

APOLLO INDIA PRIVATE EQUITY IV (MAURITIUS) LIMITED

C/o IQ EQ Fund Services (Mauritius) Ltd

33 Edith Cavell Street, Port Louis 11324, Mauritius

Email: apollomu@iqeq.com

December 14, 2023

To:

BSE Limited

P.J. Towers, Dalal Street

Mumbai – 400001

Email: Corp.relations@bseindia.com

The National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex

Bandra East, Mumbai 400051

Email: takeover@nse.co.in

Company Secretary

Future Lifestyle Fashions Limited

Knowledge House, Shyam Nagar,

Off. Jogeshwari Vikhroli Link Road,

Jogeshwari (East),

Mumbai 400 060

Email: investorrelations@futurelifestyle.in

Dear Sir/Madam,

Subject: Disclosures under Regulation 29(2) read with Regulation 29(4) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time in respect of sale of equity shares of Future Lifestyle Fashions Limited held by Apollo India Private Equity IV (Mauritius) Ltd.

1. Pursuant to Regulations 29(2) read with Regulation 29(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time (the “**SEBI Takeover Regulations**”), we wish to inform you that we, Apollo India Private Equity IV (Mauritius) Ltd:
 - (a) has sold 24,35,566 equity shares of Future Lifestyle Fashions Limited, a company listed on the BSE Limited and the National Stock Exchange of India Limited (“**Listed Company**”) that are directly held by Apollo India Private Equity IV (Mauritius) Ltd; and
 - (b) has instructed Vistra ITCL (India) Limited to sell 20,59,300 equity shares of the Listed Company held by Vistra ITCL (India) Limited for and on behalf of and for the benefit of Apollo India Private Equity IV (Mauritius) Ltd (in connection with the non-convertible debentures issued by RSCL Trading Private Limited),

during the period between September 28, 2023 and December 11, 2023, by way of an open market sale of the aforementioned equity shares of the Listed Company. In this regard, please find enclosed the disclosure required to be made under Regulation 29(2) read with Regulation 29(4) of the SEBI Takeover Regulations.

2. We request you to kindly take the same on record.

Yours faithfully,

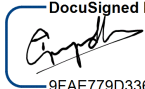
For an on behalf of **Apollo India Private Equity IV (Mauritius) Ltd.**

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Name: Tej Gujadhur

Title: Director

Date: 14 December 2023

Place: Mauritius

**Format for disclosure under Regulation 29(2) of the Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Future Lifestyle Fashions Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Apollo India Private Equity IV (Mauritius) Ltd.		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE Limited 2. National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	1,53,10,566^^ N/A	7.59 ^^ N/A	7.59 ^^ N/A
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	N/A	N/A	N/A
c) Voting rights (VR) otherwise than by shares	N/A	N/A	N/A
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	1,53,10,566 ^^	7.59 ^^	7.59 ^^

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Details of acquisition/sale			
a) Shares carrying voting rights acquired /sold	44,94,866	2.23	2.23
b) VRs acquired /sold otherwise than by shares	N/A	N/A	N/A
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) acquired /sold	N/A	N/A	N/A
d) Shares encumbered / invoked/released by the acquirer	N/A	N/A	N/A
e) Total (a+b+c+/-d)	44,94,866	2.23	2.23

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	1,08,15,700	5.36	5.36
b) Shares encumbered with the acquirer	N/A	N/A	N/A
c) VRs otherwise than by shares	N/A	N/A	N/A
d) 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 acquisition	N/A	N/A	N/A
e) Total (a+b+c+d)	1,08,15,700	5.36	5.36
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc)	Open Market		

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Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Quantity Sold	
	Date	Quantity Sold
	28-Sept-2023	586,332
	29-Sept-2023	354,614
	03-Oct-2023	902,461
	04-Oct-2023	592,159
	21-Nov-2023	33,000
	22-Nov-2023	279,000
	23-Nov-2023	50,082
	24-Nov-2023	239,292
	28-Nov-2023	184,000
	29-Nov-2023	194,626
	30-Nov-2023	178,000
	04-Dec-2023	108,000
	05-Dec-2023	100,000
	07-Dec-2023	111,300
	08-Dec-2023	190,000
	11-Dec-2023	392,000
Equity share capital / total voting capital of the TC before the said acquisition / sale	201,774,874	
Equity share capital/ total voting capital of the TC after the said acquisition / sale	201,774,874	
Total diluted share/voting capital of the TC after the said acquisition	201,774,874	

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the stock exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2016.

(**) 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.

^^Note: Prior to the sale of equity shares of Future Lifestyle Fashions Limited as mentioned in the table above, Apollo India Private Equity IV (Mauritius) Ltd directly held 1.21% of the share capital of Future Lifestyle Fashions Limited, and Vistra ITCL (India) Limited (the debenture trustee for the non-convertible debentures issued by RSCL Trading Private Limited) held 6.38% (and continues to hold 5.36%) of the share capital of Future Lifestyle Fashions Limited (for and on behalf of and for the benefit of Apollo India Private Equity IV (Mauritius) Ltd pursuant to an invocation of a pledge over certain shares of Future Lifestyle Fashions Limited that has been created by certain promoter entities of Future Lifestyle Fashions Limited in favour of Vistra ITCL (India) Limited (the debenture trustee for the non-convertible debentures issued by RSCL Trading Private Limited).

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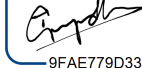
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Name: Tej Gujadhur

Title: Director

Date: 14 December 2023

Place: Mauritius