

IN THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH

CA (CAA)/8/MB/2021

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013;

AND

In the matter of 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 Textol Trading & Agency Private Limited ("Transferor Company 12"), Nishita 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"), Rivaz 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") (PART 1)

AND

Future Enterprises Limited ("FEL") and Reliance Retail Ventures Limited ("RRVL") and their respective Shareholders and Creditors (PART 2)

AND

Future Enterprises Limited ("FEL") and Reliance Retail and Fashion Lifestyle Limited ("RFLV WOS") and their respective Shareholders and Creditors (PART 3) (the Scheme or 'Lies Scheme')

Future Consumer Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (E), Mumbai, Maharashtra 400 060, India
CIN: L52602MH1996PLC192090

...the Transferor Company 1 /
the First Applicant Company

Future Lifestyle Fashions Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L52100MH2012PLC231654

...the Transferor Company 2 /
the Second Applicant Company

Future Market Networks Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L45400MH2008PLC179914

...the Transferor Company 3 /
the Third Applicant Company

Future Retail Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L51009MH2007PLC268260

...the Transferor Company 4 /
the Fourth Applicant Company

Future Supply Chain Solutions Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L63030MH2006PLC160376

...the Transferor Company 5 /
the Fifth Applicant Company

Futurebazaar India Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: U31900MH2005PLC159197

...the Transferor Company 6 /
the Sixth Applicant Company

Acute Retail Infra Private Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (E), Mumbai, Maharashtra 400 060, India
CIN: U70100MH2005PTC151972

...the Transferor Company 7 /
the Seventh Applicant Company

Basuti Sales and Trading Private Limited, a company incorporated under the Companies Act, 2013 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: U51101MH2016PTC274827

...the Transferor Company 8 /
the Eight Applicant Company

Brattle Foods Private Limited, a company incorporated under the Companies Act, 1956 and having its registered office at 2nd Floor, Umang Tower, Mindspace, Off. Link Road, Malad (West), Mumbai, Maharashtra 400 064, India
CIN: U15490MH2010PTC281788

...the Transferor Company 9 /
the Ninth Applicant Company

Chirag Operating Lease Co. Private Limited, a company incorporated under the Companies Act, 2013 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: U71200MH2014PTC255886

...the Transferor Company 10 /
the Tenth Applicant Company

Hare Krishna Operating Lease Private Limited, a company incorporated under the Companies Act, 2013 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: U71290MH2016PTC272636

...the Transferor Company 11 /
the Eleventh Applicant Company

Nice Textol Trading & Agency Private Limited, a company incorporated under the Companies Act, 2013 having its registered office at 2nd Floor, Umang Tower, Mindspace, Off. Link Road, Malad (West), Mumbai, Maharashtra 400 064, India
CIN: U51909MH2017PTC293564

...the Transferor Company 12 /
the Twelfth Applicant Company

Nishita Mall Management Company Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (E) Mumbai, Maharashtra 400 060, India
CIN: U70100MH2004PTC148033

...the Transferor Company 13 /
the Thirteenth Applicant Company

Ojas Tradelease and Mall Management Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Maharashtra 400 060, India
CIN: U70102MH2006PTC161887

...the Transferor Company 14 /
the Fourteenth Applicant Company

Precision Realty Developers Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Maharashtra 400 060, India
CIN: U70200MH2007PTC166832

...the Transferor Company 15 /
the Fifteenth Applicant Company

Rivaz Trade Ventures Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at 2nd Floor, Umang Tower, Mindspace, Off. Link Road, Malad (West), Mumbai, Maharashtra 400 064, India
CIN: U74998MH2012PTC232339

...the Transferor Company 16 /
the Sixteenth Applicant Company

Syntex Trading & Agency Private Limited, a company incorporated under the Companies Act, 2013 having its registered office at 2nd Floor, Umang Tower, Mindspace, Off. Link Road, Malad (West), Mumbai, Maharashtra 400 064, India
CIN: U51909MH2016PTC287425

...the Transferor Company 17 /
the Seventeenth Applicant Company

Taquito Lease Operators Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at 2nd Floor, Umang Tower, Mindspace, Off. Link Road, Malad (West), Mumbai, Maharashtra 400 064, India
CIN: U70103MH2012PTC231602

...the Transferor Company 18 /
the Eighteenth Applicant Company

Unique Malls Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Maharashtra 400 060, India
CIN: U70100MH2005PTC155104

...the Transferor Company 19 /
the Nineteenth Applicant Company

Future Enterprises Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L52399MH1987PLC044954

...the Transferor Company 20 /
the Twentieth Applicant Company

(collectively referred to as the Applicant Companies)

Notice for the meetings of Equity Shareholders [Members comprising of equity shareholders and Class B (Series - 1) shareholders in case of the Twentieth Applicant Company], Secured Creditors and Unsecured Creditors of the respective Applicant Companies.

