



Ref: FLFL/SE/PB/20150303

4 March 2015

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

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

Fax Nos.: 22723121

Fax Nos. 26598237

Re: Scrip Code : 536507

Re: Scrip Code : FLFL

Re: Scrip Code of Debt: 950223 / 946822 /
947433

Dear Sir/Madam,

Sub: Result of Postal Ballot (Including e-voting) Announced on 3 March 2015

We are pleased to inform you that the special resolutions as mentioned in the postal ballot notice dtd.23 January 2015 issued pursuant to the Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 have been passed by the shareholders of the Company with requisite majority.

Please note that as proposed in the notice of Postal Ballot shareholders have voted through the postal ballot (including e-voting). Accordingly, the result of the Postal Ballot (including e-voting) is based on the votes casted by the Shareholders.

The disclosure as regards to the Clause 35A of the Listing Agreement of the Company is attached as Annexure A.

for **Future Lifestyle Fashions Limited**


C P Toshniwal
Executive Director and CFO

ANNEXURE-A

In term of clause 35A of the Listing Agreement, the details of the business transacted through Postal Ballot (including e-voting) are given below:

S. No.	Particulars	
1.	Date of the Annual General Meeting/ Extraordinary General Meeting	N.A.
2.	Total number of shareholders on record date	16 January 2015 is cut-off date for reckoning the voting rights of the shareholders. Total Number of Shareholders : 55339
3.	Number of Shareholders present in the Meeting either in Person or through Proxy	N.A.
4.	Number of Shareholders attended the meeting through Video Conferencing	N.A.

Details of Agenda:

RESOLUTION: 1

to obtain consent of the members under provisions of section 180(1)(c) of the Companies Act, 2013 to borrow money; notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company may exceed the aggregate of its paid up share capital and free reserves apart from temporary loans obtained from the Company's bankers in the ordinary course of business;

Resolution required: Special

Mode of voting: Postal Ballot (including e-voting)

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	104866359	104846856	99.98	104846856	0	100.00	0.00
Public Institutional Holders	20431437	1350156	6.61	1350156	0	100.00	0.00
Public-Others	60911235	114553	0.19	84868	29685	74.09	25.91
Total	186209031	106311565	57.09	106281880	29685	99.97	0.03

RESOLUTION: 2

to obtain consent of the members under section 180(1)(a) of the Companies Act, 2013 to mortgage/ charge/ hypothecate/ encumber any of Company's movable and/ or immovable properties, in favour of lender(s) and disposing of undertaking or part of the undertaking of the Company;

Resolution required: Special

Mode of voting: Postal Ballot (including e-voting)

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	104866359	104846856	99.98	104846856	0	100.00	0.00
Public Institutional Holders	20431437	1350156	6.61	1350156	0	100.00	0.00
Public-Others	60911235	114165	0.19	84781	29384	74.26	25.74
Total	186209031	106311177	57.09	106281793	29384	99.97	0.03

RESOLUTION: 3

to obtain consent of the members under section 186 of the Companies Act, 2013 to revise the limits for inter-corporate loans, investments and guarantees;

Resolution required: Special

Mode of voting: Postal Ballot (including e-voting)

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	104866359	104846856	99.98	104846856	0	100.00	0.00
Public Institutional Holders	20431437	1350156	6.61	1316483	33673	97.51	2.49
Public-Others	60911235	121601	0.20	104641	16960	85.69	12.17
Total	186209031	106318613	57.10	106267980	50633	99.95	0.05

RESOLUTION: 4

to obtain consent of the members under applicable provisions of the Companies Act, 2013, for issuance of Securities up to `500 crore on private placement basis.

Resolution required: Special

Mode of voting: Postal Ballot (including e-voting)

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	104866359	104846856	99.98	104846856	0	100.00	0.00
Public Institutional Holders	20431437	1350156	6.61	1350156	0	100.00	0.00
Public-Others	60911235	114461	0.19	87404	27057	76.36	23.64
Total	186209031	106311473	57.09	106284416	27057	99.97	0.03

This is for your kind information and records. Kindly acknowledge receipt.

Thanking you,

Yours truly,

for **Future Lifestyle Fashions Limited**


C P Toshniwal
Executive Director & CFO