FUTURE CONSUMER ENTERPRISE LIMITED

an integrated food & FMCG company

12th December, 2014

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001
Scrip Code: 533400

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

Dear Sir/Madam,

Sub.: Outcome of Board Meeting

Please note that the Board of Directors of the Company have at their meeting held on 12th December, 2014, *inter alia*, considered and approved, subject to compliance with the applicable provisions, the following:

a) Acquisition of the entire stake of joint venture partner(s) in Aadhaar Wholesale Trading and Distribution Limited ("Aadhaar"), a subsidiary of the Company, in consideration for issue of equity shares of the Company on preferential basis. Accordingly, the Company shall issue 4,59,18,367 Equity shares of Rs. 6/- each at a price of Rs. 12.74 per share (inclusive of premium of Rs. 6.74 per share) aggregating to Rs. 58,49,99,995.58 on Preferential basis to Godrej Agrovet Limited & Others ("Investors"), the joint venture partner(s) in Aadhaar. In terms the same, on completion of the envisaged acquisition, Aadhaar shall become a wholly-owned subsidiary of the Company.

b) Structuring of a Share Based Employee Benefit Scheme with a ceiling limit of upto 2 (Two)% of the paid-up equity share capital of the Company, computed as at the end of the previous financial year.

c) An Extraordinary General Meeting of the Company will be held on Monday, 12th January, 2015 at Mumbai for obtaining Shareholders' approval for the Preferential Issue of Equity Shares to the Investors, and Share Based Employee Benefit Scheme stated herein above.

Accordingly, the relevant date for the pricing of the aforesaid Preferential Issue of equity shares is 12th December 2014.

This may please be also considered as compliance in terms of the applicable provisions of the Listing Agreement.

Kindly take it on record and acknowledge receipt of the same.

Yours truly,
For **Future Consumer Enterprise Limited**

Manoj Gagvani
Company Secretary & Head – Legal