

RSCL TRADING PRIVATE LIMITED

Registered Office : 2nd Floor, SOBO Central Mall, Pt. Madan Mohan Malviya Road,
Haji Ali, MUMBAI Mumbai City MH 400034 IN
U74999MH2019PTC323055

Annexure - A

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

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

Scrip Code: 536507
Debt Scrip Code: 957150

NSE Symbol: FLFL

Dear Sir / Madam

Sub: **Proposed inter-se transfer of shares of Future Lifestyle Fashions Limited between the Company and Ryka Commercial Ventures Private Limited, in terms of Regulation 10(1)(a)(iii) of SEBI (SAST) Regulations, 2011.**

This is with reference to the captioned subject. It is hereby declare that:

1. the acquisition price would not be higher by more than 25 % of the price computed in accordance with regulation 8 of SEBI (SAST) Regulations, 2011;
2. the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) and will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)
3. all the applicable conditions as mentioned in Regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 with respect to exemptions have been duly complied with.

Date: 30.09.2019
Place: Mumbai

For RSCL TRADING PRIVATE LIMITED



[Signature]
Authorised Signatory
(Acquirer)

Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011					
1	Name of the Target Company (TC)		FUTURE LIFESTYLE FASHIONS LIMITED (FLFL)		
2	Name of the acquirer(s)		RSCL TRADING PRIVATE LIMITED (RTPL)		
3	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters		No RTPL is the wholly-owned Subsidiary company of Ryka Commercial Ventures Private Limited which is one of the Promoters of the FLFL.		
4	Details of the proposed acquisition				
	a.	Name of the person(s) from whom shares are to be acquired	RYKA COMMERCIAL VENTURES PRIVATE LIMITED		
	b.	Proposed date of acquisition	9-Oct-19		
	c.	Number of shares to be acquired from each person mentioned in 4(a) above	1,45,38,559 Equity Shares		
	d.	Total shares to be acquired as % of share capital of TC	7.22%		
	e.	Price at which shares are proposed to be acquired	At prevailing market price		
	f.	Rationale, if any, for the proposed transfer	Inter-se transfer between Promoter and its wholly-owned subsidiary		
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer		Regulation 10 (1) (a) (iii)		
6	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period		Volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on NSE is Rs.447.12 per Equity Share		
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.		N.A.		
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.		Enclosed as Annexure-A		
9	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.		Enclosed as Annexure-A Enclosed as Annexure-B		
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		Enclosed as Annexure-A		
11	Shareholding details		Before the proposed transaction		After the proposed transaction
			No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights % w.r.t total share capital of TC
	a.	Acquirer(s) and PACs (other than sellers)(*)	2,383,406	1.18	16,921,965 8.41
	b.	Seller(s)	89,980,045	44.70	75,441,490 37.48
		Total	92,363,455	45.89	92,363,455 45.89

Note:

(*) Shareholding of each entity may be shown separately and then collectively in a group.

The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

*Acquirer(s) and PACs (other than sellers)	Before the proposed transaction		After the proposed transaction	
RSCL TRADING PRIVATE LIMITED	-	-	14,538,559	7.22
FUTURE CORPORATE RESOURCES PRIVATE LIMITED	469,440	0.23	469,440	0.23
FUTURE IDEAS COMPANY LIMITED	1,713,576	0.85	1,713,576	0.85
CENTRAL DEPARTMENTAL STORES PRIVATE LIMITED	100	0.00	100	0.00
FUTURE CAPITAL INVESTMENT PRIVATE LIMITED	2,197	0.00	2,197	0.00
SURPLUS FINVEST PRIVATE LIMITED	158,827	0.08	158,827	0.08
AVNI KISHORKUMAR BIYANI	19,499	0.01	19,499	0.01
ASHNI KISHORE BIYANI	16,770	0.01	16,770	0.01
AKAR ESTATE AND FINANCE PRIVATE LIMITED	333	0.00	333	0.00
ANIL BIYANI	333	0.00	333	0.00
GOPIKISHAN BIYANI	333	0.00	333	0.00
KISHORE BIYANI	333	0.00	333	0.00
LAXMINARAYAN BIYANI	333	0.00	333	0.00
RAKESH BIYANI	333	0.00	333	0.00
SUNIL BIYANI	333	0.00	333	0.00
VIJAY BIYANI	333	0.00	333	0.00
VIVEK BIYANI	333	0.00	333	0.00
Total	2,383,406	1.18	16,921,965	8.41

For RSCL TRADING PRIVATE LIMITED

[Signature]
Authorised Signatory
(Acquirer)