Pursuant to an Order dated 28th September 2021 ("Tribunal Order"), the Mumbai Bench of the National Company Law Tribunal ("Tribunal") had directed meetings to be held of the Equity Shareholders [Members comprising of equity shareholders and Class B (Series - 1) shareholders in case of the Twentieth Applicant Company], Secured Creditors and Unsecured Creditors of the Applicant Companies, for the purpose of considering, and if thought fit, approving, with or without modification(s), the proposed Scheme under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") as per the below schedule through video conferencing (VC) / other audio visual mode (OAVM):

Details of Meeting	Date of meeting
Meeting of Equity Shareholder of the 1st Applicant Company, the 2nd Applicant Company, the 3rd Applicant Company, the 4th Applicant Company, the 5th Applicant Company and the 20th Applicant Company	10th November, 2021
Meeting of Secured Creditors and Unsecured Creditors of the 1st Applicant Company, the 2nd Applicant Company, the 3rd Applicant Company, the 4th Applicant Company, the 5th Applicant Company and the 20th Applicant Company	11th November, 2021
Meeting of Secured Creditors of the 6th Applicant Company, the 7th Applicant Company, the 8th Applicant Company, the 9th Applicant Company, the 10th Applicant Company, the 11th Applicant Company, the 12th Applicant Company, the 13th Applicant Company, the 14th Applicant Company, the 15th Applicant Company, the 16th Applicant Company, the 17th Applicant Company, the 18th Applicant Company and the 19th Applicant Company	12th November, 2021
Meeting of Unsecured Creditors of the 6th Applicant Company, the 7th Applicant Company, the 8th Applicant Company, the 9th Applicant Company, the 10th Applicant Company, the 11th Applicant Company, the 12th Applicant Company, the 13th Applicant Company, the 14th Applicant Company, the 15th Applicant Company, the 16th Applicant Company, the 17th Applicant Company, the 18th Applicant Company and the 19th Applicant Company	13th November, 2021

Subsequent to the said order of the Tribunal, an Application No. 350 of 2021 was filed with the Tribunal for seeking directions for rescheduling the aforesaid meetings. The Tribunal has reserved the order in the said application and has directed that no meeting to be held until final order is pronounced on the Application. Accordingly, we hereby inform that the above Meetings are deferred under the directions of the Tribunal and would not be conducted as per their earlier respective schedules. Post receipt of the order from the Tribunal, the Applicant Companies shall take necessary actions and make requisite disclosures / intimations as may be directed by the Tribunal.

Sd/-

Date : 8th November 2021
Place : Mumbai

Chairperson appointed for the meetings of Equity Shareholders,
Secured Creditors and Unsecured Creditors of the respective Applicant Companies.

AND
In the matter of 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"), Basul 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"), Nisha Mall Management Company Private Limited ("Transferor Company 13"), Ojas Tradeless and Mall Management Private Limited ("Transferor Company 14"), Precision Realty Developers Private Limited ("Transferor Company 15"), Rivaz 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") (PART 1)

AND
Future Enterprises Limited ("FEL") and Reliance Retail Ventures Limited ("RRVL") and their respective Shareholders and Creditors (PART 2)

AND
Future Enterprises Limited ("FEL") and Reliance Retail and Fashion Lifestyle Limited ("RRVL WOS") and their respective Shareholders and Creditors (PART 3) (the Scheme or this Scheme)

Future Consumer Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (E), Mumbai, Maharashtra 400 060, India
CIN: L52602MH1996PLC192090

.....the Transferor Company 1 /
the First Applicant Company

Future Lifestyle Fashions Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L52100MH2012PLC231654

.....the Transferor Company 2 /
the Second Applicant Company

Future Market Networks Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L45400MH2008PLC178914

.....the Transferor Company 3 /
the Third Applicant Company

Future Retail Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L51909MH2007PLC268269

.....the Transferor Company 4 /
the Fourth Applicant Company

Future Supply Chain Solutions Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L53030MH2006PLC160576

.....the Transferor Company 5 /
the Fifth Applicant Company

Futurebazaar India Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: U51900MH2006PLC159197

.....the Transferor Company 6 /
the Sixth Applicant Company

Acute Retail Infra Private Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (E), Mumbai, Maharashtra 400 060, India
CIN: U70100MH2005PLC151972

