

BSE/NSE/PBR/2016-17

March 14, 2017

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

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

Re: Scrip Code: 523574 / 570002

Re: Scrip Symbol: FEL / FELDVR

Re: BSE Debt Scrip Codes: 947649-9020-9039 / 952008-9-10-45-46-53-54-74-75-89-90-97-98 / 952715-717-718-721-879-880-881-882-883 / 954326-28-30-34-35-40-43-955100-101-140-141-371-373-454-456-749-750

Sub: Result of Postal Ballot and Disclosure in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

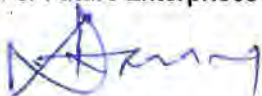
- a) Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, consent of the Shareholders of the Company was sought by postal ballot for Issue of Securities on Private Placement basis.
- b) Mr. Virendra Bhatt, Practicing Company Secretary was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
- c) The last date for casting votes electronically through e-voting and for receipt of the physical postal ballot form(s) from the Members was Sunday, 12th March, 2017.
- d) The Scrutinizer has submitted his report for the postal ballot, result whereof is announced today, i.e. Monday, 14th March, 2017.
- e) In terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), please find enclosed herewith details of voting result for the postal ballot. The Report submitted by the Scrutinizer for e-voting and voting done through physical postal ballot form is also enclosed herewith.

Pursuant to the aforesaid, the Special Resolution for Issue of Securities on Private Placement basis have been approved by the Members of the Company with requisite majority, subject to such compliances as may be required.

Kindly also consider this as disclosure in terms of the provisions of Regulation 30 of the SEBI Regulations.

Thanking you,

Yours faithfully,
For Future Enterprises Limited



Deepak Tanna
Company Secretary

Encl.: As above



Details of Voting Result in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Resolution Required : (Special)			Issue of Securities on Private Placement basis					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Mode of Voting			E-Voting and Postal Ballot					
Promoter / Public	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
	No. of Voting Rights held							
	1		2	#(3) = [(2)/(1)] * 100	4	5	(6) = [(4)/(2)] * 100	(7) = [(5)/(2)] * 100
Promoter and Promoter Group	Shares	23,01,15,436	22,30,13,043	100.00	22,30,13,043	0	100.00	0.00
	Voting Rights	22,30,13,043						
Public Institutional holders	Shares	3,79,12,237	99,35,447	26.22	99,35,447	0	100.00	0.00
	Voting Rights	3,78,82,082						
Public Others	Shares	20,45,30,725	1,39,46,049	6.91	1,38,92,353	53,696	99.61	0.39
	Voting Rights	20,18,19,603						
Total	Shares	47,25,58,398						
	Voting Rights	46,27,14,728	24,68,94,539	53.36	24,68,40,843	53,696	99.98	0.02

since the shares includes differential voting rights shares, percentages of votes polled have been derived on the voting rights polled to voting rights held.



Virendra Bhatt

Company Secretary

Office :

602, Tardeo Airconditioned Market,
Tardeo Main Road, Tardeo,
Mumbai-400 034.

Tel. : 2351 4867 / 2351 2412

Mobile : 98200 48670

e-mail : bhattvirendra1945@yahoo.co.in

Date: 14th March, 2017

To,

Future Enterprises Limited

Knowledge House, Shyam Nagar,
Off. Jogeshwari-Vikhroli Link Road,
Jogeshwari (E), Mumbai - 400060

The Board of Directors of Future Enterprises Limited (hereinafter referred to as the "Company") at its meeting held on 2nd February, 2017 has appointed me as the Scrutinizer for the Postal Ballot/Remote Electronic Voting (e-voting) pursuant to Section 108 & 110 of the Companies Act, 2013 (the "Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and other applicable provisions, if any and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), for the Resolution(s) in respect of the matter(s) as set out in the Postal Ballot Notice proposed to be transacted by way of postal ballot / e-voting ("Postal Ballot").

