

29th August, 2017

To, BSE Limited PhirozeJeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001

Scrip Code: 523574 / 570002

To, National Stock Exchange of India Limited ExchangePlaza, BandraKurla Complex, Bandra (East), Mumbai - 400 051

Re.: NSE Symbol - FEL / FEL DVR

Re: BSE Debt Scrip Codes: 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 / 955100-101-140-141-371-373-454-456-749-750-957-958 / 956012-13 / 956243-268-69 / 956310-11

Dear Sir / Madam,

Sub.: Proceedings of Annual General Meeting.

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 29th Annual General Meeting of the Company held on Tuesday, 29th August, 2017 at 02.30 pm at Rangaswar Hall, 4th Floor, Y. B. Chavan Centre, Gen. Jagannath Bhosale Marg, Mumbai - 400 021 ("AGM").

Further, in terms of Regulation 44(3) of the SEBI Regulations, please find enclosed herewith details of voting results in respect of the matters transacted at the said AGM.

Report submitted by the Scrutinizer, Mr. Virendra Bhatt, Practicing Company Secretary, for E-voting and voting done through physical ballot paper at the AGM is also enclosed herewith.

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

Thanking you,

Yours faithfully,

For Future Enterprises Limited

Deepak Tanna Company Secretary



Summary of the proceedings of the 29th Annual General Meeting

The 29th Annual General Meeting ("AGM") of the Members of Future Enterprises Limited ("the Company") was convened on Tuesday, 29th August, 2017 at 02:30 pm at Rangaswar Hall, 4th Floor, Y. B. Chavan Centre, Gen. Jagannath Bhosale Marg, Mumbai - 400 021 and concluded at 03:30 pm.

- Mr. Kishore Biyani, Vice Chairman of the Company chaired the Annual General Meeting. The businesses to be transacted at the Meeting were taken up as the requisite quorum was present 128 Members were present in person or through proxy at the Meeting. Requisite quorum was present throughout the Meeting. For the business listed at serial no. 3, to 7 Mr. Dinesh Maheshwari has occupied the Chair, as same were pertaining to appointment of Mr. Vijay Biyani, as Director, revision and re-appointment of Mr. Vijay Biyani as Managing Director and related party transaction(s).
- The Chairman for the Meeting took up the items of Ordinary Business and Special Business before the Meeting, as listed under Serial Nos. 1 to 7 below. He gave the Members an opportunity to ask questions or seek clarifications on the Agenda items and thereafter, Mr. Kishore Biyani responded to the queries of the Members.
- Facility for casting votes by remote e-voting was provided to Members from 9.00 am on 26th August, 2017 to 5.00 pm on 28th August, 2017. Facility for voting was also provided at the Meeting through physical ballot paper.

The following items as set out in the Notice convening 29th AGM were transacted at the Meeting:

Sr. No.	Details of the Items	Resolution required (Ordinary / Special)
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and Auditors thereon;	Ordinary
2	To declare dividend	Ordinary
3	To appoint Mr. Vijay Biyani as a Director, who retires by rotation and being eligible offers himself fo re-appointment;	Ordinary
4	To appointment of Statutory Auditors and fix their remuneration;	Ordinary
5	Approval of revision in remuneration of Mr. Vijay Biyani as Managing Director;	Special
6	Re-appointment and payment of remuneration of Mr. Vijay Biyani as Managing Director of the Company;	Special
7	Approval for entering into Related Party Transaction.	Ordinary

The Chairman authorised the Company Secretary to carry out the process of voting at the AGM through Ballot Polling Paper.

The Chairman thanked the Members for attending and participating in the Meeting. All the Resolutions as contained in the Notice calling the said AGM were passed by the Members with the requisite majority.





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

Date of the Annual General Meeting	29th August,2017
Total number of shareholders on record date	53958 (as on 22nd August, 2017)
No. of shareholders present in the meeting either	er in person or through proxy
Promoters and Promoter Group	28
Public	100
Total	128
No. of Shareholders attended the meeting throu	gh Video Conferencing
Promoters and Promoter Group	None
Public	None
Total	

Mode of voting: E-voting and voting done through ballot paper at the AGM

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2017 together with the reports of Directors' and Auditors thereon.							
Whether progroup are in / resolution	nterested in	moter the agenda	NO .						
Category	Mode of Voting	And the second second	No. of votes polled	% of Votes Polled on outstandi ng 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	E-Voting		223110826	96,9120	223110826	.0	100.0000	0.0000	
and	Poll	230219979	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Total		223110826	96.9120	223110826	0	100.0000	0.0000	
	E-Voting		11806690	51.3575	11806690	0	100.0000	0.0000	
Public Institutions	Poll	22989227	0	0.0000	0	.0	0.0000	0.0000	
	Total		11806690	51.3575	11806690	0	100.0000	0.0000	
Public Non Institutions	E-Voting		61555773	28.0276	61555773	0	100.0000	0.0000	
	Poll	219625309	43790798	19.9389	43790713	85	99.9998	0.0002	
msututions	Total		105346571	47.9665	105346486	85	99.9999	0.0001	
Total		472834515	340264087	71.9626	340264002	85	99.9999	0.0001	





