

August 1, 2019

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai - 400 001

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

**Scrip Codes:**

Equity: 540798  
Debt: 958280, 958281

**Scrip Symbol – FSC**

Dear Sir / Madam,

**Ref.: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

**Sub.: Voting results at the 14<sup>th</sup> Annual General Meeting.**

Please be informed that 14<sup>th</sup> annual general meeting of the Company was held on Wednesday, the July 31, 2019 at 3:00 p.m. at Sunville Banquets Hall, 9, Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai - 400 018 ("AGM").

Please find enclosed herewith:

- a copy of the Scrutinizer's report as an **Annexure A**;
- Voting results in respect of the businesses transacted at the AGM as **Annexure B**.

Kindly take the aforesaid on records.

Yours faithfully,

For **Future Supply Chain Solutions Limited**

  
**Vimal K Dhruve**  
Company Secretary



Off.: Panchsheel 3A/101, Raheja Township, Malad (East), Mumbai 400097.  
Mailing Address: Panchsheel 1A/203, Raheja Township, Malad (East), Mumbai 400097.

31<sup>st</sup> July, 2019

**SCRUTINIZER'S REPORT**

To,  
The Chairman of  
14<sup>th</sup> Annual General Meeting  
**Future Supply Chain Solutions Limited ("the Company")**  
held on Wednesday, 31<sup>st</sup> July, 2019 at 3:00 PM  
at Sunville Banquets, 9 - Dr. Annie Besant Road,  
Siddharth Nagar, Worli, Mumbai – 400018

Dear Sir,

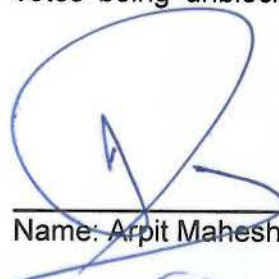
1. The Board of Directors of your Company at its meeting held on the 13<sup>th</sup> May, 2019, has appointed me as the Scrutinizer for conducting the ballot voting and remote e-voting process conducted at the 14<sup>th</sup> Annual General Meeting ("AGM") of the Company in a fair and transparent manner 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 (the "Act"), Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and the applicable provisions of Secretarial Standards issued by ICSI as amended from time to time, the Company had provided to its members, the remote e-voting facility which was offered by National Securities Depository Limited ("NSDL") for all the resolutions as set out in the Notice of the 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 did not cast their votes by remote e-voting.
4. I submit my report as under:
  - 4.1 The Company has given the ballot papers to the members who were present at the AGM held on Wednesday, the 31<sup>st</sup> July, 2019 at 3:00 PM at Sunville Banquets, 9 - Dr. Annie Besant Road, Siddharth Nagar, Worli, Mumbai – 400018.
  - 4.2 Particulars of all the ballot papers received from the members and the votes cast by electronic mode have been entered in the 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 boxes were opened in my presence;



- 4.5 The ballot papers were scrutinized by me and the shareholding was matched / confirmed with the Register of Members of the Company as on 26<sup>th</sup> July, 2019 ("cut-off date");
- 4.6 I did not find any defaced or mutilated ballot papers;
- 4.7 The remote e-voting period had commenced on Sunday, 28<sup>th</sup> July 2019 at 9:00 AM and concluded on Tuesday, 30<sup>th</sup> July, 2019 at 5:00 PM;
- 4.8 I have also received a complete record from NSDL, the agency appointed for providing and supervising electronic platform, of votes cast through electronic mode upto 5:00 PM on 30<sup>th</sup> July, 2019. The votes cast were unblocked on 31<sup>st</sup> July, 2019 at 3:50 PM in the presence of two witnesses, Ms. Forum Shah and Mr. Arpit Maheshwari, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Forum Shah




Name: Arpit Maheshwari

- 4.9 The remote e-voting data was scrutinized by me for verification of votes cast in favour /against the resolution and votes considered invalid, as set out in the Notice of AGM.
5. A summary of the voting through ballot papers received / remote e-voting is given as per **Annexure A**.
6. I have handed over the ballot papers and other related papers / registers and records for the safe custody to the Company Secretary.
7. On the basis of the scrutiny of the ballot papers and votes cast through electronic mode, the Resolution No. 1 to Resolution No. 5 as set out in the Notice of AGM have been passed by the Shareholders of the Company with requisite majority.
8. You may accordingly declare the result of voting by ballot process (including votes cast through remote e-voting).

