

FUTURE CAPITAL INVESTMENT PRIVATE LIMITED

11th September, 2020

To,

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

BSE Scrip Code: 533400

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

NSE Symbol: FCONSUMER

Dear Sir,

Sub: Annexure-II Disclosure of reason for encumbrance (In addition to Annexure I prescribed by way of circular dated August 05,2015)

With reference to above subject, we are enclosing herewith **Annexure-II, Disclosure of reason for encumbrance (In addition to Annexure I prescribed by way of circular dated August 05,2015)**.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

For Future Capital Investment Private Limited


Authorised Signatory

Encl: as above

C.C. To :

The Company Secretary
Future Consumer Limited
Knowledge House, Shyam Nagar
Off JogeshwariVikhroli Link Road,
Jogeshwari (East)
Mumbai 400 060

Annexure - II

Disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	Future Consumer Limited
Name of the recognized stock exchanges where the shares of the company are listed	BSE Limited National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Future Capital Investment Private Limited Future Corporate Resources Private Limited
Total promoter shareholding in the listed company	No. of shares – 742,540,911 % of total share capital - 38.65%
Encumbered shares as a % of promoter shareholding	91.25
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	YES

Details of all the existing events/ agreements pertaining to encumbrance

Encumbrance Serial Number Date of Creation of encumbrance	1 13/01/2020	2 20/12/2019	3 04/11/2019	4 02/01/2018	5 22/10/2019	6 29/02/2020	7 30/03/2017
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Pledge	Pledge	Pledge and other covenant	Pledge	Pledge	Pledge and other covenant	Pledge and other covenant
No. of shares encumbered	90,844,724	169,042,114	28,072,144	32,685,031	5,800,000	47,884,000	11,500,000
% of shares encumbered	4.73	8.80	1.46	1.70	0.30	2.49	0.60
Specific details about the encumbrance							
Name of the entity in whose favour shares encumbered (X)	Vistra ITCL India Ltd	Vistra ITCL India Ltd	Yes Bank Ltd.	Catalyst Trusteeship Limited-L&T Finance Ltd	IDBI Trusteeship Services Ltd. Avendus Finance	IndusInd Bank Ltd	IndusInd Bank Ltd
Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	Entity X is not scheduled commercial bank; Debenture Trustee;	Entity X is not scheduled commercial bank; Debenture Trustee;	Scheduled Commercial Bank	Entity X is not scheduled commercial bank; Debenture Trustee;	Entity X is not scheduled commercial bank; Debenture Trustee;	Scheduled Commercial Bank	Scheduled Commercial Bank
Names of all other entities in the agreement	<i>Listed company and its group companies (if any) –</i> 1 Future Capital investment Pvt Ltd	<i>Listed company and its group companies (if any) –</i> 1. Future Corporate Resources Private Limited 2. Ryka Commercial Ventures Private Limited 3. Central Departmental Stores Private Limited 4. Future Capital Investment Private Limited	<i>Listed company and its group companies (if any) –</i> 1. Basuti Sales and Trading Private Limited 2. Future Corporate Resources Private Limited 3. Ryka Commercial Ventures Private Limited 4. Future Capital Investment Private Limited	<i>Listed company and its group companies (if any) –</i> 1. Future Corporate Resources Private Limited 2. Future Capital Investment Private Limited	<i>Listed company and its group companies (if any) –</i> 1. Future Capital Investment Private Limited	<i>Listed company and its group companies (if any) –</i> 1. Future Corporate Resources Private Limited 2. Ryka Commercial Ventures Private Limited 3. Future Capital Investment Private Limited	<i>Listed company and its group companies (if any) –</i> 1. Future Corporate Resources Private Limited 2. Ryka Commercial Ventures Private Limited 3. Central Departmental Stores Private Limited 4. Future Capital Investment Private Limited
Other entities (if any) –	1	1	1	1	1	1	1
Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	Yes	Yes	No	No	No	No	No
1. Name of the issuer	Future Corporate Resources Pvt. Ltd.	Future Corporate Resources Pvt. Ltd.	NA	NA	NA	NA	NA
2. Details of the debt instrument	Non-Convertible Debentures	Non-Convertible Debentures	NA	NA	NA	NA	NA
3. Whether the debt instrument is listed on stock exchanges?	No	No	NA	NA	NA	NA	NA
4. Credit Rating of the debt instrument	PPMLD BBB (Outlook Negative)	NA	NA	NA	NA	NA	NA
5. ISIN of the instrument	INE370I07233, INE370I07241	INE370I07266, INE370I07258, INE370I07290, INE370I07282	NA	NA	NA	NA	NA
Security Cover / Asset Cover							
Value of shares on the date of event / agreement (A)	2,340,600,000	2,966,711,186	656,231,822	1,220,844,974	205,800,000	1,031,550,000	333,500,000
Amount involved (against which shares have been encumbered) (B)	4,032,000,000	6,000,000,000	2,841,401,544	1,750,000,000	1,150,000,000	2,000,000,000	1,231,069,934
Ratio of A / B	0.58	0.49	0.23	0.70	0.18	0.52	0.27
End use of money							
Borrowed amount to be utilized for what purpose –							
(a) Personal use by promoters and PACs	Yes	Yes	Yes	Yes	Yes	Yes	Yes
(b) For the benefit of listed company							
Provide details including amount, purpose of raising money by							
(c) Any other reason (please specify)	Refinancing of existing debt availed and general corporate purposes	Refinancing of existing debt availed and general corporate purposes	Purchase of movable fixed assets for business of the Borrower	Refinancing of existing debt and general corporate purposes	Refinancing of existing facility and general corporate purpose.	To finance purchase of movable assets for business of the Borrower	For payment of business and deposit.

