

CONSUMER GOODS TRUST

5th Floor, Sobo Mall, Near Haji Ali, No. 28, Pt. Madan Mohan Malviya Road, Tardeo, Mumbai – 400 034

Annexure – A

To,
Dept. of Corporate Services (CRD)
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra- Kurla Complex, Bandra (East)
Mumbai – 400051

Scrip Code: 533400

Symbol: FCONSUMER

Dear Sir / Madam

Sub: **Proposed inter-se transfer of shares of Future Consumer Limited (formerly known as Future Consumer Enterprise Limited), in terms of Regulation 10(1)(a)(iii) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (SEBI (SAST) Regulations, 2011).**

This is with reference to the captioned subject. It is hereby declare that:

1. the acquisition price would not be higher by more than 25 % of the price computed in accordance with Regulation 8 of SEBI (SAST) Regulations, 2011;
2. the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the SEBI (SAST) Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997).
3. all the conditions specified under regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 to the extent applicable with respect to exemptions have been duly complied with.

For Consumer Goods Trust


Authorised Signatory
(Acquirer)

Date: 22 March 2017
Place: Mumbai

To,
Dept. of Corporate Services (CRD)
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra- Kurla Complex, Bandra (East)
Mumbai- 400 051

Scrip Code: 533400

Symbol: FCONSUMER

Dear Sir / Madam

Sub: **Proposed inter-se transfer of shares of Future Consumer Limited (*formerly known as Future Consumer Enterprise Limited*) , in terms of Regulation 10(1)(a)(iii) of SEBI (SAST) Regulations, 2011.**

This is with reference to the captioned subject, please find attached herewith Disclosure under Regulation 10(5) – Intimation to Stock Exchange in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.

Kindly take the same on record.

For Consumer Goods Trust



Authorised Signatory
(Acquirer)

Date:22March2017

Place:Mumbai

Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011					
1	Name of the Target Company (TC)	FUTURE CONSUMER LIMITED (formerly known as Future Consumer Enterprise Limited)			
2	Name of the acquirer(s)	Consumer Goods Trust			
3	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	No. The acquirer and the transferor are qualifying persons under regulation 10(1)(a)(iii).			
4	Details of the proposed acquisition				
	a. Name of the person(s) from whom shares are to be acquired	Future Corporate Resources Limited			
	b. Proposed date of acquisition	On or after March 30, 2017.			
	c. Number of shares to be acquired from each person mentioned in 4(a) above	57,20,45,543 equity shares of TC, acquired indirectly by way of acquisition of Future Capital Investment Private Limited, a subsidiary of Future Corporate Resources Limited			
	d. Total shares to be acquired as % of share capital of TC	34.41%			
	e. Price at which shares are proposed to be acquired	Not applicable. It is indirect acquisition of equity shares of TC.			
	f. Rationale, if any, for the proposed transfer	Inter se restructuring of promoter shareholding of the TC.			
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10 (1) (a) (iii)			
6	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period	Volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the on NSE is Rs.24.84 per Equity Share			
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.			
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not applicable. It is indirect acquisition of equity shares of TC.			
9	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Enclosed as Annexure-A			
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Enclosed as Annexure-A			
11	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	Shareholding details (*)	722,212,331	43.44	722,212,331	43.44
	Total	722,212,331	43.44	722,212,331	43.44

Note:

(*) The shareholding remains the same before and after the proposed transaction, since the acquirer proposes to acquire shares of TC through an indirect acquisition

The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Particulars	Before the proposed transaction		After the proposed transaction	
Future Corporate Resources Limited	100	0.00	100	0.00
Ryka Commercial Ventures Private Limited	100	0.00	100	0.00
Future Capital Investment Private Limited*	572,044,943	34.41	572,044,943	34.41
Central Departmental Stores Private Limited	100	0.00	100	0.00
Future Enterprises Limited	150,000,000	9.02	150,000,000	9.02
Gargi Business Ventures Private Limited	100	0.00	100	0.00
ESES Commercials Private Limited	100	0.00	100	0.00
Manz Retail Private Limited	100	0.00	100	0.00
Ashni Biyani	67,169	0.00	67,169	0.00
Avni Biyani	99,619	0.01	99,619	0.01
Total	722,212,331	43.44	722,212,331	43.44

(*) The Acquirer proposes to acquire shares of Future Capital Investment Private Limited

For Consumer Goods Trust



Date: 22 March 2017

Place: Mumbai

Authorised Signatory
(Acquirer)