

## **FUTURE IDEAS REALTORS INDIA LIMITED**

**Regd. Off.: Knowledge House, Shyam Nagar, Jogeshwari Vikhroli Link Road,  
Jogeshwari (East), Mumbai 400 060. (CIN: U70102MH2007PLC175707)**

---

08<sup>th</sup> June 2015

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

Listing Department  
The National Stock Exchange of  
India Limited  
Exchange Plaza,  
Bandra - Kurla Complex,  
Bandra (East),  
Mumbai- 400 051  
Fax Nos. 26598237 / 26598238

BSE Scrip Code: 536507

NSE Symbol: FLFL

Dear Sir / Madam,

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

With reference to above subject, we are enclosing herewith disclosure pursuant to regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for Acquisition and Sale/Transfer of Equity Shares of Future Lifestyle Fashions Limited by the Company and other PAC's.

Kindly take the above on your record

Thanking you,

Yours faithfully,

**For Future Ideas Realtors India Limited**

  
**Authorized Signatory**

Encl: as above

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

|    |                                                                                                                                                                                      |                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|------------------------------------------------------------|
| 1  | Name of the Target Company (TC)                                                                                                                                                      | Future Lifestyle Fashions Limited                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
| 2  | Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                                        | Acquirer:                                                                                                                                                                                                                        | Ariette Infrastructure Private Limited, Tirumal Trading & Investment Consultants Private Limited and Future Ideas Realtors India Limited                                                                                                                                                                                                                                                                                                     |                                                            |                                                            |
|    |                                                                                                                                                                                      | PACs                                                                                                                                                                                                                             | Kishore Biyani, Future Retail Ltd.,Future Corporate Resources Limited, PIL Industries Ltd., Ryka Commercial Ventures Private Limited, Gargi Developers Pvt. Ltd., Central Departmental Stores Pvt. Ltd., MANZ Retail Pvt. Ltd.,Akar Estate & Finance Pvt. Ltd., Future Capital Investment Pvt. Ltd., Laxminaryan Biyani, Vijay Biyani, Anil Biyani, Gopikishan Biyani, Sunil Biyani, Rakesh Biyani, Vivek Biyani, Ashni Biyani, Avni Biyani. |                                                            |                                                            |
| 3  | Whether the acquirer belongs to Promoter/Promoter group                                                                                                                              | Yes                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
| 4  | Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                   | BSE Limited<br>National Stock Exchange of India Limited                                                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
| 5  | Details of the acquisition / disposal as follows                                                                                                                                     | Number of Shares Acquired                                                                                                                                                                                                        | Number of Convertible Securities                                                                                                                                                                                                                                                                                                                                                                                                             | % 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) # Shares carrying voting rights                                                                                                                                                   | 5,36,121                                                                                                                                                                                                                         | 32,96,700                                                                                                                                                                                                                                                                                                                                                                                                                                    | 0.28                                                       | 0.28                                                       |
|    | ## Shares carrying voting rights held by PACs                                                                                                                                        | 10,43,30,238                                                                                                                                                                                                                     | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | 55.05                                                      | 55.05                                                      |
|    | 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)            | -                                                                                                                                                                                                                                | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | -                                                          | -                                                          |
|    | Total (a+b+c+d)                                                                                                                                                                      | 10,48,66,359                                                                                                                                                                                                                     | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | 55.33                                                      | 55.33                                                      |
|    | Details of acquisition / sale                                                                                                                                                        |                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
|    | a) (i) Shares carrying voting rights acquired                                                                                                                                        | 72,13,355                                                                                                                                                                                                                        | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | 3.81                                                       | 3.81                                                       |
|    | (ii) Shares carrying voting rights sold                                                                                                                                              | 38,38,788                                                                                                                                                                                                                        | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | 2.03                                                       | 2.03                                                       |
|    | 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                                                                                                                                | -                                                                                                                                                                                                                                | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | -                                                          | -                                                          |
|    | Total (a+b+c+d)                                                                                                                                                                      | 1,10,52,143                                                                                                                                                                                                                      | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | 5.83                                                       | 5.83                                                       |
|    | After the acquisition / sale, holding of:                                                                                                                                            |                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
|    | a) # Shares carrying voting rights                                                                                                                                                   | 38,38,788                                                                                                                                                                                                                        | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | 2.03                                                       | 2.03                                                       |
|    | ## Shares carrying voting rights held by PACs                                                                                                                                        | 10,43,30,238                                                                                                                                                                                                                     | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | 55.05                                                      | 55.05                                                      |
|    | 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. | 32,96,700                                                                                                                                                                                                                        | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | -                                                          | 1.74                                                       |
|    | Total (a+b+c+d)                                                                                                                                                                      | 10,81,69,026                                                                                                                                                                                                                     | -                                                                                                                                                                                                                                                                                                                                                                                                                                            | 57.08                                                      | 57.08                                                      |
| 6  | Mode of acquisition / sale (e.g. open market / off-market / public issue /rights issue / preferential allotment /inter-se transfer etc).                                             | 1. Conversion of Compulsory Convertible Debentures<br>2. Off Market<br>3. Scheme of Arrangement Approved by the Hon'ble High Court of Mumbai                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
| 7  | Date of acquisition / sale of shares /VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                            | Compulsory Convertible Debentures were converted into equity on 01.04.2015.<br>Off Market transfer was done on 01.06.2015.<br>Effective date of Scheme of Arrangement Approved by the Hon'ble High Court of Mumbai is 04.06.2015 |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
| 8  | Equity share capital / total voting capital of the TC before the said acquisition / sale                                                                                             | 189518459                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
| 9  | Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                                                               | 189518459                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |
| 10 | Total diluted share/voting capital of the TC after the said acquisition/sale.                                                                                                        | 189518459                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                            |                                                            |

