

FUTURE CORPORATE RESOURCES PRIVATE LIMITED

Registered office: Knowledge house, Shyam Nagar, Jogeshwari Vikhroli Link Road, Jogeshwari (East),
Mumbai – 400060, CIN: U74140MH2007PTC175603

28th April, 2022

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

BSE Scrip Code: 540064

Dear Sir,

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

This is with reference to the captioned subject, please find attached herewith Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Future Corporate Resources Private Limited

Director/Authorised Signatory

Encl: as above

C.C. To :
The Company Secretary
Future Retail Limited
Knowledge House, Shyam Nagar,
Off. Jogeshwari Vikhroli Link Road,
Jogeshwari (East),
Mumbai 400 060

| Disclosure under Regulations 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 | | | | | |
|---|--|--|--|---|--|
| 1 | Name of the Target Company (TC) | FUTURE RETAIL LIMITED | | | |
| 2 | Name(s) of the seller and Persons Acting in Concert (PAC) with the acquirer / seller | Seller | Future Corporate Resources Private Limited (FCRPL) | | |
| | | PACs | Kishore Biyani, Retail Trust, Akar Estate & Finance Private Limited, Future Coupons Private Limited, Lifestyle Trust, Ryka Commercial Ventures Private Limited, Consumer Goods Trust, Future Capital Investment Private Limited, Laxminaryan Biyani, Vijay Biyani, Anil Biyani, Gopikishan Biyani, Sunil Biyani, Rakesh Biyani, Vivek Biyani and Ashni Biyani. | | |
| 3 | Whether the acquirer/ seller belongs to Promoter/Promoter group | Yes | | | |
| 4 | Name(s) of the Stock Exchange(s) where the shares of TC are Listed | BSE Limited The National Stock Exchange of India Limited | | | |
| 5 | Details of the sale as follows | Number of Equity Shares | Number of Equity Warrants | % w.r.t. total share/voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| | Before the sale under consideration, holding of : | | | | |
| | a) Seller- Shares carrying voting rights | 24,230,798 | - | 4.47 | 4.47 |
| | Shares carrying voting rights held by PACs | 53,359,362 | - | 9.84 | 9.84 |
| | 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) | 77,590,160 | - | 14.31 | 14.31 |
| | Details of sale | | | | |
| | a) (i) Shares carrying voting rights acquired | - | - | - | - |
| | (ii) Shares carrying voting rights sold | - | - | - | - |
| | b) VRs 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 (^) | (15,008,690) | - | (2.77) | (2.77) |
| | Total (a+b+c+d) | (15,008,690) | - | (2.77) | (2.77) |
| | After the sale | | | | |
| | a) Seller - Shares carrying voting rights | 9,222,108 | - | 1.70 | 1.70 |
| | Shares carrying voting rights held by PACs | 53,359,362 | - | 9.84 | 9.84 |
| | b) VRs 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) after sale. | - | - | - | - |
| d) Shares in the nature of encumbrance (pledge/lien/non disposal undertaking/others) | - | - | - | - | |
| Total (a+b+c+d) | 62,581,470 | - | 11.54 | 11.54 | |
| 6 | Mode of sale (e.g. open market / off-market / public issue /rights issue / preferential allotment /inter-se transfer etc). | Disposal - Off market (Invocation of Pledged Shares) (Refer note ^). | | | |
| 7 | Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc. | Not Applicable | | | |
| 8 | Date of sale of shares AVR or date of receipt of intimation of allotment of shares, whichever is applicable | Refer Note (^) below. | | | |
| 9 | Equity share capital / total voting capital of the TC before the said sale | 542,284,079 | | | |
| 10 | Equity share capital/ total voting capital of the TC after the said sale | 542,284,079 | | | |
| 11 | Total diluted share/voting capital of the TC after the said sale. | 542,284,079 | | | |

(*) Total Share Capital/Voting Capital to be taken as per the latest filing done by the company to the Stock Exchange under the listing regulations

(**) 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.

(^*) Details of Invocation of shares and the shares held post such invocation are given in the below table:

| Sl. No. | Date of Invocation | No of shares held | No. of shares invoked | No. of shares held post invocation | % of holding |
|---------|--------------------|-------------------|-----------------------|------------------------------------|--------------|
| 1 | 21 April, 2022 | 77,590,160 | 3,799,705 | 73,790,455 | 13.61 |
| 2 | 26 April, 2022 | 73,790,455 | 11,208,985 | 62,581,470 | 11.54 |

Future Corporate Resources Private Limited

Place: Mumbai
Date: 28.04.2022

Director/Authorised Signatory