Resolution	Required:	(Ordinary)	2 - To decla	re dividend.				
Whether progroup are in / resolution	nterested in	omoter the agenda	NO					
Category	Mode of Voting	No. of shares held	111-20-22 (00.11	% of Votes Polled on outstandi ng shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
		[1]		#[3]={[2]/ [1]}*100	[4]	[5]		
Promoter	E-Voting		223110826	96.9120	223110826	0	100.0000	0.0000
and Promoter	Poll	230219979	0	0.0000	0	0	0.0000	0.0000
Group	Total		223110826	96.9120	223110826	0	100.0000	0.0000
Double	E-Voting		11871756	51.6405	11871756	0	100.0000	0.0000
Public Institutions	Poll	22989227	0	0.0000	0	0	0.0000	0.0000
montunons	Total		11871756	51.6405	11871756	0	100.0000	0.0000
Public Non Institutions	E-Voting		61555773	28.0276	61555773	0	100.0000	0.0000
	Poll	219625309	43790798	19.9389	43790793	5	100.0000	0.0000
moditations	Total		105346571	47.9665	105346566	5	100.0000	0.0000
Total		472834515	340329153	71.9764	340329148	5	100.0000	0.0000





Resolution Required : (Ordinary)		3 - To appoint a Director in place of Mr. Vijay Biyani, who retires by rotation and being eligible offers himself for re-appointment							
Whether progroup are in agenda/reso	iterested in		NO						
Category Mode of Voting	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100	
				#[3]={[2]/ [1]}*100	[4]	[5]			
Promoter	E-Voting		223110826	96.9120	223110826	0	100.0000	0.0000	
and	Poll	230219979	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Total		223110826	96.9120	223110826	0	100.0000	0.0000	
	E-Voting		11871756	51.6405	11801354	70402	99.4070	0.5930	
Public Institutions	Poll	22989227	, 0	0.0000	0	0	0.0000	0.0000	
IIISULUUOIIS	Total		11871756	51.6405	11801354	70402	99.4070	0.5930	
Dublic Ne -	E-Voting		61555673	28.0276	61552659	3014	99.9951	0.0049	
Public Non Institutions	Poll	219625309	43790798	19.9389	43790792	6	100.0000	0.0000	
matitutions	Total		105346471	47.9665	105343451	3020	99.9971	0.0029	
Total		472834515	340329053	71.9764	340255631	73422	99.9784	0.0216	





Resolution Required : (Ordinary)		4 - To appoint DMKH & Co. Chartered Accountants, as the Statutory Auditors and fix their remuneration.							
Whether progroup are in / resolution	nterested in	omoter the agenda	NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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	E-Voting		223110826	96.9120	223110826	0	100.0000	0.0000	
and	Poll	230219979	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Total	- Date source children	223110826	96.9120	223110826	0	100.0000	0.0000	
	E-Voting		11871756	51.6405	11871756	0	100.0000	0.0000	
Public	Poll	22989227	0	0.0000	0	0	0.0000	0.0000	
Institutions	Total		11871756	51.6405	11871756	0	100.0000	0.0000	
Public Non Institutions	E-Voting		61555223	28.0274	61554883	340	99.9994	0.0006	
	Poll	219625309	43790798	19.9389	43790654	144	99.9997	0.0003	
11131111111111111	Total		105346021	47.9662	105345537	484	99.9995	0.0005	
Total		472834515	340328603	71.9763	340328119	484	99.9999	0.0001	