Details of all the existing events/ agreements pertaining to encum

Encumbrance Serial Number	8	9	10	11	12	13	14
Date of Creation of encumbrance	07/08/2019	10/09/2020	10/10/2019	18/09/2015	31/10/2019	16/11/2015	13/01/2020
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Pledge	Pledge	Pledge	Pledge	Pledge and other covenant	Pledge	Pledge
No. of shares encumbered	9,600,000	41,648,947	29,425,000	19,000,000	253,800	4,441,902	187,352,500
% of shares encumbered	0.50	2.17	1.53	0.99	0.01	0.23	9.75
Specific details about the encumbrance							
Name of the entity in whose favour shares encumbered (X)	IDBI Trusteeship Services Limited	Axis Finance Ltd.	Axis Finance Ltd.	IFCI Ltd.	Kotak Mahindra Prime Ltd	Axis Bank Ltd	Vistra ITCL (India) Limited
Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	Entity X is not scheduled commercial bank; Debenture Trustee;	NBFC	NBFC	NBFC	NBFC	Scheduled Commercial Bank	Entity X is not scheduled commercial bank; Debenture Trustee;
Names of all other entities in the agreement	Listed company and its group companies (if any) – 1. Future Corporate Resources Private Limited 2. Future Capital Investment Private Limited 3. Ryka Commercial Ventures Private Limited	Listed company and its group companies (if any) – 1 Future Capital Investment Pvt. Ltd. 2.Future Outdoor Media Solution Limited	Listed company and its group companies (if any) – 1 Future Capital Investment Pvt. Ltd. 2. Future Corporate Resources Pvt. Ltd.	Listed company and its group companies (if any) – 1 Future Capital Investment Pvt. Ltd. 2. Future Brands Limited	Listed company and its group companies (if any) – 1 Future Capital Investment Pvt. Ltd.	Listed company and its group companies (if any) – 1. Future Corporate Resources Pvt. Ltd.	Listed company and its group companies (if any) – 1.. Future Capital Investment Private Limited 2. Future Corporate Resources Private Limited
	Other entities (if any) –	Other entities (if any) –	Other entities (if any) –	Other entities (if any) –	Other entities (if any) –	Other entities (if any) –	Other entities (if any) –
	1	1	1	1	1	1	1
Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	Yes	No	No	No	No	No	Yes
1. Name of the issuer	FLFL Lifestyle Brands Limited	NA	NA	NA	NA	NA	Future Capital Investment Private Limited
2. Details of the debt instrument	Non-Convertible Debentures	NA	NA	NA	NA	NA	Non Convertible Debentures
3. Whether the debt instrument is listed on stock exchanges?	NA	NA	NA	NA	NA	NA	No
4. Credit Rating of the debt instrument	NA	NA	NA	NA	NA	NA	NA
5. ISIN of the instrument	NA	NA	NA	NA	NA	NA	INE708207048
Security Cover / Asset Cover							
Value of shares on the date of event / agreement (A)	269,760,000	1,419,200,000	341,040,000	647,588,031	374,373,540	119,391,844	3,781,725,300
Amount involved (against which shares have been encumbered) (B)	4,500,000,000	1,000,000,000	500,000,000	3,000,000,000	187,500,000	360,000,000	4,900,000,000
Ratio of A / B	0.06	1.42	0.68	0.22	2.00	0.33	0.77
End use of money							
Borrowed amount to be utilized for what purpose –							
(a) Personal use by promoters and PACs	Yes	Yes	Yes	Yes	Yes	Yes	Yes
(b) For the benefit of listed company							
Provide details including amount, purpose of raising money by							
(c) Any other reason (please specify)	Payment of obligations owed by Affiliate entity.	General Corporate Purposes	For Repayment of existing promoter group facility	Corporate Loan for creation of new assets and office infrastructure	General Corporate Purposes	General Corporate Purposes	General Corporate Purposes

Note : The entries have been removed from this disclosure where shares have been Invoked/Released and the disclosure for the same have already been given to the Stock Exchanges.


Signature of Authorised
Signatory

Place: Mumbai
Date: 11/09/2020
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