

CENTRAL DEPARTMENTAL STORES PRIVATE LIMITED

2nd Floor, Sobo Central Mall, Pt. Madan Mohan Malviya Road, Haji Ali, Tardeo,

Mumbai 400034

(CIN: U51909MH2006PTC164209)

18th May, 2018

To,

Dept. of Corporate Services (CRD)

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai- 400 001

Fax Nos.: 22723121 / 22722037 / 22722039

/ 22722041 / 22722061 / 22723719 /

22721082

BSE Scrip Code: 523574/570002

Listing Department

The National Stock Exchange of India
Limited

Exchange Plaza,

Bandra- Kurla Complex,

Bandra (East),

Mumbai- 400 051

Fax Nos. 26598237 / 26598238

NSE Symbol: FEL/FELDVR

Dear Sir,

Sub:Disclosure pursuant to regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is with reference to the captioned subject, please find attached herewith Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Central Departmental Stores Private Limited



**Authorised Signatory
(Acquirer)**



For Surplus Finvest Private Limited



**Authorized Signatory
(Acquirer)**



Encl: as above

Disclosure under Regulations 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Disclosure under Regulations 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011		Future Enterprises Limited				
1	Name of the Target Company (TC)					
2	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer:	Central Departmental Stores Private Limited (CDSPL) Surplus Finvest Private Limited (SFPL)			
		Promoters and PACs	Kishore Biyani, Infra Trust, Akar Estate & Finance Pvt. Ltd., Lifestyle Trust, Ryka Commercial Ventures Pvt. Ltd., Consumer Goods Trust, Future Capital Investment Pvt. Ltd., Retail Trust, Suhani Trading and Investment Consultants Pvt. Ltd., Laxminaryan Biyani, Vijay Biyani, Anil Biyani, Gopikishan Biyani, Sunil Biyani, Rakesh Biyani, Vivek Biyani and Ashni Biyani.			
3	Whether the acquirer belongs to Promoter/Promoter group	The acquirer belongs to the Promoter Group.				
4	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited				
5	Details of the acquisition / disposal/ holding of Shares / voting rights / holding of the Acquirer and PAC	Number of Equity Shares	Number Class B (Series I) Shares)	Total voting rights (+)	% w.r.t.total share/voting capital wherever applicable (*) (@)	% w.r.t. total diluted share/voting capital of the TC (**)
	Before the-acquisition/disposal under consideration, holding of :					
	a) #Acquirer (CDSPL)- Equity Shares carrying voting rights	177,347,927	-	177,347,927	36.68	36.68
	#Acquirer (CDSPL)- Class B (Shares I) Shares carrying voting rights	-	25,441,753	19,081,314.75	3.95	3.95
	## Equity Shares carrying voting rights held by PACs	27,899,142	-	27,899,142	5.77	5.77
	## Class B (Series I) Shares carrying voting rights held by PACs	-	2,994,827	2,246,120.25	0.46	0.46
	b) Shares in the nature of encumbrance (pledge/lien/non disposal undertaking/others)	-	-	-	-	-
	c) Voting rights (VR) otherwise than by shares	-	-	-	-	-
	d) 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)	-	-	-	-	-
	(e) Total (a+b+c+d)	205,247,069	28,436,580	226,574,504	46.86	46.86
	Details of acquisition / sale					
	a) Equity Shares carrying voting rights acquired/sold- By CDSPL (Annexure A)	22,763,503	-	22,763,503	4.71	4.71
	By virtue of Scheme - (Refer Annexure A)	77,534	-	77,534	0.02	0.02
		(77,534)	-	(77,534)	(0.02)	(0.02)
	By virtue of Scheme - (Refer Annexure A)	-	27,009	20,257	0.00	0.00
			(27,009)	(20,257)	(0.00)	(0.00)
	b) VRs acquired /sold otherwise than by shares	-	-	-	-	-
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) sold	-	-	-	-	-
	d) Shares encumbered/invoked/released by the acquirer	-	-	-	-	-
	(e) Total (a+b+c+d)	22,763,503	-	22,763,503	4.71	4.71
	After the acquisition / sale, holding of:					
	a) #Acquirer (CDSPL+SFPL) - Equity Shares carrying voting rights	200,188,964	-	200,188,964	41.40	41.40
	#Acquirer (CDSPL+SFPL)- Class B (Shares I) Shares carrying voting rights	-	25,468,762	19,101,572	3.95	3.95
	## Equity Shares carrying voting rights held by PACs	27,821,608	-	27,821,608	5.75	5.75
	## Class B (Series I) Shares carrying voting rights held by PACs	-	2,967,818	2,225,863.50	0.46	0.46
	b) Shares encumbered with the acquirer	-	-	-	-	-
	c) VRs otherwise than by shares	-	-	-	-	-
	d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after sale.	-	-	-	-	-
	(e) Total (a+b+c+d)	228,010,572	28,436,580	249,338,007	51.57	51.57
6	Mode of acquisition / sale (e.g. open market / off-market / public issue /rights issue / preferential allotment /inter-se transfer etc).	Open Market Acquisition by CDSPL; and Acquisition pursuant to the scheme of amalgamation of Aaradhak Commercial Ventures Private Limited with Pee Dee Retail Assets Private Limited and of Pee Dee Retail Assets Private Limited with Surplus Finvest Private Limited and their respective shareholders sanctioned by the National Company Law Tribunal, Mumbai Bench vide order dated 22.01.2018 and filed with ROC on 13.03.2018				
7	Date of acquisition / sale of shares AVR or date of receipt of intimation of allotment of shares, whichever is applicable	Open Market Acquisition on 16.01.2018, 17.01.2018, 06.03.2018, 23.03.2018 and 17.05.2018 (Refer Annexure A); and Acquisition pursuant to the scheme of amalgamation of Aaradhak Commercial Ventures Private Limited with Pee Dee Retail Assets Private Limited and of Pee Dee Retail Assets Private Limited with Surplus Finvest Private Limited and their respective shareholders sanctioned by the National Company Law Tribunal, Mumbai Bench vide order dated 22.01.2018 and filed with ROC on 13.03.2018 (Refer Annexure A)				
8	Equity share capital / total voting capital of the TC before the said acquisition / sale (Refer Annexure B for Voting capital)	483,528,077				
9	Equity share capital/ total voting capital of the TC after the said acquisition / sale (Refer Annexure B for Voting capital)	483,528,077				
10	Total diluted share/voting capital of the TC after the said acquisition/sale(*). (Refer Annexure B for Voting capital)	483,528,077				



