

FUTURE CONSUMER LIMITED

Corporate Identity Number (CIN): L52602MH1996PLC192090

Registered Office: Knowledge House, Shyam Nagar, Off Jogeshwari – Vikhroli Link Road, Jogeshwari (East), Mumbai – 400 060

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Email ID: investor.care@futureconsumer.in Website: www.futureconsumer.in

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as amended)

Dear Member(s),

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time (“Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and in accordance with General Circular Nos. 9/2023 dated 25th September, 2023, 11/2022 dated 28th December, 2022, 3/2022 dated 5th May, 2022, 20/2021 dated 8th December 2021, 10/2021 dated 23rd June, 2021, 39/2020 dated 31st December 2020, 33/2020 dated 28th September 2020, 22/2020 dated 15th June 2020, 17/2020 dated 13th April 2020 and 14/2020 dated 8th April, 2020, issued by the Ministry of Corporate Affairs (“MCA Circulars”), that the Resolution in respect of the matter(s) as set out in accompanying Postal Ballot Notice are proposed to be transacted by way of Postal Ballot for seeking the consent of Members of Future Consumer Limited (“Company”) by way of Remote e-voting (“Remote e-voting”).

An explanatory statement pursuant to Section 102 and other applicable provisions, if any of the Act, pertaining to the Resolution(s) setting out material facts in respect of the same is annexed hereto. This Postal Ballot Notice is being sent to you for your consideration.

In compliance with the requirements prescribed under the MCA Circulars, the Company will send Postal Ballot Notice by email to all its Members who have registered their email addresses with the Company or depository / depository participants and the Members are required to communicate their assent / dissent through the Remote e-voting system only. The physical Postal Ballot Notice along with Postal Ballot Form and pre-paid business envelope will therefore not be sent to the Members for this Postal Ballot. Accordingly, the Company is pleased to provide Remote e-voting facility to all its Members to cast their votes electronically. Members are requested to read the instructions provided in the Notes to this Postal Ballot Notice to cast their vote electronically.

The Company has engaged National Securities Depository Limited (“NSDL”), an agency authorized by the Ministry of Corporate Affairs (“MCA”) for providing Remote e-voting facility to all its Members. **The Remote e-voting period commences from 9:00 a.m. (IST) on Sunday, 7th April, 2024 and shall end at 5:00 p.m. (IST) on Monday, 6th May, 2024.**

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company (“Board”), has appointed Mr. Nilesh Shah, (having Membership No. FCS- 4554 and COP No. 2631) or failing him, Mr. Mahesh Darji (having Membership No. FCS-7175 and COP No. 7809) representing M/s. Nilesh Shah and Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot through Remote e-voting process in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman of the Company or the Managing Director or the Company Secretary upon completion of the scrutiny of the votes cast through Remote e-voting. The results of the Postal Ballot will be declared within two working days after the conclusion of the e-voting period in accordance with the provisions of Regulation 44(3) of the SEBI Listing Regulations. The said results along with the Scrutinizer’s Report would be submitted to BSE Limited and National Stock Exchange of India Limited. Additionally, the results will also be uploaded on the Company’s website - www.futureconsumer.in and on the website of NSDL - www.evoting.nsdl.com.

Item No. 1

Appointment of Ms. Preeti Singhal (DIN: 10495353) as a Director (Non-Executive) of the Company.

To consider and if thought fit to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (“the Act”) and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments, statutory modification(s) or re-enactments thereof for the time being in force), Ms. Preeti Singhal (DIN: 10495353) who was appointed as an Additional Director of the Company by the Board of Directors in terms of Section 161 of the Act and who holds office upto the date of the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a Member, proposing the candidature of Ms. Preeti Singhal for the office of Director, be and is hereby appointed as a Director of the Company.”

Item No. 2

Appointment of Ms. Preeti Singhal (DIN: 10495353) as an Independent Director of the Company

To consider and if thought fit to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 149 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (“the Act”) and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments, statutory modification(s) or

re-enactments thereof for the time being in force), Ms. Preeti Singhal (DIN: 10495353), be and is hereby appointed as an 'Independent Director' of the Company for a period of 5 (Five) years with effect from 9th February, 2024 and she shall not be liable to retire by rotation."

