

REF: FMNL/ NCLT/ Reg 30/ USC/ 2022

April 22, 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 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations')**

**Sub.: Disclosure of voting results of the Meeting of Unsecured Creditors of Future Market Networks Limited convened pursuant to the order passed by the Hon'ble National Company Law Tribunal, Mumbai Bench**

Further to our letter dated April 21, 2022, wherein we had provided the proceedings of meeting of Unsecured Creditors of Future Market Networks Limited which was held on Thursday, April 21, 2022 at 3:00 p.m. through Video Conference (VC) / Other Audio-Visual means ("Meeting") pursuant to the directions issued by the Hon'ble National Company Law Tribunal, Mumbai Bench vide its order dated September 28, 2021 read with order dated February 28, 2022.

In this regard, we enclosed herewith the Report of Scrutinizer dated April 22, 2022 on Remote e-voting prior to the Meeting and e-voting at the Meeting as **Annexure I** to this letter;

The said report is also being uploaded on the Company's website and also on the website of National Securities Depository Limited.

You are kindly requested to take note of the above.

Thanking you,

Yours faithfully,

**For Future Market Networks Limited**



**Anil Cherian**  
**Head – Legal and Company Secretary**

Encl: as above

# FUTURE MARKET NETWORKS LIMITED

CIN: L45400MH2008PLC179914

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## SCRUTINIZERS' REPORT

On voting at National Company Law Tribunal Convened meeting of **Unsecured Creditors** of FUTURE MARKET NETWORKS LIMITED ('Applicant Company') held on 21<sup>st</sup> April, 2022, at 3.00 p.m. (IST) through Video Conferencing (VC) Other Audio-Visual Means (OAVM)

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### ALWYN D'SOUZA Alwyn D'Souza & Co.

Company Secretaries

[Firm Registration No: S2003MH061200] [Peer Review Certificate No.683/2020]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

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Branch Office: B-002, Gr. Flr, Shreepati-2, Royal Complex, Behind Olympia Tower,  
Mira Road (East), Thane-401107; Tel: 022-79629822; Mob: 09820465195;

E-mail: [alwyn@alwynjay.com](mailto:alwyn@alwynjay.com) ; Website : [www.alwynjay.com](http://www.alwynjay.com)

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**ALWYN D'SOUZA**  
**Alwyn D'Souza & Co.**

Company Secretaries

[Firm Registration No: S2003MH061200] [Peer Review Certificate No.683/2020]

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E-mail: [alwyn@alwynjay.com](mailto:alwyn@alwynjay.com) ;Website : [www.alwynjay.com](http://www.alwynjay.com)

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**Scrutinizer's Report**

[Pursuant to Section 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]

To,

**Mr.Rajesh Kalyani**

**The Chairman of NCLT convened meeting of Unsecured Creditors of**

**FUTURE MARKET NETWORKS LIMITED**

**(CIN: L45400MH2008PLC179914)**

Knowledge House, Shyam Nagar, Off. Jogeshwari- Vikhroli Link Road,  
Jogeshwari (E) Mumbai – 400060.

Dear Sir,

**Subject: Scrutinizer's Report for the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) convened Meeting of Unsecured Creditors of FUTURE MARKET NETWORKS LIMITED ("the Company") pursuant to the order of Hon'ble National Company Law Tribunal, Mumbai Bench, ("NCLT") on 28th September 2021 read with the order dated 28th February 2022 (collectively referred to as "the Order") held on Thursday 21<sup>st</sup> April 2022, at 3.00 p.m. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)**

I, **Alwyn D'Souza**, Proprietor of **Alwyn D'Souza & Co.**, Company Secretaries, Mumbai, appointed as Scrutinizer, by the Hon'ble National Company Law Tribunal, Mumbai Bench, ("NCLT") vide order pronounced on 28th September, 2021 ("said Order") for the purpose of the meeting of the Unsecured Creditors of FUTURE MARKET NETWORKS LIMITED conducted as per the said Order, seeking their approval to the 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"), Future bazaar 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") ('the Scheme' or 'this Scheme') pursuant to the provisions of Sections 230 - 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 for verifying voting carried through remote e-voting and e-voting at the meeting and submit my report as under:

1. The meeting of the Unsecured creditors commenced at 3.00 p.m. on Thursday 21<sup>st</sup> April, 2022 however due to lack of quorum the same was adjourned to 3.15 p.m. and the adjourned meeting of the unsecured creditors was held at 3.15 p.m.
2. Pursuant to the above Order, the Company has confirmed that the copy of the Notice dated 8th October 2021 ("Original Notice") and Addendum to the Original Notice dated 11th March 2022 ("Addendum Notice") (collectively referred to as "the Notice") convening the Meeting along with the process of e-voting were sent to the Unsecured creditors whose e-mail addresses were available with the Company. The Company had also confirmed that the copy of the Notice of the Meeting was also sent through courier to all the Unsecured Creditors of the Company whose email addresses were not available with the Company/Depository Participant(s). The Company has also confirmed that the copy of the Notice of the Meeting was also hosted on its website.
3. The Company had appointed National Securities Depository Limited (NSDL) for conducting the electronic voting by the Unsecured Creditors of the Company;
4. The Company has provided a e-voting facility to the Unsecured Creditors to cast their votes either through remote e-voting or through e-voting at the Meeting.
5. The remote e-voting commenced on Monday 18th April, 2022 from 9:00 a.m. IST to Wednesday 20<sup>th</sup> April 2022 up to 5:00 p.m. IST.

6. The Cut-off Date was Monday, 31st January 2022 for the purpose of deciding the Unsecured creditors entitled to vote on the resolution.

7. The result of the meeting is as under:

a) Votes (amount in INR) in favour of Resolution: -

Particulars	Remote E-Voting	E-Voting at the Meeting	Total
Number of Unsecured Creditors	110	0	110
Number of votes cast	1390775440	0	1390775440
Invalid votes	0	0	0
% of total number of votes cast	98.267	0.00	<b>98.267</b>

b) Votes (amount in INR) against the Resolution: -

Particulars	Remote E-Voting	E-Voting at the Meeting	Total
Number of Unsecured Creditors	1	0	1
Number of votes cast	24520445	0	24520445
Invalid votes	0	0	0
% of total number of votes cast	1.733	0.00	<b>1.733</b>

8. The register, in accordance with Rule 20 (4) (xiv) of the Companies (Management & Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, unique ID of the Unsecured creditors and amount due to them by the Company. The said record has been shared with the Company.

Thanking you,  
Yours faithfully,



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**Alwyn D'Souza**  
Practising Company Secretary  
FCS No.5559, CP No.5137  
**Alwyn D'Souza & Co**  
Company Secretaries  
[UDIN : F005559D000187488]

Mumbai, 22<sup>nd</sup> April, 2022