

FUTURE RETAIL



21st April 2022

To,

Dept. of Corporate Services (CRD)

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400 001

Scrip Code: 540064

Scrip Code of Debt: 958809, 958810 & 959518

Listing Department

National Stock Exchange of India Limited

Bandra Kurla Complex,

Bandra East,

Mumbai - 400 051

Symbol: FRETAIL

Dear Sir / Madam,

Ref. : Regulations 30 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations')

Sub. : Proceedings of the Meeting of Unsecured Creditors of Future Retail Limited convened pursuant to the order passed by the Hon'ble National Company Law Tribunal, Mumbai Bench

This is to inform that the meeting of Unsecured Creditors of Future Retail Limited was held today i.e. Thursday, 21st April, 2022 at 12:45 p.m. ("Meeting") through Video Conference (VC) / Other Audio-Visual Means pursuant to the directions issued by the Hon'ble National Company Law Tribunal, Mumbai Bench vide its order dated 28th September, 2021 read with order dated 28th February, 2022.

In this regard, as required under above regulations, enclosed please find herewith summary of proceedings of above Meeting as **Annexure I** to this letter.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

For Future Retail Limited

Virendra Samani

Company Secretary

Encl. : as above

**CC : Singapore Exchange Securities Trading Limited
2, Shenton Way, #02-02, SGX Centre 1.
Singapore -068 804**



Annexure – I

Summary of proceedings of the Meeting of Unsecured Creditors of Future Retail Limited convened pursuant to the order dated 28th September, 2021 read with 28th February, 2022, passed by the Hon'ble National Company Law Tribunal, Mumbai Bench

The NCLT convened Meeting of the Unsecured Creditors of Future Retail Limited (“the Company”) was held on Thursday, 21st April, 2022 at 12:45 p.m. through Video Conference (VC) / Other Audio-Visual Means pursuant to the directions issued by the Hon'ble National Company Law Tribunal, Mumbai Bench (“NCLT”) vide its order dated 28th September, 2021 read with order dated 28th February, 2022 (“Meeting”).

Mr. Shailesh Haribhakti, Chairman appointed by NCLT chaired the meeting. Since, the requisite quorum was present, the Chairman called the Meeting to order.

The Chairman informed that the Company had provided the facility to cast their vote through Remote e-voting prior the Meeting and e-voting during the Meeting, for the Resolution as set forth in the Addendum Notice of the Meeting dated 11th March, 2022.

Unsecured Creditors who were present at the Meeting through VC and had not cast their votes through Remote e-voting, were provided e-voting facility to cast their votes during the Meeting. The following business was transacted at the Meeting:

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| 1. | To consider and approve the proposed Composite Scheme of Arrangement between Future Consumer Limited (“the Transferor Company 1”), Future Lifestyle Fashions Limited (“Transferor Company 2”), Future Market Networks Limited (“Transferor Company 3”), Future Retail Limited (“Transferor Company 4”), Future Supply Chain Solutions Limited (“Transferor Company 5”), Futurebazaar India Limited (“Transferor Company 6”), Acute Retail Infra Private Limited (“Transferor Company 7”), Basuti Sales and Trading Private Limited (“Transferor Company 8”), Brattle Foods Private Limited (“Transferor Company 9”), Chirag Operating Lease Co. Private Limited (“Transferor Company 10”), Hare Krishna Operating Lease Private Limited (“Transferor Company 11”), Nice Texcot Trading & Agency Private Limited (“Transferor Company 12”), Nishta Mall Management Company Private Limited (“Transferor Company 13”), Ojas Tradelease and Mall Management Private Limited (“Transferor Company 14”), Precision Realty Developers Private Limited (“Transferor Company 15”), Rivaaz Trade Ventures Private Limited (“Transferor Company 16”), Syntex Trading & Agency Private Limited (“Transferor Company 17”), Taquito Lease Operators Private Limited (“Transferor Company 18”), Unique Malls Private Limited (“Transferor Company 19”) and Future Enterprises Limited (“Transferee Company” or “FEL”) & their respective shareholders and creditors (“Part 1”) And Future Enterprises Limited (“FEL”) and Reliance Retail Ventures Limited (“RRVL”) & their respective shareholders and creditors (“Part 2”) And Future Enterprises Limited (“FEL”) and Reliance Retail and Fashion Lifestyle Limited (“RRVL WOS”) & their respective shareholders and creditors (“Part 3”) (“Scheme”). |
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As per the directions of the NCLT Order, Ms. Bindu Darshan Shah, the Practicing Company Secretary, was appointed as the Scrutinizer to conduct and supervise the remote e-voting and e-voting process during the Meeting.

FUTURE RETAIL

The comprehensive presentation capturing various queries received so far and all aspects of the Scheme was made to the Unsecured Creditors of the Company at the Meeting.

The Chairman informed the Unsecured Creditors that the e-voting on the NSDL platform would continue to be available for the next 15 minutes after the conclusion of the Meeting.

The Chairman also informed the Unsecured Creditors that the Scrutinizer shall submit her consolidated report on the voting cast during this Meeting and the remote e-voting facility provided by the Company and the results declared along with the report of the Scrutinizer shall be submitted to the stock exchanges and will also be placed on the website of the Company.

The Chairman thereafter mentioned that the business item as per the Addendum Notice of the Meeting has been taken-up and declared the proceedings of the Meeting as concluded.