Thanking you.

**For K BINDU & ASSOCIATES**  
**Company Secretaries**

  
**BINDU DARSHAN SHAH**  
**Proprietor**  
**ACS-20066, COP-7378**



## Annexure "A"

**Resolution No. 1**

To receive, consider and adopt –

- the Audited Financial Statements of the Company for the financial year ended March 31, 2019 together with the reports of the Auditors and Directors thereon;
- the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the reports of the Auditors thereon;

Particulars	Remote E-Voting		Polling at the Meeting		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 Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	56	33793285	36	25772	92	33819057	100.0000
Voted against the Resolution	2	2	-	-	2	2	0.0000
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

**Resolution No. 2**

To declare dividend on equity shares for the financial year 2018-19

Particulars	Remote E-Voting		Polling at the Meeting		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 Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	56	33793285	36	25772	92	33819057	100.0000
Voted against the Resolution	2	2	-	-	2	2	0.0000
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL



**Resolution No. 3**

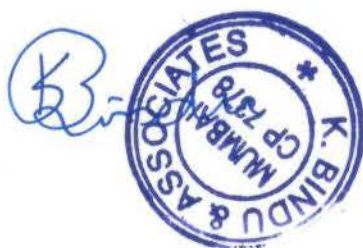
To appoint a director in place of Rakesh Biyani (DIN 00005806), who retires by rotation and being eligible, offers himself for re-appointment

Particulars	Remote E-Voting		Polling at the Meeting		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 Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	50	32489207	36	25772	86	32514979	99.9996
Voted against the Resolution	7	133	-	-	7	133	0.0004
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

**Resolution No. 4**

To approve/ authorise to transact with related party/ material entity

Particulars	Remote E-Voting		Polling at the Meeting		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 Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	48	12777512	36	25772	84	12803284	99.9995
Voted against the Resolution	5	58	-	-	5	58	0.0005
Invalid Votes	3	8011448	NIL	NIL	3	8011448	-



**Resolution No. 5**

**To appoint Malini Chopra as an Independent Director**

Particulars	Remote E-Voting		Polling at the Meeting		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 Votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	50	32489264	36	25772	86	32515036	99.9998
Voted against the Resolution	7	76	-	-	7	76	0.0002
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL



## ANNEXURE B

### Details of Voting Result in terms of Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the Annual General Meeting	July 31, 2019
Total number of shareholders on record date	30492
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	4
Public	39
<b>Total</b>	<b>43</b>
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	None
Public	None
<b>Total</b>	<b>None</b>

**Mode of voting:** Remote e-voting and voting conducted by polling paper at the AGM.



Resolution Required : (Ordinary)			1 - Adoption of Audited Financial Statements for the financial year ended March 31, 2019 together with the reports of Auditors and Directors thereon; Adoption of Audited Consolidated Financial Statements for the financial year ended March 31, 2019;					
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	21015917	21015717	99.9990	21015717	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
	<b>Total</b>		<b>21015717</b>	<b>99.9990</b>	<b>21015717</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	9161658	5992305	65.4063	5992305	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
	<b>Total</b>		<b>5992305</b>	<b>65.4063</b>	<b>5992305</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	9909573	6785265	68.4718	6785263	2	100.0000	0.0000
	Poll		25772	0.2601	25772	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6811037</b>	<b>68.7319</b>	<b>6811035</b>	<b>2</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>40087148</b>	<b>33819059</b>	<b>84.3638</b>	<b>33819057</b>	<b>2</b>	<b>100.0000</b>	<b>0.0000</b>

**Result of Voting:** The resolution was passed with requisite majority.

For Future Supply Chain Solutions Ltd.

