JM FINANCIAL

May 28, 2015

National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C-1, G Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051

Dear Sirs,

Re: Disclosure u/r 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Symbol: FLFL

Pursuant to Regulation 29(2) read with Regulation 29(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the said Regulations), we make the necessary disclosure in the form specified under the said Regulations.

Kindly take the same on your record and acknowledge receipt.

Thank you.

Yours faithfully,
for JM Financial Products Limited

Akshar Biyani
Company Secretary

Encl: a/a

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

Name of the Target Company (TC)	**Future Lifestyle Fashions Limited**		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	**JM Financial Products Limited** **JM Financial Services Limited**		
Whether the acquirer belongs to Promoter/Promoter group	**No**		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	**National Stock Exchange of India Limited** **BSE Limited**		
Details of the acquisition / disposal as follows	Number	% w.r.t.total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the ~~acquisition~~/sale under consideration, holding of :			
a) ~~Shares carrying voting rights~~	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/ ~~non-disposal undertaking~~/ others)			
JM Financial Products Limited[I]	**1,06,18,648**	**5.70%**	**5.60%**
JM Financial Services Limited[II]	**13,769**	**0.01%**	**0.01%**
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)**	**1,06,32,417**	**5.71%**	**5.61%**
Details of ~~acquisition~~/sale			
a) ~~Shares carrying voting rights acquired/sold~~	-	-	-
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) acquired/sold~~	-	-	-
d) Shares ~~encumbered / invoked~~/released by the acquirer [III]			
JM Financial Services Limited	**(1,04,99,112)**	**(6.61%)**	**(5.51%)**
e) Total (a+b+c+/-d)	(1,04,99,338)	(5.64%)	(5.54%)

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~~d) Shares carrying voting rights held by~~			
b) Shares encumbered with the acquirer			
JM Financial Products Limited[IV]	**1,38,236**	**0.07%**	**0.07%**
JM Financial Services Limited[V]	**643**	**0.00%**	**0.00%**
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 acquisition~~	-	-	-
e) Total (a+b+c+d)	**1,38,879**	**0.07%**	**0.07%**
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	**Off Market (Release of encumbrance)**		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	**Release of encumbrance on shares aggregating more than 2% on May 26, 2015**		
Equity share capital / total voting capital of the TC before the said acquisition / sale*	**18,62,09,031 equity shares**		
Equity share capital/ total voting capital of the TC after the said acquisition / sale*	**18,62,09,031 equity shares**		
Total diluted share/voting capital of the TC after the said acquisition**	**18,95,05,731 equity shares**		

(*) Total share capital/ voting capital is taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

I These shares were held as collateral to secure the loan sanctioned/given to the borrower(s) as on April 21, 2015.
II These shares were held as margin from the client(s) as on April 21, 2015.
III This disclosure is made since the release of encumbrance (gross) on shares exceeded the threshold limit for disclosure on May 26, 2015.
IV These shares are held as collateral to secure the loan sanctioned / given to the borrower(s) as on May 26, 2015.
V These shares are held as margin from the client(s) as on May 26, 2015.

for JM Financial Products Limited

Akshar Biyani
Company Secretary

Place: Mumbai
Date: May 28, 2015