Resolution	Required :	(Special)	5 – Approval of revision in remuneration to Mr. Vijay Biyani as Managing Director of the Company							
Whether promoter / promoter group are interested in the agenda / resolution?		NO								
	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares #[3]={[2]/ [1]}*100	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100		
		[1]			[4]	[5]				
Promoter	E-Voting		220110826	95.6089	220110826	0	100.0000	0.0000		
and	Poll	230219979	0	0.0000	0	0	0.0000	0.0000		
Promoter Group	Total		220110826	95.6089	220110826	0	100.0000	0.0000		
~~~	E-Voting		11871756	51.6405	11871756	0	100,0000	0.0000		
Public Institutions	Poll	22989227	· 0	0.0000	0	0	0.0000	0.0000		
	Total		11871756	51.6405	11871756	0	100.0000	0.0000		
Public Non Institutions	E-Voting		61555502	28.0275	61548605	6897	99.9888	0.0112		
	Poll	219625309	43790798	19.9389	43790792	6	100,0000	0.0000		
matitutions	Total		105346300	47.9664	105339397	6903	99.9934	0.0066		
Total		472834515	337328882	71.3418	337321979	6903	99.9980	0.0020		





Resolution Required : (Special)		6 - To consider re-appointment and payment of Mr. Vijay Biyani as Managing Director of the Company							
Whether promoter / promoter group are interested in the agenda / resolution?		NO							
Category Mode of Voting	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled [6]={[4]/[ 2])*100	% of Votes against on votes polled [7]={[5]/[ 2]}*100	
				#[3]={[2]/ [1]}*100	[4]	[5]			
Promoter	E-Voting		223110826	96.9120	223110826	0	100.0000	0.0000	
and	Poll	230219979	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Total		223110826	96.9120	223110826	0	100.0000	0.0000	
	E-Voting		11871756	51.6405	11871756	0	100.0000	0.0000	
Public Institutions	Poll	22989227	. 0	0.0000	0	0	0.0000	0.0000	
	Total		11871756	51.6405	11871756	0	100.0000	0.0000	
Public Non Institutions	E-Voting	219625309	61555637	28.0276	61551488	4149	99.9933	0.0067	
	Poll		43790798	19.9389	43790740	58	99.9999	0.0001	
matitutions	Total		105346435	47.9664	105342228	4207	99.9960	0.0040	
Total		472834515	340329017	71.9763	340324810	4207	99.9988	0.0012	





Resolution	Required:	(Ordinary)	7 - To consi	der and appr	ove Related P	arty Trans	action		
Whether promoter / promoter group are interested in the agenda / resolution?		YES							
Category	Mode of Voting	No. of shares held	s votes	% of Votes Polled on outstandi ng shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled [7]={[5]/[ 2]}*100	
		[1]		#[3]={[2]/ [1]}*100	[4]	[5]	[6]={[4]/[ 2]}*100		
Promoter	E-Voting		0	0.0000	0	0	0.0000	0.0000	
and	Poll	230219979	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Total		0	0.0000	0	0	0.0000	0.0000	
5 10	E-Voting		11871756	51.6405	10133287	1738469	85.3563	14.6437	
Public	Poll	22989227	0	0.0000	0	0	0.0000	0.0000	
Institutions	Total		11871756	51.6405	10133287	1738469	85.3563	14.6437	
Dublis No	E-Voting		61555657	28.0276	61550079	5578	99.9909	0.0091	
Public Non Institutions	Poll	219625309	43790798	19.9389	43790713	85	99.9998	0.0002	
moututions	Total		105346455	47.9664	105340792	5663	99.9946	0.0054	
	Total	472834515	117218211	24.7905	115474079	1744132	98.5121	1.4879	

[#] since the shares includes differential voting rights shares, percentages of votes casted have been derived on the voting rights held.

For Future Enterprises Limited

Deepak Tanna Company Secretary

# 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

To,
The Chairman
FUTURE ENTERPRISES LIMITED
(f/k/a Future Retail Limited)

29th Annual General Meeting of the members of **FUTURE ENTERPRISES LIMITED** (CIN: L52399MH1987PLC044954) held at Rangswar, Fourth Floor, Y. B. Chavan Centre, Gen. Jagannath Bhosale Marg, Mumbai 400 021 on Tuesday, 29th August, 2017 at 2.30 pm.

Sub: Passing of the Resolution(s) through remote e-voting and Ballot papers pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors of Future Enterprises Limited (hereinafter referred to as the "Company") at its meeting held on 19th May, 2017 has appointed me as the Scrutinizer for the remote e-voting process as well as to scrutinize the voting through Ballot papers received from the members at the venue of the Annual General Meeting pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended and in accordance with the Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

## Report on Scrutiny:

- The company has appointed National Securities Depository Limited (NSDL) as the service provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company.
- M/s Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.
- NSDL had provided a system for recording the votes of the Members electronically on all items of the business (both Ordinary and Special business) sought to be transacted in the 29th Annual General Meeting of the company, which was held on Tuesday, 29th August, 2017.
- NSDL had set up electronic voting facility on their website, <u>hups.//www.evoting.nsdl.com</u>. The Company has uploaded all the items of the
