

### Details of Voting Results

(Combined results of votes cast by Remote E-voting as provided by NSDL and the polling process at the EGM)

Date of the EGM	<b>Extraordinary General Meeting (EGM) of the Company held on 14 June 2018</b>
Total number of Shareholders on record date	<b>7 June 2018 was cut-off date for reckoning the voting rights of the Shareholders.</b> <b>Total Number of Shareholders: 39,542</b>
No. of Shareholders present in the EGM either in person or through proxy:  Promoters and Promoter Group:  Public:	  <b>14</b>  <b>93</b>
No. of Shareholders attended the EGM through Video Conferencing  Promoters and Promoter Group:  Public:	<b>No Video Conferencing facility was provided</b>
Mode of voting:	<b>Remote e-voting and poll at the EGM.</b>



**Resolution No: 1**

Resolution Required : (Special)			Increase of the aggregate limit for Registered Foreign Portfolio Investors ("RFPIs") and Foreign Institutional Investors ("FIIs") investment in the Equity Share Capital						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	104048171	104048171	100.0000	104048171	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>104048171</b>	<b>100.0000</b>	<b>104048171</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	55768390	34894681	62.5707	34894681	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>34894681</b>	<b>62.5707</b>	<b>34894681</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	30834003	18277071	59.2757	18277001	70	99.9996	0.0004	0
	Poll		512447	1.6620	512414	33	99.9936	0.0064	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>18789518</b>	<b>60.9377</b>	<b>18789415</b>	<b>103</b>	<b>99.9995</b>	<b>0.0005</b>	<b>0</b>
<b>Total</b>		<b>190650564</b>	<b>157732370</b>	<b>82.7338</b>	<b>157732267</b>	<b>103</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0</b>



**Resolution No: 2**

Resolution Required : (Special)			Issue of Equity Shares on a Preferential Basis						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	104048171	104048171	100.0000	104048171	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>104048171</b>	<b>100.0000</b>	<b>104048171</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	55768390	34894681	62.5707	34894681	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>34894681</b>	<b>62.5707</b>	<b>34894681</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	30834003	18277238	59.2762	18276296	942	99.9948	0.0052	0
	Poll		512125	1.6609	512092	33	99.9936	0.0064	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>18789363</b>	<b>60.9371</b>	<b>18788388</b>	<b>975</b>	<b>99.9948</b>	<b>0.0052</b>	<b>0</b>
<b>Total</b>		<b>190650564</b>	<b>157732215</b>	<b>82.7337</b>	<b>157731240</b>	<b>975</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>

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# **SANJAY DHOLAKIA & ASSOCIATES**

BCOM LLB FCS

## **COMPANY SECRETARIES**

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.

☎ : 2807 3233 / 62363233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

### **SCRUTINIZER'S REPORT**

To,  
The Chairperson of  
Extraordinary General Meeting (EGM) of the Members of  
**Future Lifestyle Fashions Limited** held on  
Thursday, 14<sup>th</sup> June, 2018 at 10:00 a.m.  
At Rangaswar, Fourth Floor, Y. B. Chavan Centre,  
Gen. Jagannath Bhosale Marg, Mumbai - 400021.

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 18 May, 2018, has appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-Voting process and polling process conducted at the EGM, for the Resolution as set out in the Notice of the EGM.
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 the Resolutions as set out in the Notice of the said EGM.
3. Further, the facility for voting through Ballot Paper was also made available at the EGM for those Members / proxy holders who attended the EGM 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 EGM held on Thursday, 14<sup>th</sup> June, 2018 at 10.00 a.m. at Rangaswar, Fourth Floor, Y. B. Chavan Centre, Gen. Jagannath Bhosale Marg, Mumbai- 400021.
  - 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.
  - 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.







# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS


## COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.

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- 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 7<sup>th</sup> June, 2018.
- 4.6 I did not find any defaced or mutilated Ballot Papers.
- 4.7 The Remote e-Voting period had commenced on Monday, 11<sup>th</sup> June, 2018 (9.00 a.m.) and ended on Wednesday, 13<sup>th</sup> June, 2018 (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 13<sup>th</sup> June, 2018 from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 14<sup>th</sup> June, 2018 at 10.35 a.m. in the presence of two witnesses, Mrs. Urvi Shah 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.

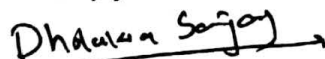
  
Name: Urvi Shah

  
Name: Akshay Shah

- 4.9 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution, as set in the Notice of the EGM.
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 Resolutions as set out in the Notice of the EGM have been passed by the Shareholders of the Company with the requisite majority.
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



Sanjay Dholakia  
Practising Company Secretary  
Proprietor  
Membership No. 2655 CP No. 1798  
Date: 14<sup>th</sup> June, 2018  
Place: Mumbai



**Annexure 1**

**RESOLUTION 1:** To increase the aggregate limit for Registered Foreign Portfolio Investors ("RFPs") and Foreign Institutional Investors ("FIIs") investment in the Equity Share Capital (as a Special Resolution)

Particulars	Remote E-voting		Polling at the EGM		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	150	157219853	62	512414	212	157732267	100.00
Against the Resolution	5	70	1	33	6	103	0.00

Invalid votes	0	0	3	134
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**RESOLUTION 2:** To issue Equity Shares on a preferential basis (as a Special Resolution)

Particulars	Remote E-voting		Polling at the EGM		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	147	157219148	60	512092	207	157731240	100.00
Against the Resolution	9	942	1	33	10	975	0.00

Invalid votes	0	0	3	134
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