(\*) Total share capital/ voting capital to be 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.

(#) Aggregate shareholding of all acquirers.

(##) Aggregate shareholding of PACs taken together

For and Behalf of  
Future Ideas Realtors India Limited

*Ashish*

Authorised Signatory  
Place - Mumbai  
Date - 08th June 2015

**Annexure I**

| Sr. No. | Name of Acquirer                                            | Acquired / Allotted |                  | Sold / Interse Transfer |                  |
|---------|-------------------------------------------------------------|---------------------|------------------|-------------------------|------------------|
|         |                                                             | Date                | No. of Shares    | Date                    | No. of Shares    |
| 1       | Arlette Infrastructure Private Limited @                    | 01-Apr-15           | 32,96,700        | -                       | -                |
| 2       | Arlette Infrastructure Private Limited                      | 01-Jun-15           | 5,967            | -                       | -                |
| 3       | Arlette Infrastructure Private Limited @@                   | -                   | -                | 04-Jun-15               | 33,58,331        |
| 4       | Tirumal Trading & Investment Consultants Private Limited @@ | 11-Jul-14           | 71,900           | 04-Jun-15               | 4,80,457         |
| 5       | Future Ideas Realtors India Limited @@                      | 04-Jun-15           | 38,38,788        | -                       | -                |
|         | <b>Total</b>                                                |                     | <b>72,13,355</b> |                         | <b>38,38,788</b> |

@ Compulsory Convertible Debentures were converted into equity shares

@@ Pursuant to the Order passed by the Hon'ble High Court at Bombay sanctioning the Scheme of Arrangement between Arlette Infrastructure Private Limited, Tirumal Trading & Investment Consultants Private Limited, Weavette Textstyles Limited, Fashion Global Retail Limited and Future Ideas Realtors India Limited ("Scheme"), Arlette Infrastructure Private Limited and Tirumal Trading & Investment Consultants Private Limited have been merged into Future Ideas Realtors India Limited. Consequent to filing of certified copy of the Order with the Registrar of Companies, the Scheme has become effective from 4th June, 2015. As a result, the equity shares of Future Lifestyle Fashions Limited held by Arlette Infrastructure Private Limited and Tirumal Trading & Investment Consultants Private Limited are being transferred to Future Ideas Realtors India Limited