Report on Scrutiny

- The Company has appointed National Securities Depositories Limited (NSDL) as the service provider, for the purpose of extending the facility of remote e-voting to the Members of the Company through their website www.evoting.nsdl.com.
- Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.
- The cut-off date for determining members for the dispatch of the Notice of the postal ballot was 3rd February, 2017 (Physical & E-mail) and as on that date, there were 61203 members of the Company. The Company had sent the Postal Ballot Notice along with postal ballot form and e-voting details by E-mail to 47300 members whose E-mail ID was registered with the Company/RTA. In respect of 13903 member's cases, the Company had sent the notice of the postal ballot, postal ballot form along with self-addressed pre-paid postage in physical form by speed post.
- The Company completed the dispatch of the postal ballot notices in physical form & E-mail to the members on 9th February, 2017.
- The notices sent (both through e-mail and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
- The cut-off date for the purposes of identifying the members who will be entitled to vote on the resolutions placed for approval of the members was 3rd February, 2017.



- The remote e-voting facility was kept open from 10th February, 2017 (9:00 a.m.) to 12th March, 2017 (5:00 p.m.).
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement in 'Free Press Journal' Newspaper, in English language having country-wide circulation and in 'Nav Shakti', in Marathi language all dated 10th February, 2017. The notice published in the Newspaper carried the required information as specified in sub-rule 4 (v) (a) to (h) of the said Rule 20.
- The votes were unblocked 12th March, 2017 after 5.00 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company.
- All postal ballot forms received up to Sunday, 12th March, 2017, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. All votes cast on NSDL remote e-voting platform up to 5.00 p.m. on 12th March, 2017 were considered for my scrutiny.
- The postal ballot forms which are incomplete and/or which are otherwise found defective have been treated as invalid and kept separately.
- Envelopes containing postal ballot forms returned undelivered were also not opened and they are separately kept.
- Thereafter considering votes through remote e-voting and votes cast through postal ballot forms, the combined result of the voting is given below:

Details	Remote E-voting		Postal Ballot		Total voting	
	Equity	Class B (Series 1) Shares	Equity	Class B (Series 1) Shares	Equity	Class B (Series 1) Shares
Number of member who cast their votes	399	58	285	103	684	161
Total number of shares held by them	24,67,36,360	32,026	1,13,986	16,826	24,68,50,346	48,852
Valid votes	As per details provided in the Resolution mentioned hereunder.					
Invalid votes	Various as mentioned under Resolution					

Note: Computation of votes have made after including both the class of shares i.e., each Equity share has 1 vote and every 4 Class B (Series 1) shares have 3 votes.



Item no. 1 of the Notice (As a Special Resolution)

Issue of securities on Private Placement Basis

(Equity Shares and Class B (Series 1) Shares)

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
Remote E-Voting	24,67,68,386	10	24,67,68,376	24,67,36,350	---	32,026	---
Physical Voting	1,30,812	4649	1,26,163	1,04,493	---	21,670	---
Total	24,68,99,198	4659	24,68,94,539	24,68,40,843	99.98	53,696	0.02

Table showing Bifurcations of Promoters, Financial Institutions and Others - As per Annexure

A

The resolution mentioned in the notice as per the details given above stand passed under remote e-voting and voting conducted by postal ballot with the requisite majority and hence deemed to be passed.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through remote e-voting and voting conducted by postal ballot by the members of the Company. The postal ballot papers and all other relevant records relating to remote e-voting and physical voting is under my safe custody and will be handed to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully


Virendra Bhatt
ACS-1157
COP-124

Date: 14th March, 2017

Place: Mumbai

Future Enterprises Limited

Resolution Required : (Special)		1 – Issue of securities on Private Placement Basis						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Mode of Voting		E-Voting and Postal Ballot						
Category	No of shares held No. of Voting Rights Held		No. of votes polled	% of Votes Polled on outsta nding shares	No. of Votes – in favour	No. of Votes – Agains t	% of Votes in favour on votes polled	% of Votes against on votes polled
	[1]							
Promoter and Promoter Group	Shares	23,01,15,436	22,30,13,043	100	22,30,13,043	0	100	0
	Voting Rights	22,30,13,043						
Public Institutions	Shares	3,79,12,237	99,35,447	26.22	99,35,447	0	100	0
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Public Non Institutions	Shares	20,45,30,725	1,39,46,049	6.91	1,38,92,353	53,696	99.61	0.39
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Total	Shares	47,25,58,398	24,68,94,539	53.36	24,68,40,843	53,696	99.98	0.02
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