

FUTURE CAPITAL INVESTMENT PRIVATE LIMITED

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)(ii) 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 Future Capital Investment Private Limited



Authorised Signatory
(Acquirer)

Date: 28th June 2017

Place: Mumbai

CC to : Future Consumer Limited

Knowledge House, Shyam Nagar,
Off Jogeshwari Vikhroli Link Road,
Jogeshwari (East)
Mumbai MH 400060 IN

Knowledge House, Shyam Nagar, Off. Jogeshwari -Vikhroli Link Road, Jogeshwari (East), Mumbai-400060
CIN: U99999MH2006PTC159513

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 (<i>fka Future Consumer Enterprises Limited</i>)
2	Name of the acquirer(s)	Future Capital Investment Private Limited
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	Yes
4	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Future Enterprises Limited
	b. Proposed date of acquisition	on or after 5th July, 2017
	c. Number of shares to be acquired from each person mentioned in 4(a) above	14,99,99,900 Equity Shares
	d. Total shares to be acquired as % of share capital of TC	9.02%
	e. Price at which shares are proposed to be acquired	Block /Bulk deal at prevailing market price.
	f. Rationale, if any, for the proposed transfer	Inter-se restructuring of Promoter Shareholding of the Target Company
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii)
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 National Stock Exchange of India Limited (NSE) is Rs. 32.34 per Equity Share
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
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.	Declaration enclosed as Annexure A
9	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	Declaration enclosed as Annexure A Enclosed herewith as Annexure B



10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Declaration 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
	a. Acquirer(s) and PACs (other than sellers)(*)	645,836,345	38.85	795,836,245	47.87
	b. Seller (s)	150,000,000	9.02	100	-
	Total	795,836,345	47.87	795,836,345	47.87

Note:

(*) Shareholding of each entity may be shown separately and then collectively in a group.

The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one

FOR FUTURE CAPITAL INVESTMENT PRIVATE LIMITED

Date: 28.06.2017

Place: Mumbai


AUTHORISES SIGNATORY

Acquirer(s) and PACs (other than sellers)(*)	Before the proposed transaction		After the proposed transaction	
	No. of Shares	%	No. of Shares	%
Future Corporate Resources Limited	8,900,100	0.54	8,900,100	0.54
PIL Industries Limited	5,426,902	0.33	5,426,902	0.33
Ryka Commercial Ventures Private Limited	100	0.00	100	0.00
Future Capital Investment Private Limited	631,342,055	37.98	781,341,955	47.00
Gargi Business Ventures Private Limited	100	0.00	100	0.00
Central Departmental Stores Private Limited	100	0.00	100	0.00
Weavette Business Ventures Private Limited	-	0.00	-	0.00
Manz Retail Private Limited	100	0.00	100	0.00
ESES Commercials Private Limited	100	0.00	100	0.00
Ms. Ashni Biyani	67,169	0.00	67,169	0.00
Ms. Avni Biyani	99,619	0.01	99,619	0.01
Total	645,836,345	38.85	795,836,245	47.87

FOR FUTURE CAPITAL INVESTMENT PRIVATE LIMITED

Date: 28.06.2017

Place: Mumbai


AUTHORISES SIGNATORY

FUTURE CAPITAL INVESTMENT PRIVATE LIMITED

Annexure – A

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 533400

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

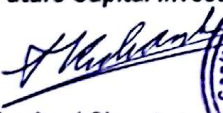
Dear Sir / Madam

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)(ii) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 ("Takeover Code")

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 Takeover Code;
2. The transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) and will comply with applicable disclosure requirements in Chapter V of the Takeover Code;
3. All the applicable conditions as specified in Regulation 10(1)(a) of Takeover Code with respect to exemptions have been duly complied with.

for Future Capital Investment Private Limited


Authorised Signatory



Date: 28th June, 2017

Place: Mumbai

ANNEXURE B						
Sl .No.	Regulation	Transaction Date	Due date for compliance as mentioned in the Regulation	Actual date of compliance	Delay, if any in No. of Days (4 - 3)	Remarks
1	2	3	4	5	6	7
Future Capital Investment Private Limited						
1	Regulation 31	6-May-14	Seven working days from the date of Transaction	14-May-14	NA	
		2-Jun-14		10-Jun-14	NA	
		5-Jun-14		10-Jun-14	NA	
		5-Jan-15		13-Jan-15	NA	
		26-May-15		29-May-15	NA	
		27-Jun-15		6-Jul-15	NA	
		18-Sep-15		29-Sep-15	NA	
		20-Feb-17		28-Feb-17	NA	
		30-Mar-17		7-Apr-17	NA	
		30-Mar-17		7-Apr-17	NA	
		31-Mar-17		7-Apr-17	NA	
		31-Mar-17		7-Apr-17	NA	
		31-Mar-17		7-Apr-17	NA	
		31-Mar-17		7-Apr-17	NA	
		31-Mar-17		7-Apr-17	NA	
		5-May-17		15-May-17	NA	
2	Regulation 30	31-Mar-15	Seven working days from the end of Financial year	13-Apr-15	NA	
		31-Mar-16		8-Apr-16	NA	
		31-Mar-17		12-Apr-17	NA	
3	Regulation 29	5-Nov-14	Two working days from the transaction date	7-Nov-14	NA	
		6-Jun-15		8-Jun-15	NA	
		28-Mar-17		29-Mar-17	NA	
		31-Mar-17		3-Apr-17	NA	(revised submitted on 04-Apr-17)
Future Enterprises Limited						
1	Regulation 30	31-Mar-15	Seven working days from the end of Financial year	13-Apr-15	NA	
		31-Mar-16		8-Apr-16	NA	
		31-Mar-17		12-Apr-17	NA	