Item No. 3

Appointment of Ms. Shivangi Sharma (DIN: 03270607) as Director (Non-Executive and Non-Independent Director) of the Company

To consider and if thought fit to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder ("**the Act**") and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments, statutory modification(s) or re-enactments(s) thereof for the time being in force), Ms. Shivangi Sharma (DIN: 03270607) who was appointed as an Additional Director of the Company by the Board of Directors in terms of Section 161 of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a Member, proposing the candidature of Ms. Shivangi Sharma for the office of Director of the Company, be and is hereby appointed as a Director of the Company (Non-Executive and Non- Independent Director), whose term shall be liable to retire by rotation."

**By Order of the Board of Directors
For Future Consumer Limited**

**Manoj Gagvani
Company Secretary & Head-Legal
ACS: 10652**

Place: Mumbai

Date: 27th March, 2024

Registered Office:

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

NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("**the Act**"), setting out material facts in relation to the Resolution(s) as set out in the Postal Ballot Notice is annexed hereto.
2. In accordance with Section 110 of the Act and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the MCA Circulars, the Postal Ballot Notice is being sent only by electronic mode to those members whose e-mail addresses are registered with the Company or Depository / Depository Participants as on the cut-off date i.e. Saturday, 30th March, 2024. The physical Postal Ballot Notice along with Postal Ballot Form and pre-paid business envelope will therefore not be sent to the members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the Remote e-voting process only.
3. The voting rights with one vote per share shall be reckoned on the paid-up value of shares registered in the name of the Shareholders as on the cut-off date i.e. Saturday, 30th March, 2024. Members can vote for their entire voting rights as per their discretion.
4. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agents, Link Intime India Private Limited, C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083; Tel. No.: +91-22-49186000; Fax No.: +91-22-49186060; E-Mail: rnt.helpdesk@linkintime.co.in. The Members are further requested to send all communications to the Company's R&T Agents as per details provided hereinabove.
5. Members who have not registered their email address and consequently could not receive the Postal Ballot Notice may temporarily get their email address registered with the Link Intime India Private Limited, by clicking the link: https://linkintime.co.in/emailreg/email_register.html and follow the registration process as guided thereafter. Post successful registration of the email address, the Member would get the soft copy of the Postal Ballot Notice and the procedure for Remote e-voting along with the user ID and password to enable Remote e-voting for the Postal Ballot.
6. Members may please note that the Postal Ballot Notice will also be available on the website of the Company at: www.futureconsumer.in, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at: www.bseindia.com and www.nseindia.com respectively and on the website of NSDL - www.evoting.nsdl.com.
7. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the Remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the cut-off i.e. Saturday, 30th March, 2024 will only be considered eligible for the purpose of Remote e-voting.
8. A Member cannot exercise his vote by proxy on Postal Ballot.
9. Relevant documents, if any, referred to in the accompanying Notice and the Explanatory Statement will be available for inspection at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m., up to 6th May, 2024 on all working days (except Saturday, Sunday and Public Holidays).
10. The Board of Directors of the Company has appointed Mr. Nilesh Shah, (having Membership No. FCS- 4554 and COP No. 2631) or failing him, Mr. Mahesh Darji (having Membership No. FCS-7175 and COP No. 7809) representing M/s. Nilesh Shah

and Associates, Practising Company Secretaries as the Scrutinizer for conducting the Remote e-voting process in a fair and transparent manner.

11. Members are requested to read the general information and instructions for Remote e-voting as provided in the Notes under the section "General Information and Instructions for E-voting" in this Postal Ballot Notice.
12. **The Remote E-voting period commences from 9:00 a.m. (IST) on Sunday, 7th April, 2024 and ends at 5:00 p.m. (IST) on Monday, 6th May, 2024.** Members are requested to cast their vote through the Remote e-voting process during the Remote e-voting period but not later than **5:00 p.m. (IST) on Monday, 6th May, 2024**, failing which it will be strictly considered that no vote has been cast by Member.
13. The Scrutinizer will submit his report to the Chairman of the Company or the Managing Director or the Company Secretary after completion of the scrutiny of the votes cast through Remote e-voting. The results of the Postal Ballot will be declared within two working days after conclusion of the e-voting period in accordance with the provisions of Regulation 44(3) of the SEBI Listing Regulations. The results of postal ballot alongwith Scrutinizer Report will be placed on the website of the Company www.futureconsumer.in and on the website of NSDL and shall also be communicated to BSE Limited and the National Stock Exchange of India Limited.
14. The resolution, if passed by the requisite majority, shall be deemed to have been passed on **Monday, 6th May, 2024** i.e. the last date specified for receipt of votes through the Remote E-voting process.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013.

