

FUTURE MARKET NETWORKS

catalysing consumption

CIN: L45400MH2008PLC179914

REF: FMNL/ NCLT/ EQUITY/ 2022

20th April 2022

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

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

Scrip Code: 533296

NSE Symbol: FMNL

Dear Sir/Madam,

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

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

This is to inform that the Shareholders' Meeting of Future Market Networks Limited held today i.e. Wednesday, 20th April, 2022 at 3:00 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, we enclosed herewith the summary of proceedings of the Meeting, as required under Regulation 30 of the Listing Regulations - **Annexure I**;

The same is also being uploaded on the Company's website.

Thanking you,

Yours faithfully,

For Future Market Networks Limited



Anil Cherian
Head – Legal and Company Secretary

Encl: as above

Future Market Networks Ltd.

Corporate Office : Umang Tower, 2nd Floor, Ram Nagar, Mindspace, Off. Link Road, Behind Inorbit Mall, Malad (West), Mumbai – 400064.
T +91 22 4069 5542 www.fmn.co.in Email : info.fmn@futuregroup.in

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

Annexure – I

Summary of proceedings of the Shareholders' Meeting of Future Market Networks 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 (NCLT).

The NCLT convened Meeting of the Shareholders of Future Market Networks Limited ("the Company") was held on Wednesday, 20th April 2022 at 3:00 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 vide its order dated 28th September, 2021 read with order dated 28th February, 2022 (Meeting).

Mr. Rajesh Kalyani was appointed as Chairman of the Meeting as per NCLT Order, to chair the Meeting. Since, the requisite quorum was present, the Chairman called the Meeting to order.

The Chairman informed the Shareholders 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.

Members 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:

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
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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”).

As per the directions of the NCLT Order, Mr. Alwyn D’Souza, the Practicing Company Secretary, was appointed as the Scrutinizer to conduct and supervise the Remote e-voting and e-voting process during the Meeting.

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

The Chairman informed the Shareholders 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 Shareholders that the Scrutinizer shall submit his 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 where the shares of the Company are listed and placed on the website of the Company at www.fmn.co.in.

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.