*[Signature]*  
Company Secretary





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	21015917	21015717	99.9990	21015717	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
	<b>Total</b>		<b>21015717</b>	<b>99.9990</b>	<b>21015717</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	9161658	5992305	65.4063	5992305	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
	<b>Total</b>		<b>5992305</b>	<b>65.4063</b>	<b>5992305</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	9909573	6785265	68.4718	6785263	2	100.0000	0.0000
	Poll		25772	0.2601	25772	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6811037</b>	<b>68.7319</b>	<b>6811035</b>	<b>2</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>40087148</b>	<b>33819059</b>	<b>84.3638</b>	<b>33819057</b>	<b>2</b>	<b>100.0000</b>	<b>0.0000</b>

Result of Voting: The resolution was passed with requisite majority.

For Future Supply Chain Solutions Ltd.

Company Secretary



Resolution Required : (Ordinary)		3 - Reappointment of Rakesh Biyani as a Director liable to retire by rotation						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
Promoter and Promoter Group	E-Voting	21015917	21015717	99.9990	21015717	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
	<b>Total</b>		<b>21015717</b>	<b>99.9990</b>	<b>21015717</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	9161658	4688358	51.1737	4688358	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
	<b>Total</b>		<b>4688358</b>	<b>51.1737</b>	<b>4688358</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	9909573	6785265	68.4718	6785132	133	99.9980	0.0020
	Poll		25772	0.2601	25772	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6811037</b>	<b>68.7319</b>	<b>6810904</b>	<b>133</b>	<b>99.9980</b>	<b>0.0020</b>
<b>Total</b>		<b>40087148</b>	<b>32515112</b>	<b>81.1111</b>	<b>32514979</b>	<b>133</b>	<b>99.9996</b>	<b>0.0004</b>

**Result of Voting:** The resolution was passed with requisite majority.

For Future Supply Chain Solutions Ltd.:

Company Secretary



Resolution Required : (Ordinary)		4 - Approval of material transactions with Related Party						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	21015917	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	9161658	5992305	65.4063	5992305	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
	<b>Total</b>		<b>5992305</b>	<b>65.4063</b>	<b>5992305</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	9909573	6785265	68.4718	6785207	58	99.9991	0.0009
	Poll .		25772	0.2601	25772	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6811037</b>	<b>68.7319</b>	<b>6810979</b>	<b>58</b>	<b>99.9991</b>	<b>0.0009</b>
<b>Total</b>		<b>40087148</b>	<b>12803342</b>	<b>31.9388</b>	<b>12803284</b>	<b>58</b>	<b>99.9995</b>	<b>0.0005</b>

**Result of Voting:** The resolution was passed with requisite majority.

For Future Supply Chain Solutions Ltd.

Company Secretary



Resolution Required : (Ordinary)		5 - Appointment of Malini Chopra as an Independent Director						
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	21015917	21015717	99.9990	21015717	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
	<b>Total</b>		<b>21015717</b>	<b>99.9990</b>	<b>21015717</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	9161658	4688358	51.1737	4688358	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
	<b>Total</b>		<b>4688358</b>	<b>51.1737</b>	<b>4688358</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	9909573	6785265	68.4718	6785189	76	99.9989	0.0011
	Poll		25772	0.2601	25772	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6811037</b>	<b>68.7319</b>	<b>6810961</b>	<b>76</b>	<b>99.9989</b>	<b>0.0011</b>
<b>Total</b>		<b>40087148</b>	<b>32515112</b>	<b>81.1111</b>	<b>32515036</b>	<b>76</b>	<b>99.9998</b>	<b>0.0002</b>

**Result of Voting:** The resolution was passed with requisite majority.

For Future Supply Chain Solutions Ltd.

*Malini Chopra*  
Company Secretary