Item No. 1, 2 and 3

The Board of Directors of the Company ("**Board**"), on the basis of recommendation made by the Nomination and Remuneration / Compensation Committee, had at their meeting held on 9th February, 2024, appointed Ms. Preeti Singhal (DIN: 10495353) as an Additional Independent Director of the Company and Ms. Shivangi Sharma (DIN: 03270607) as an Additional Non-Executive Director of the Company with effect from 9th February, 2024, to hold office upto the date of the next Annual General Meeting of the Company.

Further, the Board had at their meeting held on 9th February, 2024, on the basis of recommendation made by the Nomination and Remuneration / Compensation Committee also recommended appointment of Ms. Preeti Singhal as an Independent Director of the Company for a term of five years with effect from 9th February, 2024 for approval of the Shareholders of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("**the Act**"), Ms. Preeti Singhal and Ms. Shivangi Sharma shall hold office as an Additional Director(s) upto the date of the forthcoming Annual General Meeting of the Company. However, in terms of the provisions of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**"), the consent of the Shareholders of the Company for appointment of a person on the Board is to be taken at the next general meeting or within a period of three months from the date of appointment, whichever is earlier.

In view of the same, approval of the Shareholders of the Company is being sought for the appointment of Ms. Preeti Singhal and Ms. Shivangi Sharma as Director(s) of the Company within prescribed timelines.

Ms. Preeti Singhal holds a Master's Degree in Arts from Delhi University and she has also done an advanced diploma in Office Management. She has over 15 years of experience in accounts and audit. She is presently engaged in Auditing related profession at Delhi.

Ms. Shivangi Sharma is a Commerce Graduate and also holds a Master's Degree in Business Administration (Finance) from IMT Ghaziabad. Ms. Shivangi Sharma believes in giving back to Society and has been running a NGO under the name 'Sangharsh Child Care' since 2015. She is the Chief founder of 'Sangharsh Child Care'. In her work towards social service, she had adopted two government schools and had revamped the same. The NGO is predominantly working in rural areas of Uttar Pradesh, Punjab, and Rajasthan focusing on Rural Education, Medical help, help to the needy, Women empowerment, Self-defence, Green Earth-Clean Earth, Curriculum Activities, Special Girls support, Help to specially-abled kids and few other areas. Ms. Shivangi Sharma has conducted approx. 300 seminars in different schools on various topics. She has been awarded "Most dedicated NGO" Award from Dainik Jagran.

In terms of the provisions of Section 160 of the Act, the Company has received individual notice(s) from Member(s) of the Company, signifying the intention to propose the appointment of Ms. Preeti Singhal as an Independent Director of the Company and Ms. Shivangi Sharma as Non- Executive Director of the Company.

The Company has received individual declaration(s) from Ms. Preeti Singhal and Ms. Shivangi Sharma to the effect that they are not disqualified from being appointed as Director in terms of provisions of Section 164 of the Act. Further, Ms. Preeti Singhal has given her consent to act as an Independent Director of the Company and has further confirmed that she meets the criteria of independence as prescribed under Section 149(6) of the Act and SEBI Listing Regulations.

A copy of draft letter for appointment of Ms. Preeti Singhal as an Independent Director, setting out broad terms and conditions relating to her appointment shall be open for inspection upon the request by any shareholder.

In the opinion of the Board, Ms. Preeti Singhal fulfills the conditions for being appointed as an Independent Director as specified in the Act and Rules framed thereunder and the SEBI Listing Regulations and is independent of the management. The Board is of the view that she possesses appropriate skills, experience, knowledge and capabilities required for the role of an Independent Director of the Company. Considering Ms. Preeti Singhal's diverse experience, professional competence and extensive knowledge, the Board considers her induction as a member of the Board of Directors is justifiable and will be in the overall interest of the Company.

Additional information as required to be provided pursuant to the requirements of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) is provided as an Annexure to this Notice and forms part of the Explanatory Statement.

Ms. Preeti Singhal and Ms. Shivangi Sharma and their respective relatives, to the extent of their respective shareholding in the Company, if any, shall be deemed to be concerned or interested in their respective Resolution for appointment, as set out in this Notice. None of the other Directors and / or the Key Managerial Personnel of the Company and/or their respective relatives are in any way concerned or interested in the Resolution(s) set out at Item No. 1, 2 and 3 of this Notice.

