000	0.0000
	Poll		15527950	41.1735	15527950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24269756	64.3531	24269756	0	100.0000	0.0000
Public Non Institutions	E-Voting	37796699	11109605	29.3931	11109591	14	99.9999	0.0001
	Poll		135258	0.3579	135258	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11244863	29.7510	11244849	14	99.9999	0.0001
Total		189824691	149829174	78.9303	149829160	14	100.0000	0.0000



Resolution Required : (Ordinary)			6 - Appointment of Ms. Avni Biyani as a Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			Ms. Avni Biyani and her relatives as part of Promoters Group are deemed to be interested in the Agenda.					
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	114314555	114314555	100.0000	114314555	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		114314555	100.0000	114314555	0	100.0000	0.0000
Public Institutions	E-Voting	37713437	8741806	23.1796	7326476	1415330	83.8096	16.1904
	Poll		15527950	41.1735	15527950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24269756	64.3531	22854426	1415330	94.1683	5.8317
Public Non Institutions	E-Voting	37796699	11109602	29.3930	11109564	38	99.9997	0.0003
	Poll		135258	0.3579	135258	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11244860	29.7509	11244822	38	99.9997	0.0003
Total		189824691	149829171	78.9303	148413803	1415368	99.0553	0.9447



Resolution Required : (Special)			7 - Re-appointment of Mr. Kishore Biyani as Managing Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			Mr. Kishore Biyani and his relatives as part of Promoters Group are deemed to be interested in the Agenda.					
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	114314555	114314555	100.0000	114314555	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		114314555	100.0000	114314555	0	100.0000	0.0000
Public Institutions	E-Voting	37713437	8741806	23.1796	8741806	0	100.0000	0.0000
	Poll		15527950	41.1735	15527950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24269756	64.3531	24269756	0	100.0000	0.0000
Public Non Institutions	E-Voting	37796699	11109602	29.3930	11109599	3	100.0000	0.0000
	Poll		135258	0.3579	135258	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11244860	29.7509	11244857	3	100.0000	0.0000
Total		189824691	149829171	78.9303	149829168	3	100.0000	0.0000



Resolution Required : (Special)			8 - Borrowing / raising funds by issue of debt instruments for an amount upto Rs.500 Crore					
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	114314555	114314555	100.0000	114314555	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		114314555	100.0000	114314555	0	100.0000	0.0000
Public Institutions	E-Voting	37713437	8741806	23.1796	8741806	0	100.0000	0.0000
	Poll		15527950	41.1735	15527950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		24269756	64.3531	24269756	0	100.0000	0.0000
Public Non Institutions	E-Voting	37796699	11109573	29.3930	11109528	45	99.9996	0.0004
	Poll		135258	0.3579	135239	19	99.9860	0.0140
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11244831	29.7509	11244767	64	99.9994	0.0006
Total		189824691	149829142	78.9303	149829078	64	100.0000	0.0000





213, Gr. Floor, Raghuleela Mall,
Behind Poinsur Bus Depot,
Kandivali (West), Mumbai - 400 067.

☎ : 2807 3233
98700 31365

E-mail : sanjayrd65@yahoo.com

Date: 30th August, 2016

SCRUTINIZER'S REPORT

To,
The Chairperson of
**Fourth Annual General Meeting (AGM) of the Members of
Future Lifestyle Fashions Limited**
held on Monday, 29th August, 2016 at 4.30 p.m. at
Rangswar, Fourth Floor, Y. B. Chavan Centre,
Gen. Jagannath Bhosale Marg, Mumbai - 400 021

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 26 May 2016, has appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-Voting process and polling process conducted at the AGM, for all the Resolutions as set out in the Notice of the AGM.
2. In compliance with the provisions of section 108 of the Companies Act, 2013 and 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided its Members the Remote e-voting facility as provided by National Securities Depository Limited (NSDL) for all the Resolutions as set out in the Notice of the said AGM.
3. Further, the facility for voting through Ballot Paper was also made available at the AGM for those Members / proxy holders who attended the AGM and have not cast their vote by Remote e-voting.
4. I submit my report as under:
 - 4.1 The Company has given the Ballot Paper to the Members who were present at the AGM held on Monday, the 29th August, 2016 at 4.30 p.m. at Rangswar, Fourth Floor, Y. B. Chavan Centre, Gen. Jagannath Bhosale Marg, Mumbai - 400 021.
 - 4.2 Particulars of all the Ballot Papers received from the Members and the votes cast by electronic mode have been entered in register maintained for the purpose.