Date: 30.09.2019
Place: Mumbai

Trading Days	Date	Average Price	Total Traded Quantity	Turnover
61	2-Jul-19	475.75	24779	11788636.85
60	3-Jul-19	479.57	40257	19306106.4
59	4-Jul-19	479.32	46698	22383112.8
58	5-Jul-19	479.46	2820	1352083.15
57	8-Jul-19	471.74	8481	4000811.3
56	9-Jul-19	471.72	11249	5306424.95
55	10-Jul-19	470.66	7081	3332722.4
54	11-Jul-19	470.76	2696	1269172.5
53	12-Jul-19	472	4173	1969662.55
52	15-Jul-19	467.87	64930	30378991.6
51	16-Jul-19	465.33	46789	21772274.1
50	17-Jul-19	463.23	75961	35187684.25
49	18-Jul-19	464.7	61151	28417024.6
48	19-Jul-19	452.74	21051	9530669.25
47	22-Jul-19	449.64	106195	47749622.45
46	23-Jul-19	464.16	50645	23507175.7
45	24-Jul-19	454.8	36145	16438909.1
44	25-Jul-19	457.69	22747	10411038.1
43	26-Jul-19	466.53	46397	21645765.35
42	29-Jul-19	466.25	11684716	5447998835
41	29-Jul-19	466.98	125541	58625220.8
40	30-Jul-19	459.67	48752	22409589.85
39	31-Jul-19	446.94	28262	12631388.1
38	1-Aug-19	442.06	45088	20373642.55
37	2-Aug-19	441.01	15760	7391323.25
36	5-Aug-19	423.48	27168	11505137.6
35	6-Aug-19	417.23	28191	11762117.3
34	7-Aug-19	418.91	93380	39118123.55
33	8-Aug-19	425.6	14916	6348196.3
32	9-Aug-19	444.55	37722	16769177.75
31	13-Aug-19	448.44	13844	6208152.35
30	14-Aug-19	450.99	5622	2535493.65
29	16-Aug-19	446.64	6418	2866553.9
28	19-Aug-19	447.55	9422	4216819.05
27	20-Aug-19	446.44	5037	2248711.75
26	21-Aug-19	443.9	6855	3042928.3
25	22-Aug-19	433.74	6290	2728238.35
24	23-Aug-19	431.1	12151	5238290.5
23	26-Aug-19	432.02	10211	4411349.85
22	27-Aug-19	440.08	18864	8301626.05
21	28-Aug-19	439.68	9540	4194585.9
20	29-Aug-19	435.44	10985	4783324.35
19	30-Aug-19	429.02	58923	25279228.45
18	3-Sep-19	420.25	13590	5711245.5
17	4-Sep-19	416.35	6336	2637978.5
16	5-Sep-19	417.83	5318	2222019.85
15	6-Sep-19	423.92	16535	7009532.8
14	9-Sep-19	427.27	4142	1769768.75
13	11-Sep-19	435.98	18657	8134032.6
12	12-Sep-19	436.72	7880	3441378
11	13-Sep-19	436.14	3155	1376020.5
10	16-Sep-19	439.39	11529	5065698.6
9	17-Sep-19	430.12	14391	6189843.55
8	18-Sep-19	414.2	40463	16759750.65
7	19-Sep-19	421.03	44243	18627783.7
6	20-Sep-19	444.86	82665	36774014.3
5	23-Sep-19	456.01	56043	25556327.75
4	24-Sep-19	460	23908	10997634.65
3	25-Sep-19	458.53	6714	3078582.8
2	26-Sep-19	450.25	17824	8025307.65
1	27-Sep-19	429.83	29133	12522322.5
		447.12		



Annexure B

A. By the Transferee - RSCL TRADING PRIVATE LIMITED						
Sl. No.	Regulation / sub-regulation	Transaction date	Due date for compliance as mentioned in the regulation	Actual date of compliance	Delay, if any (in No. of days) Col. 4 - Col. 3	Remarks
1	2		3	4	5	6
		Nil				

