

March 27, 2023

<p>The Department of Corporate Services, <b>BSE Limited</b> 14<sup>th</sup> Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a></p>	<p><b>National Stock Exchange of India Ltd.</b> Digital exchange portal: <a href="https://digitalexchange.nseindia.com">https://digitalexchange.nseindia.com</a></p>	<p><b>Mr. Manoj Gagvani</b> Company Secretary &amp; Compliance Officer <b>Future Consumer Limited</b> Knowledge House, Shyam Nagar, Off Jogeshwari Vikhroli Link Road, Jogeshwari (E), Mumbai, Maharashtra, 400060 Email: <a href="mailto:investor.care@futureconsumer.in">investor.care@futureconsumer.in</a> <a href="mailto:manoj.gagvani@futuregroup.in">manoj.gagvani@futuregroup.in</a></p>
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**DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	Future Consumer Limited (“ <b>Target Company</b> ”)		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vistra ITCL (India) Limited (“ <b>Vistra</b> ”) (In our capacity as Debenture Trustee) The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
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 (BSE) National Stock Exchange of India Limited (NSE)		
5. Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of:</b> a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares	16,56,88,626 ----- -----	8.30% ----- -----	----- ----- -----

Registered office:

The IL&FS Financial Centre,  
Plot No. C- 22, G Block, 6th Floor  
Bandra Kurla Complex, Bandra (East),  
Mumbai 400051, India

Corporate office :

The Qube, 6th floor, 602  
A wing Hasan pada road ,  
Mittal industrial estate Marol ,  
Andheri (East) Mumbai 400059

Tel : +91 22 2850 0028

Fax : +9122 2850 0029

Email: [mumbai@vistra.com](mailto:mumbai@vistra.com)

[www.vistraitcl.com](http://www.vistraitcl.com)

Vistra ITCL (India) Limited

Corporate Identity Number (CIN):U66020MH1995PLC095507

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)	-----	-----	-----
<b>Total (a+b+c+d)</b>	<b>16,56,88,626</b>	<b>8.30%</b>	-----
<b>Details of acquisition/ Sale</b>			
a) Shares carrying voting rights acquired/ sold	(16,56,88,626)	(8.30%)	-----
b) VRs acquired/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) acquired/sold	-----	-----	-----
d) Shares encumbered/invoked/released by the acquirer	-----	-----	-----
<b>Total (a+b+c+d)</b>	<b>(16,56,88,626)</b>	<b>(8.30%)</b>	-----
<b>After the acquisition/ sale holding of:</b>			
a) Shares carrying voting rights	NIL	NIL	-----
b) Shares encumbered with the acquirer	-----	-----	-----
c) VRs otherwise than by shares	-----	-----	-----
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	-----	-----	-----
<b>Total (a+b+c+d)</b>	<b>NIL</b>	<b>NIL</b>	-----
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Sale of invoked equity Shares		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	<b>Sale dates-</b> February 21, 2023; February 22, 2023; February 23, 2023; February 24, 2023; March 01, 2023; March 02, 2023; March 03, 2023; March 17, 2023; March 20, 2023; and March 21, 2023, March 23, 2023 and September 12, 2022.		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	1,99,70,34,643 equity shares having face value of Rs. 6/- each aggregating to Rs. 11,98,22,07,858/- (As per the Shareholding pattern available on BSE website for the quarter ended December 2022)		
Equity share capital/ total voting capital of the	1,99,70,34,643 equity shares having face value		

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TC after the said acquisition/ sale	of Rs. 6/- each aggregating to Rs. 11,98,22,07,858/- (As per the Shareholding pattern available on BSE website for the quarter ended December 2022)
Total diluted share/voting capital of the TC after the said acquisition	-----

(\*) 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 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.

**Note:**

16,56,88,626 Equity Shares of the Target Company have been sold on the above-mentioned dates, which were invoked by Vistra in capacity as a Debenture Trustee and that these shares were earlier pledged in order to secure the Debentures issued by Future Capital Investment Private Limited and Future Corporate Resources Limited.

*The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.*

**For Vistra ITCL (India) Limited**




**Authorized Signatory**

Place: Mumbai

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