

SUHANI TRADING AND INVESTMENT CONSULTANTS PRIVATE LIMITED

Registered office: Knowledge house, Shyam Nagar, Jogeshwari Vikhroli Link Road,
Jogeshwari (East), Mumbai – 400060, CIN: U74140MH2007PTC175603

21st November, 2017

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001
Fax Nos.: 22723121 / 22722037 /
22722039 / 22722041 / 22722061 /
22723719 / 22721082
BSE Scrip Code: 540064

Listing Department
The National Stock Exchange of India
Limited
Exchange Plaza,
Bandra- Kurla Complex,
Bandra (East),
Mumbai- 400 051
Fax Nos. 26598237 / 26598238
NSE Symbol: FRETAIL

Dear Sir,

Sub: Disclosure Pursuant to Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With reference to above subject, we are enclosing herewith disclosure pursuant to regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for creation of encumbrance on Equity shares of Future Retail Limited held by the company.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

For Suhani Trading and Investment Consultants Private Limited


Authorized Signatory



Encl: as above

**C.C. to: The Company Secretary
Future Retail Limited**

Knowledge House, Shyam Nagar
Off Jogeshwari Vikhroli Link Road,
Jogeshwari (East)
Mumbai 400 060

Format for disclosure by the Promoter (a) to the Stock Exchanges and to the Target Company for encumbrance of shares/invocation of encumbered release of encumbrance in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Regulations)

Name of the Target Company (TC)	Future Retail Limited
Names of the stock exchanges where the shares of the target company are listed	BSE Limited National Stock Exchange of India Limited
Date of Reporting	21-Nov-17
Name of the Promoter or PAC on whose shares encumbrance has been created/released/invoked	Suhani Trading and Investment Consultants Pvt Ltd PIL Industries Ltd Future Corporate Resources Limited

Name of the creation /Invocation / release of encumbrance: promoter(s) or PACs with him(*)	Promoter holding in the target company (1)	Promoter holding already encumbered (2)	Details of events pertaining to encumbrance (3)				Post event holding of encumbered shares (creation [(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)])							
			Type of event (creation / release / invocation)	Date of creation / invocation / release of encumbrance	Type of encumbrance (pledged / non-pledged / other(s))	Reasons for encumbrance (**)		No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered (***)	No. of shares	% of total share capital		
Retail Trust	-	-	-	-	-	-	-	-	-	-	-	-	-	
Alex Estate & Finance Pvt Ltd	1,000	-	-	-	-	-	-	-	-	-	-	-	-	
RKYA Commercial Ventures Pvt Ltd	0.00	0.00	-	-	-	-	-	-	-	-	-	-	-	
Suhani Trading And Investment Consultants Pvt. Ltd.#	233,651,321	47.43	Creation	14-Nov-17	Pledge	Encumbered shares vested pursuant to the Scheme of Amalgamation #	111,339,221	22.60	Encumbered shares remain pledged with the same lenders pursuant to scheme of amalgamation#	111,339,221	22.60	-	-	
Future Capital Investment Pvt. Ltd.	-	0.00	-	-	-	-	-	-	-	-	-	-	-	
Keshore Byrati	2,121	0.00	-	-	-	-	-	-	-	-	-	-	-	
Laxmanayan Byrati	2,121	0.00	-	-	-	-	-	-	-	-	-	-	-	
Vijay Byrati	2,121	0.00	-	-	-	-	-	-	-	-	-	-	-	
Aari Byrati	2,121	0.00	-	-	-	-	-	-	-	-	-	-	-	
Gopikshan Byrati	2,121	0.00	-	-	-	-	-	-	-	-	-	-	-	
Sunil Byrati	2,121	0.00	-	-	-	-	-	-	-	-	-	-	-	
Rakesh Byrati	2,121	0.00	-	-	-	-	-	-	-	-	-	-	-	
Vivek Byrati	2,121	0.00	-	-	-	-	-	-	-	-	-	-	-	
Ashni Byrati	71,147	0.01	-	-	-	-	-	-	-	-	-	-	-	
Calculation of Total Voting Rights of the Target Company														
Equity Shares	492,664,167													
Total Equity Capital & Total Voting Rights	492,664,167													
Type of Shares														
Equity Shares							Share Holding		Total Promoters holding in Target Company		% Total Voting Rights		% Voting Right Encumbered	
								233,740,439		47.44			22.60	

Transferred/ Vested of Shares and Release/ Creation of Pledge pursuant to the Scheme of amalgamation of Manz Retail Private Limited, ESES Commercial Private Limited, PIL Industries Limited, Future Corporate Resources Limited, Garg Business Ventures Private Limited, Weavate Business Ventures Limited (Collectively referred to as the "Transferor Companies") with Suhani Trading And Investment Consultants Private Limited ("Transferee Company") and their respective shareholders sanctioned by the National Company Law Tribunal, Mumbai Bench vide order dated 18.10.2017 and filed with ROC on 14.11.2017. The entire shareholding of Transferor Companies in Target Company (includes encumbered shares) have been transferred to Transferee Company pursuant to the Scheme, details of which is given here in Annexure I.

Sl. No	Name of Transferor/ Transferee	Pre-Scheme		Post-Scheme	
		No. of Equity Shares held	No. of Equity Shares Encumbered	No. of Equity Shares held	No. of Equity Shares Encumbered
1	Eduka Capital Resources Ltd	181,130,000	130,659,066	NIL	NIL
2	PIL Industries Ltd	441,136,000	10,690,155	NIL	NIL
3	Manz Retail Private Ltd	1,579,103	NIL	NIL	NIL
4	Garg Business Ventures Private Ltd	6,766,038	NIL	NIL	NIL
5	Suhani Trading And Investment Consultants Private Ltd	NIL	NIL	233,651,321	111,339,221
	Total	233,651,321	111,339,221	233,651,321	111,339,221

Place : Mumbai
Date : 21st November, 2017

(*) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.
(**) For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.
(***) This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

For Suhani Trading and Investment Consultants Pvt. Ltd.
Authorized Signatory