

JV AND ASSOCIATES LLP

1602, Tower – B, Beaumonde, Appasaheb Marathe Marg, Mumbai – 400 025

March 27, 2012

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort,

Mumbai - 400001

**Fax Nos: 022-22723353/22722039/
22723121**

National Stock Exchange of India Limited

Exchange Plaza,

Bandra Kurla Complex,

Mumbai - 400051

Fax Nos: 022 26598237/26598238

Sub: Revised Disclosure under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir/Madam,

Please find enclosed revised disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with a change in point no. 3 in the disclosure mentioning that acquirer does not belong to promoter and promoter group of the Company and a change in point no. 5 in the disclosure mentioning the pre and post holding of 20,00,000 warrants by the Person acting in concert.

Request you to take on record and acknowledge the receipt of the same.

Yours truly,

For JV AND ASSOCIATES LLP

For V. Vaidyanathan

V.Vaidyanathan

Designated Partner

Revised Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company	Future Capital Holdings Limited				
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	JV and Associates LLP	Person Acting in Concert		Mr. V. Vaidyanathan	
3.	Whether the acquirer belongs to Promoter/Promoter group	No				
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. Bombay Stock Exchange Limited 2. National Stock Exchange of India Limited				
5.	Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC	Number		% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)	
		Acquirer	Person Acting in Concert	Acquirer	Person Acting in Concert	
	Before the acquisition under consideration, holding of:					
	a) Shares carrying voting rights	-	1,47,904	-	0.23%	
	b) Voting rights (VR) otherwise than by shares	-	-	-	-	
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	20,00,000	-	N.A.	
	Total (a+b+c)	-	21,47,904	-	0.23%	

	<u>Details of acquisition</u>						
	a) Shares carrying voting rights	13,75,000	-	2.12%	-	1.84%	-
	b) Voting rights (VR) otherwise than by shares	-	-	-	-	-	-
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-	-	-	-
	Total (a+b+c)	13,75,000	-	2.12%	-	1.84%	-
	After the acquisition, holding of:						
	a) Shares carrying voting rights	13,75,000	1,47,904	2.12%	0.23%	1.84%	0.20%
	b) Voting rights (VR) otherwise than by shares	-	-	-	-	-	-
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	20,00,000	-	N.A.	-	2.67%
	Total (a+b+c)	13,75,000	21,47,904	2.12%	0.23%	1.84%	2.87%

6.	Mode of acquisition (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off Market (By way of gift)
7.	Date of acquisition of/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC	March 27, 2012
8.	Equity share capital / total voting capital of the TC before the said acquisition	6,47,98,484 equity shares of Rs. 10/- each totaling to Rs. 64,79,84,840/-
9.	Equity share capital/ total voting capital of the TC after the said acquisition	6,47,98,484 equity shares of Rs. 10/- each totaling to Rs. 64,79,84,840/-
10.	Total diluted share/voting capital of the TC after the said acquisition	7,47,98,484 equity shares of Rs. 10/- each totaling to Rs. 74,79,84,840/-

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



Signature of the acquirer / Authorised Signatory

Place: Mumbai

Date: March 27, 2012