Your Directors recommend the Ordinary Resolution(s) proposed at Item No. 1 and 3 of this Notice and Special Resolution proposed at Item No. 2 of this Notice for your approval.

**By Order of the Board of Directors
For Future Consumer Limited**

**Manoj Gagvani
Company Secretary & Head-Legal
ACS: 10652**

Place: Mumbai
Date: 27th March, 2024.

Registered Office:
Knowledge House, Shyam Nagar, Off Jogeshwari Vikhroli Link Road,
Jogeshwari (East), Mumbai-400060

ANNEXURE

Information pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2), in respect of Directors seeking appointment.

Name of Director(s)	Ms. Preeti Singhal (DIN: 10495353)	Ms. Shivangi Sharma (DIN: 03270607)
Date of Birth	21/01/1978	22/01/1980
Age	46 years	44 years
Date of first appointment on the Board	9 th February, 2024	9 th February, 2024
Qualifications	Master's Degree in Arts from Delhi University and Advanced diploma in Office Management.	Bachelor's Degree in Commerce and Master's Degree in Business Administration (Finance) from IMT Ghaziabad.
Experience and Expertise in Specific Functional Area	Ms. Preeti Singhal has over 15 years of experience in accounts and audit. She is presently engaged in Auditing related profession at Delhi.	Ms. Shivangi Sharma believes in giving back to Society and has been running a NGO under the name 'Sangharsh Child Care' since 2015. She is the Chief founder of 'Sangharsh Child Care'. In her work towards social service, she had adopted two government schools and had revamped the same. The NGO is predominantly working in rural areas of Uttar Pradesh, Punjab, and Rajasthan focusing on Rural Education, Medical help, help to the needy, Women empowerment, Self-defence, Green Earth- Clean Earth, Curriculum Activities, Special Girls support, Help to specially-abled kids and few other areas. Ms. Shivangi Sharma has conducted approx. 300 seminars in different schools on various topics. She has been awarded "Most dedicated NGO" Award from Dainik Jagran.
Terms and conditions of appointment	The Director shall not be liable to retire by rotation.	The Director shall be liable to retire by rotation.
Remuneration proposed to be paid	Payment of sitting fees for attending meeting of the Board of Directors and Committees thereof	Payment of sitting fees for attending meeting of the Board of Directors and Committees thereof
Remuneration last drawn (including sitting fees, if any) for financial year 2023-24	₹ 0.75 lakhs	₹ 0.75 lakhs

Name of Director(s)	Ms. Preeti Singhal (DIN: 10495353)	Ms. Shivangi Sharma (DIN: 03270607)
Number of Board meetings attended during the financial year 2023-24	2 (Two)	2 (Two)
Directorships held in other listed companies	None	None
Listed entities from which the person has resigned in the past three years	None	None
Directorships of other companies	<ul style="list-style-type: none"> • Aadhaar Wholesale Trading and Distribution Limited • The Nilgiri Dairy Farm Private Limited • Integrated Food Park Limited 	None
Chairmanship/ Membership of the Committees of the Board of Directors of other listed companies	None	None
Chairmanship/ Membership of the Committees of other companies in India	None	None
Shareholding of Director [including shareholding as beneficial owner]	Nil	Nil
Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel of the Company.	Not related to any Director / Key Managerial Personnel of the Company.

GENERAL INFORMATION AND INSTRUCTIONS FOR E-VOTING

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:


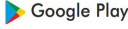


Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular No. SEBI/HO/ CFD/ CMD/CIR/P/2020/242 dated 9th December, 2020 on “e-Voting facility provided by Listed Companies”, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the Remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the Remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

Type of shareholders	Login Method
	<p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the CDSL Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the Remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for E-voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.'

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
- "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

A. How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the Remote e-Voting period.
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.

- vi) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- vii) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

B. Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- i) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to the Company at investor.care@futureconsumer.in
- ii) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to the Company at investor.care@futureconsumer.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.
- iii) Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- iv) In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Guidelines for shareholders

- i) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nilesh@ngshah.com with a copy marked to evoting@nsdl.co.in and investor.care@futureconsumer.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “**Upload Board Resolution / Authority Letter**” displayed under “**e-Voting**” tab in their login.
- ii) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
- iii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 – 48867000 and 022-2499 7000 or send a request to Mr. Anubhav Saxena at evoting@nsdl.co.in