



Bennett, Coleman & Co. Ltd.
Registered Office: The Times of India Building, Dr. D. N. Road, Mumbai 400001
Tel.: 022-6635 3535
Corporate Identity No: U22120MH1913PLC000391

3rd September 2020

The Manager (Corporate Relationship)

BSE Limited,

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

The Manager (Corporate Relationship)

National Stock Exchange of India Limited,

Plot no. C/1, G Block,
Bandra-Kurla Complex,
BKC Rd, Bandra East,
Mumbai – 400 051

Future Retail Limited [Target Company]

Knowledge House, Shyam Nagar,
Off. Jogeshwari- Vikhroli Link Road,
Jogeshwari (E), Mumbai – 400 060

Ref: Future Retail Limited

(BSE Scrip Code: 540064, NSE Symbol: FRETAIL)

Dear Sir/ Madam,

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

We are enclosing herewith a disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, with respect to purchase and sale of shares of Future Retail Limited by the Company and Brand Equity Treaties Limited, Vardhaman Publishers Limited and Dharmayug Investments Limited [Persons Acting in Concert (PACs)] and details of the shareholding of the Company along with PACs.

Kindly take the above on record and acknowledge the receipt.

For Bennett Coleman & Company Limited

Kausik Nath
Company Secretary
Encl: as above

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A : Details of Acquisition

1. Name of the Target Company (TC)	Future Retail Limited (FRETAIL)		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	(i) Bennett, Coleman & Company Limited (BCCL) (ii) Brand Equity Treaties Limited (BETL) (iii) Vardhaman Publishers Ltd. (VPL) (iv) Dharmayug Investments Ltd. (DIL)		
3. Whether the acquirer belongs to Promoter/ Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. 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 (**)
<u>Before the acquisition/sale under consideration, holding of the Acquirer along with PAC of:</u>			
a) Shares carrying voting rights (Refer Note 1)	4,06,46,999	7.50%	7.50%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
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
Total (a+b+c+d)	4,06,46,999	7.50%	7.50%

<u>Details of acquisition/sale</u>			
a. i. Shares carrying voting rights acquired (Refer Note 2)	73,88,852	1.36%	1.36%
ii. Shares carrying voting rights sold (Refer Note 3)	65,70,720	1.21%	1.21%
b. VRs acquired otherwise than by equity shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d. Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
Total (a+b+c+d)	1,39,59,572	2.57%	2.57%
<u>After the acquisition, holding of acquirer along with PAC of:</u>			
a) Shares carrying voting rights (Refer Note 4)	4,14,65,131	7.65%	7.65%
b) VRs otherwise than by equity shares	Nil	Nil	Nil
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 acquisition	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
Total (a+b+c+d)	4,14,65,131	7.65%	7.65%
6. Mode of acquisition/sale (e.g. open market /off-market/ public issue / rights issue /preferential allotment / inter-se transfer etc.)	Open Market		

7. Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	From 20 th August, 2018 till 31 st August, 2020 (Refer Note 2 and 3)
8. Equity share capital / total voting capital of the TC before the said acquisition/sale	54,22,02,399 equity shares of Rs.2/- each
9. Equity share capital/ total voting capital of the TC after the said acquisition/sale	54,22,02,399 equity shares of Rs.2/- each
10. Total diluted share/voting capital of the TC after the said acquisition/sale	54,22,02,399 equity shares of Rs.2/- each

(* Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange as per SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

(**) 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.

For **Bennett, Coleman & Company Limited**

Kausik Nath
Company Secretary

Place: Mumbai
Date: 3rd September, 2020

Encl: Notes 1 to 4

Note – 1 (Pre-sale shareholding)

<u>Particulars of shareholding of persons mentioned at (2) above</u>	Number of equity shares	% w.r.t.total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
(i) BCCL	2,31,14,741	4.26%	4.26%
(ii) BETL	1,49,69,758	2.76%	2.76%
(iii) VPL	14,37,500	0.27%	0.27%
(iv) DIL	11,25,000	0.21%	0.21%
Total	4,06,46,999	7.50%	7.50%

Note – 2 (Details of acquisition of shares)

Name of Acquirer and PACs	Date of Purchase	No. of Shares
BCCL	12/09/2019	73,88,852

Note – 3 (Details of sale of shares)

Name of Seller and PACs	Date of Sale	No. of Shares
BETL	20/08/2018	3,00,000
	27/08/2018	10,71,617
	28/08/2018	1,36,603
	31/08/2020	25,00,000
VPL	31/08/2020	14,37,500
DIL	31/08/2020	11,25,000
Total		65,70,720

Note – 4 (Post sale shareholding)

<u>Particulars of shareholding of persons mentioned at (2) above</u>	Number of equity shares	% w.r.t.total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
(i) BCCL	3,05,03,593	5.63%	5.63%
(ii) BETL	1,09,61,538	2.02%	2.02%
(iii) VPL	0	0.00%	0.00%
(iv) DIL	0	0.00%	0.00%
Total	4,14,65,131	7.65%	7.65%