FUTURE CONSUMER ENTERPRISE LIMITED

an integrated food & FMCG company

26th April, 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 Black River Food 2 Pte. Ltd in the Company.**

This is to inform you that at the meeting of Board of Directors of the Company **("Board")** held today, the Board 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) 29,985 compulsorily convertible debentures **("CCDs")** of a face value of Rs. 1,00,000 each;

to Black River Food 2 Pte. Ltd. **("Black River")**, on preferential basis, in terms of the approval granted by the Shareholders of the Company at an Extra Ordinary General Meeting held on 22nd January,2016.

The allotment of equity shares and CCDs has been made by the Company pursuant to receipt of Rs. 299.85 Crore being total consideration payable by Black River.

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

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issue of CCDs. Each CCD shall entitle Black River 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. 9,94,46,52,828/- comprising of 1,65,74,42,138 equity shares of Rs. 6/- each.

2. Appointment of Mr. Deepak Malik as an Additional Director on the Board of Directors of the Company.

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

In furtherance to the above and pursuant to the provisions of Regulation 30(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation to our earlier disclosure made on 27th January,2016 this is to inform you that, the Company has entered into Supplemental Investment Agreement with Black River dated 25th April, 2016, modifying certain terms prescribed under the original Investment Agreement dated 25th January,2016, as mutually agreed between the Company and Black River. The same may be taken on record.

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

**Manoj Gagvani**
**Company Secretary & Head – Legal**