

REF: FLFL/ NCLT/ USC/ 2022

21 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: 536507
Scrip Code of Debt: 957150

NSE Symbol: FLFL

Dear Sir / Madam,

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

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

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

We enclose herewith the summary of proceedings of the Meeting, as required under Regulation 30 of the Listing Regulations as **Annexure I**. The same is also being uploaded on the Company's website www.futurelifestyle.in.

Kindly take the above information on your records.

Thanking you,

Yours faithfully,
For Future Lifestyle Fashions Limited



Sanjay Kumar Mutha
Company Secretary

Encl: as above

Annexure – I

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

The NCLT convened Meeting of the Unsecured Creditors of Future Lifestyle Fashions Limited ("the Company"), was held on Thursday, 21 April 2022 at 9:45 am 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 28 September 2021 read with order dated 28 February 2022 (NCLT Order).

Mr. Shailesh Haribhakti, was appointed as Chairman of the Meeting as per NCLT Order, to chair the Meeting. It was informed to the Meeting that pursuant to the direction of the NCLT Order, the quorum for the aforesaid meeting of Unsecured Creditors of the Company shall be as prescribed under Section 103 of the Companies Act, 2013. It was also informed that the NCLT in its Order clarified that in case the required quorum as stated above was not present at the commencement of the Meeting, the Meeting shall be adjourned by 15 (fifteen) minutes and thereafter the persons present shall be deemed to constitute the quorum.

Since, the requisite quorum was not present, the Chairman adjourned the Meeting by 15 (fifteen) minutes to be reconvened at 10:00 am today on the same VC facility provided to the Creditors. The Chairman called the adjourned Meeting in order, as per the directions issued by NCLT Orders.

The Chairman informed the Unsecured Creditors 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 11 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:

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
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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, Mr. Sanjay Dholakia, the Practicing Company Secretary, was appointed as the Scrutiniser 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 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 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 and placed on the website of the Company at www.futurelifestyle.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.