   business to be transacted at the Annual General Meeting on the website of the

Company and also on NSDL website to facilitate their members to cast their vote through Remote E-Voting.

- The Cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting was 21st July, 2017 (Physical &E-mail) and as on that date, there were 54,835 members of the Company. The Company had sent the notices of the Annual General Meeting along with Annual Report 2016-17 and E-voting process by E-mail to 41,812 members out of whom transmission of 427 E-mail had bounced back and hence the same were sent to them through courier. In respect of 13,023 members, E-mail IDs were not available, the Annual Report 2016-17 and Notices were sent by speed post. Please note that for 25 cases, the Company had sent the Notice along with Annual Report both by E-mail and physical form as per the requisition of members.
- The Company completed the dispatch of the Notices and Annual Reports in physical form & Email to the members on 4th August, 2017.
- The Notices sent (both through email 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.
- 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 22nd August, 2017.
- As prescribed in the aforesaid Rules, the Remote e-voting facility was kept open for three days from Saturday, 26th August, 2017 at 09:00 a.m. (IST) to Monday, 28th August, 2017 till 5:00 p.m. (IST).
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an
  advertisement, which was published more than 21 days before the date of the AGM in
  English language in 'Free Press Journal'newspapers dated 6th August, 2017having
  country-wide circulation and in_ Marathi language in 'Nav Shakti' newspaper
  dated6th August, 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 of the
  Companies (Management and Administration) Rules, 2014.
- At the venue of the 29th Annual General Meeting of the Company held on 29th
  August, 2017, the facility to vote through Ballot paper was made available to facilitate
  those members present in the meeting but could not participate in the Remote e-voting
  to cast their votes.
- On 29th August, 2017, after counting of the votes conducted at the venue of the Annual General Meeting through Ballot paper, the votes cast through Remotes evoting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Vishwas Salvi and Ms. Radhika Patil who acted as the witnesses, as prescribed in subrule 4(xii) of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.

- After the voting at the Annual General Meeting was concluded, the locked ballot box
  was subsequently opened in the presence of two persons as witnesses, as mentioned
  above, and Ballot papers were diligently scrutinized. The Ballot papers, which were
  incomplete and/or which were otherwise found defective have been treated as invalid
  and kept separately.
- Thereafter, I as a Scrutinizer, duly compiled the details of Remote e-voting and the facility of voting through Ballot papers provided at the venue of the Annual General Meeting the details of which are as follows:

Details		Remote E-voting	Voting through polling paper at Annual General Meeting	Total voting			
Number of	Equity	136	65	201			
member who	Class B	35	18	53			
cast their votes	Total	171	83	254			
Total	Equity	275179940	43755733	318935673			
number of	Class B	21358415	35065	21393480			
shares held by them	Total	296538355	296538355 43790798				
Valid votes		As per details primentioned hereunde	ovided in each one of tor.	the Resolution(s)			
Invalid votes/Not Voted		*Various as mentioned under each Resolution					

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting or Physical Voting

## 1. Item no. 1 of the Notice (As an Ordinary Resolution)

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 together with the reports of the Board of Directors and of Auditors thereon

## (Equity Shares And Class B (Series 1) Shares)

Manner of Voting	Votes in f	avour of the	Votes resolu	against the	Total Votes	
	Nos.	Percentage	Nos.	Percentage	Nos.	
Remote E-Voting	296473289	-	0	-	296473289	
Physical Voting	43790713	-	85	-	43790798	
TOTAL	340264002	99.99	85	0.01	340264087	

^{*} Invalid votes/Not Voted - 65066

Table Showing Bifurcations of Promoters, Financial Institutions and Others ( for Equity Shares and Class B (Series 1) Shares) is as per Annexure-A.

# 2. Item no. 2 of the Notice (As an Ordinary Resolution)

To declare dividend

# (Equity Shares And Class B (Series 1) Shares)

Manner of Voting	Votes in fa	vour of the	Votes resoluti		Total Votes	
	Nos.	Percentage	Nos.	Percentage	Nos.	
Remote E-Voting	296538355		0		296538355	
Physical Voting	43790793	-	5	-	43790798	
TOTAL	340329148	100	5	0	340329153	

^{*} Invalid votes/Not Voted - Nil

Table Showing Bifurcations of Promoters, Financial Institutions and Others (for Equity Shares and Class B (Series 1) Shares) is as per Annexure-B.

