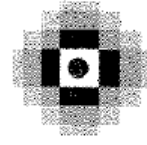


October 07, 2015



ITCL

IL&FS Trust Company Limited

To,

General Manager,
Department of Corporate Services,
14th Floor, Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

DISCLOSURE UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Part-A- Details of the Acquisition

1. Name of the Target Company (TC)	Future Retail Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	IL&FS Trust Company Ltd (In our capacity as Debenture Trustee) 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	Bombay Stock Exchange (BSE) National Stock Exchange (NSE)		
5. Details of the acquisition 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 acquirer along with PACs of:			
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 equity 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)	----	----	----
Total (a+b+c+d)	----	----	----

Regd. Office : IL&FS Financial Centre, Plot No. C - 22, G Block, 7th Floor, Bandra Kurla Complex, Bandra (East), Mumbai - 400051, INDIA
Bangalore Office : IL&FS Trust Company Ltd., AL-Latheef, 1st Floor, No. 2 Union Street, Off Infantry Road, Bangalore - 560001, INDIA
New Delhi Office : IL&FS Trust Company Ltd., A-268, 1st Floor, Bhishm Pitamah Marg, Defence Colony, New Delhi - 110024, INDIA
Kolkata Office : IL&FS Trust Company Ltd., IL&FS Constantia, 3rd Floor, 11 Dr. U. N. Bramachari Street, Kolkata - 700017, INDIA

Corporate Identity Number (CIN) : U66020MH1995PLC095507

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Details of acquisition			
a) Shares carrying voting rights acquired	----	----	
b) VRs acquired otherwise than by equity 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	----	----	
d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	2,93,46,410	7.56%	----
Total (a+b+c+d)	2,93,46,410	7.56%	----
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	----	----	----
b) VRs otherwise than by equity 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 acquisition	----	----	----
d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	2,93,46,410	7.56%	----
Total (a+b+c+d)	2,93,46,410	7.56%	----
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Encumbrance by way of Pledge		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Listed Equity Shares having Face value of Rs.2 each		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	22 nd July, 2015, 19 th August, 2015, 20 th August, 2015, 08 th September, 2015 and 07 th October, 2015		
Equity share capital / total voting capital of the TC before the said acquisition	38,83,21,323 Shares		
Equity share capital/ total voting capital of the TC after the said acquisition	38,83,21,323 Shares		
Total diluted share/voting capital of the TC after the said acquisition	NA		

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IL&FS Trust Company Limited

Note:

2,93,46,410 Equity Shares of Future Retail Limited have been pledged with IL&FS Trust Company Ltd (ITCL) as follows in capacity as a Debenture Trustee to secure the Non Convertible Debentures issued by Future Corporate Resources Limited

Sr. No	Issuer	No of Shares pledged	Date of pledge
1	Future Corporate Resources Limited	66,74,410	22 nd July, 2015
2	Future Corporate Resources Limited	12,00,000	19 th August, 2015
3	Future Corporate Resources Limited	18,00,000	20 th August, 2015
4	Future Corporate Resources Limited	96,30,000	08 th September , 2015
5	Future Corporate Resources Limited	1,00,42,000	07 th October, 2015
	Total	2,93,46,410	

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As per the Securities Exchange Board of India letter dated August 08, 2014 (enclosed for your reference), the primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender and debenture holder and not on the Trustee. However, out of abundant caution, ITCL in its capacity as security trustee and debenture trustee are disclosing and filing this disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

For **IL&FS Trust Company Ltd**

Narendra Joshi

Head- Legal, Tax, Compliance & Risk

Place: Mumbai

Date: October 07, 2015

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