.....the Transferor Company 7 /
the Seventh Applicant Company

Basul Sales and Trading Private Limited, a company incorporated under the Companies Act, 2013 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: U51101MH2016PTC274827

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CIN: U15490MH2010PTC281788

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the Ninth Applicant Company

Chirag Operating Lease Co. Private Limited, a company incorporated under the Companies Act, 2013 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: U71200MH2014PTC255886

.....the Transferor Company 10 /
the Tenth Applicant Company

Hare Krishna Operating Lease Private Limited, a company incorporated under the Companies Act, 2013 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: U71290MH2016PTC272636

.....the Transferor Company 11 /
the Eleventh Applicant Company

Nice Texcot Trading & Agency Private Limited, a company incorporated under the Companies Act, 2013 having its registered office at 2nd Floor, Umang Tower, Mindspace, Off. Link Road, Malad (West), Mumbai, Maharashtra 400 064, India
CIN: U51909MH2017PTC293564

.....the Transferor Company 12 /
the Twelfth Applicant Company

Nisha Mall Management Company Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (E) Mumbai, Maharashtra 400 060, India
CIN: U70100MH2004PTC148033

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the Thirteenth Applicant Company

Ojas Tradeless and Mall Management Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
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.....the Transferor Company 14 /
the Fourteenth Applicant Company

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CIN: U70200MH2007PTC166032

.....the Transferor Company 15 /
the Fifteenth Applicant Company

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CIN: U74999MH2012PTC232339

.....the Transferor Company 16 /
the Sixteenth Applicant Company

Syntex Trading & Agency Private Limited, a company incorporated under the Companies Act, 2013 having its registered office at 2nd Floor, Umang Tower, Mindspace, Off. Link Road, Malad (West), Mumbai, Maharashtra 400 064, India
CIN: U51909MH2016PTC287425

.....the Transferor Company 17 /
the Seventeenth Applicant Company

Taquito Lease Operators Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at 2nd Floor, Umang Tower, Mindspace, Off. Link Road, Malad (West), Mumbai, Maharashtra 400 064, India
CIN: U70103MH2012PTC231662

.....the Transferor Company 18 /
the Eighteenth Applicant Company

Unique Malls Private Limited, a company incorporated under the Companies Act, 1956 having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Maharashtra 400 060, India
CIN: U70100MH2005PTC155104

.....the Transferor Company 19 /
the Nineteenth Applicant Company

Future Enterprises Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Road, Jogeshwari (East), Mumbai, Maharashtra 400 060, India
CIN: L52399MH1987PLC044954

.....the Transferee Company 20 /
the Twentieth Applicant Company

(collectively referred to as the Applicant Companies)

Notice for the meetings of Equity Shareholders (Members comprising of equity shareholders and Class B (Series-1) shareholders in case of the Twentieth Applicant Company), Secured Creditors and Unsecured Creditors of the respective Applicant Companies.
Pursuant to an Order dated 28th September 2021 ("Tribunal Order"), the Mumbai Bench of the National Company Law Tribunal ("Tribunal") had directed meetings to be held of the Equity Shareholders (Members comprising of equity shareholders and Class B (Series-1) shareholders in case of the Twentieth Applicant Company), Secured Creditors and Unsecured Creditors of the Applicant Companies, for the purpose of considering, and if thought fit, approving, with or without modification(s), the proposed Scheme under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") as per the below schedule through video conferencing (VC) / other audio visual mode (OAVM):

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Meeting of Unsecured Creditors of the 6th Applicant Company, the 7th Applicant Company, the 8th Applicant Company, the 9th Applicant Company, the 10th Applicant Company, the 11th Applicant Company, the 12th Applicant Company, the 13th Applicant Company, the 14th Applicant Company, the 15th Applicant Company, the 16th Applicant Company, the 17th Applicant Company, the 18th Applicant Company and the 19th Applicant Company	13th November, 2021

Subsequent to the said order of the Tribunal, an Application no.350 of 2021 was filed with the Tribunal for seeking directions for rescheduling the aforesaid meetings. The Tribunal has reserved the orders in the said application and has directed that no meeting to be held until final order is pronounced on the Application. Accordingly, we hereby inform that the above Meetings are deferred under the directions of the Tribunal and would not be conducted as per their earlier respective schedules. Post receipt of the order from the Tribunal, the Applicant Companies shall take necessary actions and make requisite disclosures / intimations as may be directed by the Tribunal.

Date : 8th November 2021

Place : Mumbai

Sd/-
Chairperson appointed for the meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors of the respective Applicant Companies.