SANJAY DHOLAKIA & ASSOCIATES


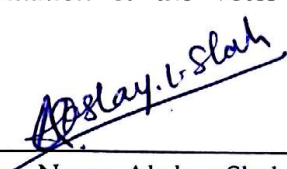
COMPANY SECRETARIES

B.COM. LL.B. F.C.S.

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- 4.3 The Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Ballot Papers.
- 4.4 The ballot box was opened in my presence.
- 4.5 The ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on 22nd August, 2016.
- 4.6 I did not find any defaced or mutilated Ballot Papers.
- 4.7 The Remote e-Voting period had commenced on Friday, 26th August, 2016 (9.00 a.m.) and ended on Sunday, 28th August, 2016 (5.00 p.m.).
- 4.8 I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 28th August, 2016 from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 29th August, 2016 at 5.40 p.m. (IST) in the presence of two witnesses, Mr. Chandan Jha and Mr. Akshay Shah who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- 
Name: Chandan Jha
- 
Name: Akshay Shah
- 4.9 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolutions, as set in the Notice of the AGM.
5. A summary of the combined voting results of the votes cast through Ballot Papers received and Remote e-voting is given as **Annexure 1**.
6. I have handed over the Ballot Papers and other related papers/ registers and records for the safe custody to the Chairperson who has been authorized by the Board to supervise the Ballot process.
7. On the basis of the scrutiny of the votes cast by Ballot Papers and through Remote e-voting, the Resolution no. 1 to Resolution no. 8 as set out in the Notice of the AGM have been passed by the Shareholders of the Company with the requisite majority.





SANJAY DHOLAKIA & ASSOCIATES

COMPANY SECRETARIES

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8. You may accordingly declare the aforesaid voting result of votes cast through Ballot Papers and Remote e-voting.

Thanking you,

For Sanjay Dholakia & Associates
Practising Company Secretary

Dholakia Sanjay

Sanjay Dholakia

Proprietor

Membership No. 2655 /CP No. 1798



Date : 30 August, 2016

Place : Mumbai

Annexure 1

RESOLUTION 1- ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	84	134165960	55	15663208	139	149829168	100.00%
Against the Resolution	1	3	0	0	1	3	0.00%
Invalid votes	0	0	3	270			

RESOLUTION 2 - DECLARATION OF A DIVIDEND ON EQUITY SHARES

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	85	134165963	55	15663208	140	149829171	100.00%
Against the Resolution	1	3	0	0	1	3	0.00%
Invalid votes	0	0	3	270			



RESOLUTION 3 – RE-APPOINTMENT OF MR. RAKESH BIYANI (DIN: 00005806) AS A DIRECTOR OF THE COMPANY

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	82	134165928	55	15663208	137	149829136	100.00%
Against the Resolution	4	38	0	0	4	38	0.00%
Invalid votes	0	0	3	270			

RESOLUTION 4 - RATIFICATION OF APPOINTMENT OF M/S. NGS & CO. LLP, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS AND FIX THEIR REMUNERATION

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	82	134149170	55	15663208	137	149812378	100.00%
Against the Resolution	3	26	0	0	3	26	0.00%
Invalid votes	0	0	3	270			



RESOLUTION 5 - APPOINTMENT OF MR. BIJOU KURIEN (DIN 01802995) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
Voted in favour of the Resolution	83	134165952	55	15663208	138	149829160	100.00%
Voted against the Resolution	3	14	0	0	3	14	0.00%
Invalid votes	0	0	3	270			

RESOLUTION 6 - APPOINTMENT OF MS. AVNI BIYANI (DIN 02177900) AS A DIRECTOR OF THE COMPANY

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	78	132750595	55	15663208	133	148413803	99.06%
Against the Resolution	7	1415368	0	0	7	1415368	0.94%
Invalid votes	0	0	3	270			

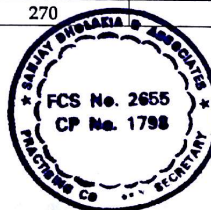


RESOLUTION 7 - RE-APPOINTMENT OF MR. KISHORE BIYANI (DIN 00005740) AS A MANAGING DIRECTOR OF THE COMPANY

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	84	134165960	55	15663208	139	149829168	100.00%
Against the Resolution	1	3	0	0	1	3	0.00%
Invalid votes	0	0	3	270			

RESOLUTION 8 - BORROWING / RAISING FUNDS BY ISSUE OF DEBT INSTRUMENTS

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	81	134165889	54	15663189	135	149829078	100.00%
Against the Resolution	4	45	1	19	5	64	0.00%
Invalid votes	0	0	3	270			



For Sanjay Dholakia & Associates

Dholakia Sanjay
(SANJAY R. DHOLAKIA)
Practising Company Secretary
Proprietor