## 3. Item no. 3 of the Notice (As an Ordinary Resolution)

To appoint a Director in place of Mr. Vijay Biyani, (DIN: 00005827) who retires by rotation and being eligible offers himself for re-appointment

# (Equity Shares And Class B (Series 1) Shares)

Manner of Voting	Votes in fa resolution	vour of the	Votes resolution	against the	Total Votes
	Nos.	Percentage	Nos.	Percentage	Nos.
Remote E-Voting	296464839	-	73416	-	296538255
Physical Voting	43790792	-	6	-	43790798
TOTAL	340255631	99.97	73422	0.03	340329053

^{*} Invalid votes/Not Voted - 100

Table Showing Bifurcations of Promoters, Financial Institutions and Others (for Equity Shares and Class B (Series 1) Shares) is as per Annexure- C.

## 4. Item no. 4 of the Notice (As an Ordinary Resolution)

To appoint the Statutory Auditors and to fix their remuneration

## (Equity Shares And Class B (Series 1) Shares)

Manner of Voting	Votes in fa	vour of the	Votes resolut	0	Total Votes
	Nos.	Percentage	Nos.	Percentage	Nos.
Remote E-Voting	296537465	-	340		296537805
Physical Voting	43790654	-	144		43790798
TOTAL	340328119	99.99	484	0.01	340328603

^{*} Invalid votes/Not Voted - 550

Table Showing Bifurcations of Promoters, Financial Institutions and Others (for Equity Shares and Class B (Series 1) Shares) is as per Annexure-D.

## SPECIAL BUSINESS

## 5. Item no. 5 of the Notice (As a Special Resolution)

Approval of revision in revision in remuneration of Mr. Vijay Biyani as Managing Director

## (Equity Shares And Class B (Series 1) Shares)

Manner of Voting	Votes in fa resolution	vour of the	Votes resolution	0	Total Votes
	Nos.	Percentage	Nos.	Percentage	Nos.
Remote E-Voting	293531187		6897	-	293538084
Physical Voting	43790792	æ	6		43790798
TOTAL	337321979	99.99	6903	0.01	337328882

## * Invalid votes/Not Voted - 3000271

Table Showing Bifurcations of Promoters, Financial Institutions and Others (for Equity Shares and Class B (Series 1) Shares) is as per Annexure-E.

## 6. Item no. 6 of the Notice (As a Special Resolution)

Re-appointment of and payment of remuneration to Mr. Vijay Biyani as Managing Director of the Company

## (Equity Shares And Class B (Series 1) Shares)

Manner of Voting	Votes in fa resolution	vour of the	Votes resolution	against the	Total Votes
	Nos.	Percentage	Nos.	Percentage	Nos.
Remote E-Voting	296534070		4149	( <del>-</del>	296538219
Physical Voting	43790740	-	58	G- 17	43790798
TOTAL	340324810	99.99	4207	0.01	340329017

^{*} Invalid votes/Not Voted - 136

Table Showing Bifurcations of Promoters, Financial Institutions and Others (for Equity Shares and Class B (Series 1) Shares) is as per Annexure-F.

## 7. Item no. 7 of the Notice (As a Ordinary Resolution)

Approval for entering into Related Party Transaction(s)

# (Equity Shares And Class B (Series 1) Shares)

Manner of Voting	Votes in fa	wour of the	Votes a		Total Votes
	Nos.	Percentage	Nos.	Percentage	Nos.
Remote E-Voting	71683366	-	1744047		73427413
Physical Voting	43790713	-	85	/-	43790798
TOTAL	115474079	98.51	1744132	1.49	117218211

## * Invalid votes/Not Voted - 223110942

Table Showing Bifurcations of Promoters, Financial Institutions and Others (for Equity Shares and Class B (Series 1) Shares) is as per Annexure-G.

All the Resolutions mentioned in the notice of Annual General Meeting as per the details given above stand passed under Remote E-Voting and voting conducted at Annual General Meeting by way of Ballot papers with the requisite majority and hence deemed to be passed as on date of the Annual General Meeting.

I hereby confirm that I am maintaining the Registers received from the NSDL both electronically and manually, in respect of the votes cast through Remote e-voting and voting conduct at Annual General Meeting by way of Ballot papers by the Members of the Company. The Ballot papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed to the Company Secretary for safe keeping, after the signatures of the Chairman on Minutes of the Annual General Meeting.

Thanking You,

Yours Faithfully

Virendra Bhatt ACS-1157 COP-124

Date: 29th August, 2017

Place: Mumbai

Witnesses:

Vishwas Salvi

2. Radhika Patil

# ANNEXURE A Future Enterprises Limited (Equity & Class B)

Resolution Required : (Ordinary)	nary)		4- W	1 - To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended March 31, 2017 together with the reports of Directors' and Auditors thereon.	Financial State	ments of the Cor uditors thereon.	npany for the Financia	al Year ended March
Whether promoter/ promoter group are interested in the agenda/resolution?	r group are intereste	ed in the				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
		Ξ	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		223110826	96.9120	223110826	0	100.0000	0.0000
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	230219979	0	0.000.0	0	0	0.0000	0.0000
	Total		223110826	96.9120	223110826	0	100.0000	0.0000
	E-Voting		11806690	51.3575	11806690	0	100,0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	77788677	0	0.0000	0	0	0.0000	000000