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(*) Total Share Capital/Voting Capital to be taken as per the latest filing done by the company to the Stock Exchange under the listing regulations

(**) 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.

(+) Voting Rights – Equity Shares are entitled to 1 vote for every 1 equity share.

Class B (Series 1) Shares are entitled to 3 votes for every 4 Class B (Series 1) Shares.

(@) The percentage with respect to total share / voting capital is calculated on present Equity Share Capital and Class B (Series 1) Share Capital.

(#) Aggregate shareholding of all acquirers.

(##) Aggregate shareholding of PACs taken together



For Central Departmental Stores Pvt Ltd
For Surplus Finvest Private Limited

[Signature]

Director / Authorised Signatory

Place: Mumbai
Date: 18.05.2018

Annexure A							
Sr.no	Name of the Acquirer	Equity shares				Class B (Series I) Shares	
		Acquisition		Acquisition Pursuant to Scheme of Amalgamation		Acquisition Pursuant to Scheme of Amalgamation	
		Date	No. of Equity shares	Date	No. of Equity shares	Date	No. of shares
1	Central Departmental Stores Pvt Ltd (\$)	16.01.2018	104,589	-	-	-	-
2	Central Departmental Stores Pvt Ltd (\$)	17.01.2018	30,000	-	-	-	-
3	Central Departmental Stores Pvt Ltd (\$)	06.03.2018	196,000	-	-	-	-
4	Surplus Finvest Private Limited (^)	-	-	13.03.2018	77,534	13.03.2018	27,009
5	Central Departmental Stores Pvt Ltd (\$)	23.03.2018	182,914	-	-	-	-
6	Central Departmental Stores Pvt Ltd (\$)	17.05.2018	22,250,000	-	-	-	-
Total			22,763,503		77,534		27,009

\$ Acquired Open Market

^ Acquisition pursuant to the scheme of amalgamation of Aaradhak Commercial Ventures Private Limited with Pee Dee Retail Assets Private Limited and of Pee Dee Retail Assets Private Limited with Surplus Finvest Private Limited and their respective shareholders sanctioned by the National Company Law Tribunal, Mumbai Bench vide order dated 22.01.2018 and filed with ROC on 13.03.2018

Annexure B		
Calculation of Voting Capital of Future Enterprises Limited		
	No. of shares	Voting Rights Capital
Equity shares	453,997,068	453,997,068
Class B (Series 1) Shares	39,374,679	29,531,009
Total Equity Capital & Total Voting Rights	493,371,747	483,528,077