

SUHANI TRADING AND INVESTMENT CONSULTANTS PRIVATE LIMITED

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

15th 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 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

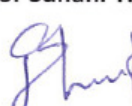
This is with reference to the captioned subject, please find attached herewith Disclosure under Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Suhani Trading and Investment Consultants Private Limited


Authorised Signatory
(Acquirer)



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

Disclosure under Regulations 29(1) & 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011				
PART A - DETAILS OF THE ACQUISITIONS				
1	Name of the Target Company (TC)	FUTURE RETAIL LIMITED (Formerly known as Bharti Retail Limited)		
2	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer:	Suhani Trading and Investment Consultants Pvt Ltd, Futuro Corporate Resources Limited, Gargi Business Ventures Private Limited, Ryka Commercial Ventures Private Limited, Futuro Capital Investment Private Limited	
		PACs:	Akar Estate & Finance Pvt. Ltd, Retail Trust, Kahore Bhanu, Laxmaysan Bhanu, Vijay Bhanu, Anil Bhanu, Gopikrishan Bhanu, Sunil Bhanu, Rakesh Bhanu, Vivek Bhanu, Ashu Bhanu	
3	Whether the acquirer belongs to Promoter/Promoter group	Yes		
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 / holding of Shares / voting rights / holding of the Acquirer and PAC	Number of Shares	% w.r.t. total share/voting capital wherever applicable (%)	% w.r.t. total diluted share/voting capital of the TC (**)
	Before the acquisition/disposal under consideration, holding of:-			
	a) Acquirer: Shares carrying voting rights	230,020,321	46.03	46.03
	# Shares carrying voting rights held by PACs	89,115	0.02	0.02
	b) Shares in the nature of encumbrance (pledge/lien/non disposal undertaking/others)	-	-	-
	c) Voting rights (VR) 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)	-	-	-
	Total (a+b+c+d)	230,115,436	46.71	46.71
	Details of acquisition / sale			
	a) (i) Shares carrying voting rights acquired as per Annexure A	239,492,359	48.61	48.61
	a) (ii) Shares carrying voting rights sold as per Annexure A	(235,667,359)	(47.89)	(47.89)
	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) sold	-	-	-
	d) Shares encumbered/invoked/released by the acquirer	-	-	-
	Total (a+b+c+d)	3,625,800	0.74	0.74
	After the acquisition / sale, holding of:-			
	a) Acquire - Shares carrying voting rights	233,651,321	47.43	47.43
	# Shares carrying voting rights held by PACs	89,115	0.02	0.02
	b) VRs 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) after sale	-	-	-
	d) Shares in the nature of encumbrance (pledge/lien/non disposal undertaking/others)	-	-	-
	Total (a+b+c+d)	233,740,436	47.44	47.44
6	Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	1. Inter-se Transfer - (Off Market - Gift) 2. Acquisition pursuant to the scheme of amalgamation among Manz Retail Private Limited, ESES Commercial Private Limited, PIL Industries Limited, Futuro Corporate Resources Limited, Gargi Business Ventures Private Limited, Weavette Business Ventures Limited with Suhani Trading And Investment Consultants Private Limited 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 (Composite Scheme)		
7	Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable		
8	Date of acquisition / sale of shares /VR or date of receipt of intimation of allotment of shares, whichever is applicable	The details are given in Annexure A		
9	Equity share capital / total voting capital of the TC before the said acquisition / sale	492654107		
10	Equity share capital / total voting capital of the TC after the said acquisition / sale	492654107		
11	Total diluted share/voting capital of the TC after the said acquisition/sale (**)	492654107		

Annexure A

Sr. No.	Name of Acquirer	Acquired / Interse Transfer		Sold / Interse Transfer / Transferred as per Scheme		Type of Transaction
		Date	No. of Shares	Date	No. of Shares	
1	Futuro Corporate Resources Limited	29-Mar-17	1,750,000	-	-	Acquired from Open Market
2	Futuro Corporate Resources Limited	30-Mar-17	1,875,000	-	-	Acquired from Open Market
3	Ryka Commercial Ventures Private Limited	-	-	30-Mar-17	1,684,683	Inter se Transfer among Promoters
4	Futuro Capital Investment Private Limited	-	-	30-Mar-17	531,375	Inter se Transfer among Promoters
5	Gargi Business Ventures Private Limited	30-Mar-17	2,216,038	-	-	Inter se Transfer among Promoters
6	Futuro Corporate Resources Limited	-	-	14-Nov-17	161,170,000	Transferred pursuant to the Composite Scheme as approved by NCLT
7	PIL Industries Limited	-	-	14-Nov-17	44,136,090	Transferred pursuant to the Composite Scheme as approved by NCLT
8	Gargi Business Ventures Private Limited	-	-	14-Nov-17	8,766,038	Transferred pursuant to the Composite Scheme as approved by NCLT
9	Manz Retail Private Limited	-	-	14-Nov-17	1,578,103	Transferred pursuant to the Composite Scheme as approved by NCLT
10	Suhani Trading and Investment Consultants Pvt Ltd	14-Nov-17	233,651,321	-	-	Acquired pursuant to the Composite Scheme as approved by NCLT
	Total		239,492,359		235,667,359	

(*) Total Share Capital/Voting Capital to be taken as per the latest filing done by the company to the Stock Exchange under the listing regulations

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/instruments into equity shares of the TC.

(***) Part B shall be disclosed to the stock exchanges but shall not be disseminated.

Place: Mumbai
Date: 15.11.2017

For Suhani Trading and Investment Consultants Pvt. Ltd.
Director / Authorised Signatory