	Total		11806690	51.3575	11806690	0	100.0000	0.0000
	E-Voting		61555773	28.0276	61555773	0	100.0000	0.0000
	Poll	0.00	43790798	19.9389	43790713	85	8666'66	0.0002
Public Non Institutions	Postal Ballot	219625309	0	0.0000	0	0	0.000	0.0000
	Total		105346571	47.9665	105346486	85	6666.66	0.0001
Total		472834515	340264087	71.9626	340264002	85	6666'66	0.0001
								1



# ANNEXURE B Future Enterprises Limited (Equity & Class B)

With other control of the state of	resolution required . (cialifally)		2 - To declare Dividend	ividend				
Whether promoter/ promoter group are interested in the agenda/resolution?	er group are inter-	ested in the				o _N		
Category	Mode of Voting	No. of shares	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		E	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		223110826	96.9120	223110826	0	100.0000	0.000
Promoter and Promoter	Poll	00000	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	230219979	0	0.0000	0	0	0.0000	0.0000
	Total		223110826	96.9120	223110826	0	100.0000	0.0000
	E-Voting		11871756	51.6405	11871756	0	100:0000	0.0000
	Poll	0000	0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	77788877	0	0.0000	0	0	0.0000	0.0000
	Total		11871756	51.6405	11871756	0	100.0000	0.0000
	E-Voting		61555773	28.0276	61555773	0	100.0000	00000
	Poll	1	43790798	19.9389	43790793	5	100.0000	0.0000
Public Non Institutions	Postal Ballot	- Z196Z5309	0	0.0000	0	0	0.0000	0.0000
	Total		105346571	47.9665	105346566	5	100.0000	0.0000
Total		472834515	340329153	71.9764	340329148	5	100.0000	0.0000



# ANNEXURE C Future Enterprises Limited (Equity & Class B)

Kesolution Kequired : (Ordinary)	inary)		3 - To appoint a offers himself fo	3 - To appoint a Director in place of Mr. Vijay Biyani (DIN: 00005824), who retires by rotation and being eligible offers himself for re-appointment	r. Vijay Biyani (	DIN: 00005824),	who retires by rotation	and being eligible
Whether promoter/ promoter group are interested in the agenda/resolution?	er group are intere		No					
Category	Mode of Voting	No. of shares	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]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		223110826	96.9120	223110826	0	100.0000	0.0000
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	230219979	0	0.0000	0	0	0.0000	0.0000
	Total		223110826	96.9120	223110826	0	100.0000	0.0000
	E-Voting		11871756	51.6405	11801354	70402	99.4070	0.5930
	Poll		0	0.0000	0	0	0.0000	0.000
Public Institutions	Postal Ballot	/7768677	0	0.0000	0	0	0.0000	0.0000
	Total		11871756	51.6405	11801354	70402	99.4070	0.5930
	E-Voting		61555673	28.0276	61552659	3014	99.9951	0.0049
	Poll	000000	43790798	19.9389	43790792	9	100.0000	0.000
Public Non Institutions	Postal Ballot	219625309	0	0.0000	0	0	0.000	0.000
	Total		105346471	47.9665	105343451	3020	99.9971	0.0029
Total		472834515	340329053	71.9764	340255631	73422	99.9784	0.0216

# ANNEXURE D Future Enterprises Limited (Equity & Class B)

			4 - To appoint Statutory Audi	nent of M/s. DMKH 8 tors of the Company	k Co. Charterec till Thirty-Four	l Accountants ( th Annual Gene	4 - To appointment of M/s. DMKH & Co. Chartered Accountants (Firm Registration No. 116886W) as Statutory Auditors of the Company till Thirty-Fourth Annual General Meeting and to fix their remune	4 - To appointment of M/s. DMKH & Co. Chartered Accountants (Firm Registration No. 116886W) as Statutory Auditors of the Company till Thirty-Fourth Annual General Meeting and to fix their remuneration
Whether promoter/ promoter group are interested in the agenda/resolution?	oter group are in	terested in	>			No		
Category	Mode of Voting			% of Votes Polled			% of Votes in	
		No. of shares held	No. of votes polled	on outstanding shares	No. of Votes – in favour	No. of Votes No. of Votes - in favour -Against	tavour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		223110826	96.9120	223110826	0	100.000	0.0000
	Poll		0	0.0000	0	0	00000	0.0000
Promoter and Promoter Group	Postal Ballot	230219979	0	00000	0	0	0.0000	0.000
	Total		223110826	96.9120	223110826	0	100.000	0.0000
	E-Voting		11871756	51.6405	11871756	0	100.000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	22989227	0	0.0000	0	0	0.0000	0.0000
	Total		11871756	51.6405	11871756	0	100.000	0.0000
	E-Voting		61555233	28.0274	61554883	340	99.9994	90000
	Poll		43790798	19.9389	43790654	144	266.66	0.0003
Public Non Institutions	Postal Ballot	219625309	0	0.0000	0	0	0.0000	0.0000
	Total		105346021	47.9662	105345537	484	99.9995	0.0005
Total		472834515	340328603	71.9763	340328119	484	6666.66	0.0001



# ANNEXURE E Future Enterprises Limited (Equity & Class B)

No. of shares   No. of votes   No.	Donating Dayling	llajoo	-	Annual of	fe Amenglof societies in commercial of Miles Birming	dairy of Or	description of the second	O	
