FUTURE CONSUMER ENTERPRISE LIMITED

an integrated food & FMCG company

2nd July, 2016

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.: Completion of Corporate Action for Investment by International Finance Corporation in the Company.

This is to inform you that at the meeting of Committee of Directors of the Company **("Committee")** held today, the Committee has *inter alia,* considered and approved the following:

1. Allotment of :

a) 100 equity shares having face value of Rs. 6 each at the issue price of Rs. 22.73 per each equity share and
b) 13,400 compulsorily convertible debentures **("CCDs")** of a face value of Rs. 1,00,000 each;

to International Finance Corporation **("IFC"),** on preferential basis, in terms of the approval granted by the Shareholders of the Company at an Extra Ordinary General Meeting held on 17th June, 2016.

The allotment of equity shares and CCDs has been made by the Company pursuant to receipt of Rs. 134,00,02,273 being total consideration payable by IFC.

The CCDs issued to IFC shall be convertible into equity shares of the Company on the earlier of the occurrence of the following events i) IFC electing to convert the CCDs into equity shares and ii) the last date falling within 18 months from the allotment of CCDs.

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Each CCD shall entitle IFC to such number of equity shares of the Company at a conversion price of Rs. 22.73 per equity share.

Further, please take note that in terms of the aforesaid allotment of 100 equity shares, the paid-up share capital of the Company stands increased to Rs. 9,94,46,53,428/- comprising of 1,65,74,42,238 equity shares of Rs. 6/- each.

Kindly take the aforesaid on record as an outcome of the Committee of Directors Meeting in compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Manoj Gagvani
Company Secretary & Head – Legal