B. By the Transferor - RYKA COMMERCIAL VENTURES PRIVATE LIMITED						
Sl. No.	Regulation / sub-regulation	Transaction date	Due date for compliance as mentioned in the regulation	Actual date of compliance	Delay, if any (in No. of days) Col. 4 - Col. 3	Remarks
1	2		3	4	5	6
1	31(1)	18-Sep-2019 - 20-Sep-2019	26-Sep-19	26-Sep-19	-	-
2	31(1)	07-Aug-2019 - 07-Aug-2019	19-Aug-19	19-Aug-19	-	-
3	31(1)	29-Jul-2019 - 29-Jul-2019	14-Aug-19	14-Aug-19	-	-
4	31(1)	24-Jul-2019 - 26-Jul-2019	29-Jul-19	29-Jul-19	-	-
5	31(1)	16-Jul-2019 - 22-Jul-2019	24-Jul-19	24-Jul-19	-	-
6	31(1)	04-Jul-2019 - 08-Jul-2019	11-Jul-19	11-Jul-19	-	-
7	31(1)	21-Jun-2019 - 21-Jun-2019	1-Jul-19	1-Jul-19	-	-
8	31(1)	31-May-2019 - 31-May-2019	7-Jun-19	7-Jun-19	-	-
9	31(1)	16-May-2019 - 22-May-2019	24-May-19	24-May-19	-	-
10	31(1)	07-May-2019 - 07-May-2019	9-May-19	9-May-19	-	-
11	31(1)	27-Apr-2019 - 27-Apr-2019	9-May-19	9-May-19	-	-
12	31(1)	12-Apr-2019 - 12-Apr-2019	23-Apr-19	23-Apr-19	-	-
13	31(1)	30-Mar-2019 - 01-Apr-2019	9-Apr-19	9-Apr-19	-	-
14	31(1)	27-Feb-2019 - 06-Mar-2019	8-Mar-19	8-Mar-19	-	-
15	31(1)	18-Feb-2019 - 18-Feb-2019	26-Feb-19	26-Feb-19	-	-
16	31(1)	08-Feb-2019 - 08-Feb-2019	18-Feb-19	18-Feb-19	-	-
17	31(1)	11-Jan-2019 - 11-Jan-2019	21-Jan-19	21-Jan-19	-	-
18	31(1)	31-Dec-2018 - 07-Jan-2019	8-Jan-19	8-Jan-19	-	-
19	31(1)	21-Dec-2018 - 21-Dec-2018	27-Dec-18	27-Dec-18	-	-
20	31(1)	22-Nov-2018 - 22-Nov-2018	22-Nov-18	22-Nov-18	-	-
21	31(1)	30-Oct-2018 - 30-Oct-2018	6-Nov-18	6-Nov-18	-	-
22	31(1)	11-Oct-2018 - 11-Oct-2018	22-Oct-18	22-Oct-18	-	-
23	31(1)	10-Sep-2018 - 10-Sep-2018	19-Sep-18	19-Sep-18	-	-
24	31(1)	13-Aug-2018 - 14-Aug-2018	23-Aug-18	23-Aug-18	-	-
25	31(1)	17-Jul-2018 - 17-Jul-2018	25-Jul-18	25-Jul-18	-	-
26	31(1)	25-Jun-2018 - 29-Jun-2018	3-Jul-18	3-Jul-18	-	-
27	31(1)	07-May-2018 - 11-May-2018	15-May-18	15-May-18	-	-
28	31(1)	23-Apr-2018 - 25-Apr-2018	2-May-18	2-May-18	-	-
29	31(1)	22-Mar-2018 - 22-Mar-2018	2-Apr-18	2-Apr-18	-	-
30	31(1)	12-Feb-2018 - 12-Feb-2018	21-Feb-18	21-Feb-18	-	-
31	31(1)	25-Jan-2018 - 05-Feb-2018	5-Feb-18	5-Feb-18	-	Revised Disclosure 15.02.2018
32	31(1)	04-Jan-2018 - 04-Jan-2018	8-Jan-18	8-Jan-18	-	-
33	31(1)	08-Nov-2017 - 13-Nov-2017	14-Nov-17	14-Nov-17	-	-
34	31(1)	17-Jul-2017 - 17-Jul-2017	25-Jul-17	25-Jul-17	-	-
35	31(1)	15-Jun-2017 - 15-Jun-2017	23-Jun-17	23-Jun-17	-	-
36	31(1)	18-May-2017 - 18-May-2017	26-May-17	26-May-17	-	-
37	31(1)	29-Mar-2017 - 05-Apr-2017	7-Apr-17	7-Apr-17	-	-
38	31(1)	02-Feb-2017 - 02-Feb-2017	10-Feb-17	10-Feb-17	-	-

1	29(2)	29-Jul-2019 - 29-Jul-2019	30-Jul-19	30-Jul-19	-	-
2	29(2)	21-MAY-2018 to 21-MAY-2018	22-May-18	22-May-18	-	-
3	29(2)	30.03.2017 to 31.03.2017	3-Apr-17	3-Apr-17	-	Revised Disclosure 07.04.2017

1	30	31-Mar-19	9-Apr-19	8-Apr-19	-	Revised Disclosure 15.04.2019
2	30	31-Mar-18	10-Apr-18	9-Apr-18	-	-
3	30	31-Mar-17	12-Apr-17	12-Apr-17	-	-