Category         Mode of Poting         No. of shares of votes and Promoter from presolution?         No. of shares of votes and Promoter from polled and Promoter from polled by state and promoter from promoter	de) : paundau uningsav	ecial)		o - Approvar or	revision in remuneration	on of Mr. vijay n	siyani as manag	ing Director	
Category         Mode of Poting         No. of shares         No. of votes Polled shares         % of votes Polled shares         No. of votes shares         % of votes in a shares         % of	Whether promoter/ promol agenda/resolution?	ter group are intere	ested in the		-		o _N		
ter and Promoter Postal Ballot	Category	Mode of Voting	No. of shares held		% of Votes Polled on outstanding shares	No. of Votes - in favour		% of Votes in favour on votes polled	% of Votes against on votes polled
Let and Promoter formulations         Footing Politicity and Promoter Fostal Balliot         E-Voting Politicity and Promoter Fostal Balliot         230219979 Total Balliot         220110826         95.6089 P.5089 P.20110826         220110826 P.0 0.0000         0.0000 P.0 0.000         0.0000 P.0 0.0000         0.0000 P.0 0.000         0.0000 P.0 0.0000         0.0000 P.0 0.000         0.0000 P.0 0.0000         0.0000 P.0 0.000         0			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
ter and Promoter Poll 230219979		E-Voting		220110826	95.6089	220110826	0	100.0000	
Postal Ballot         Z3021997 Postal Ballot         C3021997 Postal Ballot         0.0000         0         0.0000         0         0.0000           Institutions         E-Voting         Total         220110826         95.6089         220110826         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000	Promoter and Promoter	Poll	0.00000	0	0.0000	0	0	0.0000	
Total         220110826         95.6089         220110826         0 .0000         100.0000           E-Voting         11871756         51.6405         11871756         0 .0000         0 .0000         0 .0000           Institutions         Total         22989227         0 .0000         0 .0000         0 .0000         0 .0000           E-Voting         6155502         28.0275         61548605         6897         99.988           Postal Ballot         43790798         19.9389         43790792         6         100.0000           Postal Ballot         105346300         47.9664         105339397         6903         99.9934           Total         472834515         337328882         71.3418         337321979         6903         99.9980	Group	Postal Ballot	230219979	0	0.0000	0	0	0.0000	
E-Voting         E-Voting         11871756         51.6405         11871756         0         100.0000         0         100.0000           Postal Ballot         Total         11871756         51.6405         11871756         61548605         66897         99.9848           Non Institutions         Postal Ballot         219625309         0         0.0000         0         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0         0.0000         0         0         0.0000		Total		220110826	95.6089	220110826	0	100.000	0.0000
Politicitions   Postal Ballot   22989227   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000   0 0.0000		E-Voting		11871756	51.6405	11871756	0	100.0000	0.0000
Postal Ballot   L2969227   Conditions   Postal Ballot   L2969227   L1871756   L1871756   C16405   L1871756   C16405   L1871756   C16405   C16405   C1640605   C1640		Poll	10000000	0	0.0000	0	0	0.0000	
Total         11871756         51.6405         11871756         0         100.0000           E-Voting         E-Voting         6155502         28.0275         61548605         6897         99.9888           Poll         43790798         19.9389         43790792         6         100.0000           Postal Ballot         105346300         47.9664         105339397         6903         99.9934           Total         472834515         337328882         71.3418         337321979         6903         99.9980	Public Institutions	Postal Ballot	/7789877	0	0.0000	0	0	0.000	
E-Voting		Total		11871756	51.6405	11871756	0	100.0000	
Poll 219625309 43790798 19.9389 43790792 6 100.0000 0 0.0000		E-Voting		61555502	28.0275	61548605	6897	99.9888	
Non Institutions         Postal Ballot         Z19625309         0         0.0000         0         0.0000           Total         472834515         33732882         71.3418         337321979         6903         99.9980		Poll	000100000	43790798	19,9389	43790792	9	100.0000	0.0000
Total 105346300 47.9664 105339397 6903 99.9934 71.3418 337321979 6903 99.9980	Public Non Institutions	Postal Ballot	219625309	0	0.0000	0	0	0.0000	
472834515 337328882 71.3418 337321979 6903 99.9980		Total		105346300	47.9664	105339397	6903	99.9934	0.0066
	Total		472834515	337328882	71.3418	337321979	6903	0866.66	



# ANNEXURE F Future Enterprises Limited (Equity & Class B)

Category         Mode of Voting         No. of shares held         No. of votes held         No.	Resolution Required : (Special)		6 - Re-appointm	<ul><li>6 - Re-appointment of and payment of remuneration to Mr. Vijay Biyani as Managing Director of the Company</li></ul>	remuneration	o Mr. Vijay Biya	ni as Managing Direct	or of the Company
