



K Bindu & Associates
Company Secretaries

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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,

The Chairman of NCLT convened meeting of Secured Creditors

UNIQUE MALLS PRIVATE LIMITED

(CIN: U70100MH2005PTC155104)

Knowledge House, Shyam Nagar,

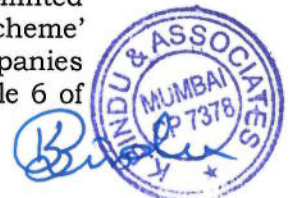
Off. Jogeshwari-Vikhroli Link Road,

Jogeshwari (East), Mumbai-400060

Dear Sir,

Subject: Scrutinizer's Report for the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) convened Meeting of Secured Creditors of Unique Malls Private Limited ("the Company") pursuant to the order made by NCLT on 28th September 2021 read with the order dated 28th February 2022 (collectively referred to as "the Order") held on Friday, 22nd April 2022 at 05:00 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (Meeting):

I, Bindu Darshan Shah, Proprietor of K Bindu & Associates, Company Secretaries, Mumbai, was appointed as Scrutinizer by the Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench vide order pronounced on 28th September 2021 ("said Order") read with the order of Hon'ble NCLT dated 28th February 2022 (collectively referred to as "the Order") for the purpose of e-voting process prior to the Meeting and at the Meeting, conducted as per the said Order, seeking approval of Secured Creditors for the Composite Scheme of Arrangement between Future Consumer Limited ("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 ("the 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") and 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 and submit my report as under :

1. 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 Secured 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 Secured Creditors of the Company whose email addresses were not available with the Company/Depository Participant(s).
2. The Company had appointed National Securities Depository Limited (NSDL) for conducting the electronic voting by the Secured Creditors of the Company;
3. The Company has provided an e-voting facility to the Secured Creditors to cast their votes either through remote e-voting or through e-voting at the Meeting.
4. The Company had availed the e-voting facility provided by NSDL for conducting the remote e-voting by the secured creditors of the Company. The remote e-voting commenced on Tuesday, 19th April 2022 at 9:00 a.m. and concluded on Thursday, 21st April 2022 at 5:00 p.m.
5. The Cut-off Date was Monday, 31st January 2022 for the purpose of deciding the secured creditors entitled to vote on the resolution.
6. The result of the voting is as under:

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

Particulars	Remote E-Voting	E-Voting at the Meeting	Total
Number of Secured Creditors	1	0	1
Number of votes cast	2,25,21,26,404	0	2,25,21,26,404
Invalid votes	0	0	0
% of total number of votes cast	90.39	0	90.39

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

Particulars	Remote E-Voting	E-Voting at the Meeting	Total
Number of Secured Creditors	2	0	2
Number of votes cast	23,94,81,317	0	23,94,81,317
Invalid votes	0	0	0
% of total number of votes cast	9.61	0	9.61

Total number of secured creditors voted for resolution is three out of which majority have voted against the resolution.



7. 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 creditors and amount due to them by the Company. The said record has been shared with the Company.

**For K Bindu & Associates
Company Secretaries**



**Bindu Darshan Shah
Proprietor**

Membership No. 20066: C.P. No. 7378



Place: Mumbai

Date: 23rd April 2022

UDIN: **A020066D000195142**