Mode of Voting         No. of shares held         No. of votes polled         % of Votes Polled shares         % of Votes Polled shares         No. of votes held         No. of shares held         No. of shares held         No. of votes shares         - in favour lavour shares           E-Voting         [1]         [2]         [3]={[2]/[1]}*100         [4]           Postal Ballot Total         223110826         96.9120         223110826           Postal Ballot Total         2233110826         96.9120         223110826           Postal Ballot Total         11871756         51.6405         11871756           Postal Ballot Total         43790798         19.9389         43790740           Postal Ballot Total         219625309         0 0.0000         0           Postal Ballot Total         2196346435         47.9664         105342228	omoter group are inte	erested in the				No		
ter and Promoter	Mode of Voting	No. of shares	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
ter and Promoter		[1]	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
ter and Promoter Poll 230219979 0 0.0000 0.0000	E-Voting		223110826	96.9120	223110826	0	100:0000	0.0000
Postal Ballot			0	0.0000		0	0.0000	0.0000
Total   Foling   Let		Z30Z19979	0	0.0000	0	0	0.0000	0.0000
E-Voting         11871756         51.6405         1187175           Postal Ballot         22989227         0         0.0000           Postal Ballot         11871756         51.6405         1187175           E-Voting         61555637         28.0276         6155148           Poll         219625309         43790798         19.9389         4379074           Postal Ballot         105346435         47.9664         10534222	Tota	al.	223110826	96.9120	223110826	0	100.0000	0.0000
Poll         22989227         0         0.0000           Postal Ballot         Total         51.6405         1187175           E-Voting         61555637         28.0276         6155148           Poll         43790798         19.9389         4379074           Postal Ballot         0.0000         0.0000           Total         105346435         47.9664         10534222	E-Voting		11871756	51,6405	*	0	100.0000	0.0000
Postal Ballot         Z2989227         0         0.0000           Total         11871756         51.6405         1187175           E-Voting         61555637         28.0276         6155148           Poll         43790798         19.9389         4379074           Postal Ballot         0.0000         0.0000           Total         105346435         47.9664         10534222	Poll	I	0	0.0000		0	0.0000	0.0000
Total         11871756         51.6405           E-Voting         61555637         28.0276           Poll         43790798         19.9389           Postal Ballot         0.0000           Total         105346435         47.9664         1	Postal Ballot	722886227	0	0.0000	0	0	0.0000	0.0000
E-Voting 61555637 28.0276 Poll 43790798 19.9389 Postal Ballot 0.0000 Total 105346435 47.9664 1	Tota	a.	11871756	51.6405	11871756	0	100.0000	0.0000
Poll         219625309         43790798         19.9389         4379074           Postal Ballot         0 0.0000         0.0000           Total         105346435         47.9664         10534222	E-Voting		61555637	28.0276		4149	99,9933	2900.0
Postal Ballot 219525309 0 0.0000 Total Total 105346435 47.9664 10534222			43790798	19,9389	43790740	58	6666.66	0,0001
Total 105346435 47.9664		719625309	0	0.0000	0	0	0.0000	0.0000
STATE TO STATE STA	Tot	al	105346435	47.9664		4207	99:9960	0.0040
34032901/		472834515	340329017	71.9763	340324810	4207	8866.66	0.0012



# ANNEXURE G Future Enterprises Limited (Equity & Class B)

Resolution Required: (Ordinary)	nary)		7 - Approval for	7 - Approval for entering into Related Party Transaction(s)	Party Transacti	on(s).		
Whether promoter/ promoter group are interested in agenda/resolution?	r group are inter	ested in the				Yes		
Category	Mode of Voting			% of Votes Polled			% of Votes in	
		No. of shares held	No. of votes polled	on outstanding shares	No. of Votes - in favour	No. of Votes -Against	favour on votes polled	% of Votes against on votes polled
		Ξ	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		0	0.000	0	0	0.0000	0.0000
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	230219979	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		11871756	51.6405	10133287	1738469	85.3563	14.6437
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	22989227	0	0.0000	0	0	0.0000	0.0000
	Total		11871756	51.6405	10133287	1738469	85.3563	14.6437
	E-Voting		61555657	28.0276	61550079	5578	6066'66	0.0091
10 All 10	Poll		43790798	19.9389	43790713	85	8666.66	0.0002
Public Non Institutions	Postal Ballot	219625309	0	0.0000	0	0	0.0000	0.0000
	Total		105346455	47.9664	105340792	5663	99.9946	0.0054
Total		472834515	117218211	24.7905	115474079	1744132	98.5121	1.4879