

CENTRAL DEPARTMENTAL STORES PRIVATE LIMITED

Knowledge House, Shyam Nagar, Off. Jogeshwari - Vikhroli Link Road,
Jogeshwari (East), Mumbai - 400 060 (CIN: U51909MH2006PTC164209)

07th April, 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

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

NSE Symbol: FEL

BSE Scrip Code: 523574

Dear Sir / Madam,

Sub: Report Pursuant to Regulation 10(6)

With reference to above subject, we are enclosing herewith revised report pursuant to regulation 10(6) in respect of FUTURE ENTERPRISES LIMITED (formerly known as Future Retail Limited) for exemption under regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please note that since the disclosure under regulation 29(2) has been revised to give effect to all the transactions purported to have been done pursuant to the intimation given under regulation 10(5) dated 22/03/2017.

We request you to consider the enclosed revised report under regulation 10(6) of the SAST, 2011.

Kindly take the above on your record.
Thanking you,

Yours faithfully,

For Central Departmental Stores Private Limited
Ryka Commercial Ventures Private Limited
Future Capital Investment Private Limited
ESES Commercials Private Limited
Manz Retail Private Limited
Future Corporate Resources Limited
Gargi Business Ventures Private Limited


Authorised Signatory

Encl: as above

CC;
The Company Secretary
FUTURE ENTERPRISES LIMITED
(formerly known as Future Retail Limited)
Knowledge House, Shyam Nagar,
Off. Jogeshwari Vikhroli Link Road,
Mumbai - 400 060



Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| 1 | Name of the Target Company (TC) | FUTURE ENTERPRISES LIMITED (formerly known as Future Retail Limited) | | | | | | | | | | | | | | | | | | | | | |
|--------------------|---|---|---|-----------------|-------|------------------|--|--------------------|-----------------------------------|--------------------|-----------------------------------|---|-------------------------------|-------------|-------|-------------|-------|---|--------------------------|-------------|--------|------------|-------|
| 2 | Name of the acquirer(s) | Central Departmental Stores Private Limited; Ryka Commercial Ventures Private Limited; Future Corporate Resources Limited; Manz Retail Private Limited; Gargi Business Ventures Private Limited; Future Capital Investment Private Limited; ESES Commercials Private Limited. | | | | | | | | | | | | | | | | | | | | | |
| 3 | Name of the stock exchange where shares of the TC are listed | National Stock Exchange of India Limited BSE Limited | | | | | | | | | | | | | | | | | | | | | |
| 4 | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares. | It is inter-se transfer of shares amongst qualifying persons under Regulation 10(1)(a)(iii) | | | | | | | | | | | | | | | | | | | | | |
| 5 | Relevant regulation under which the acquirer is exempted from making open offer. | Regulation 10 (1) (a) (iii) | | | | | | | | | | | | | | | | | | | | | |
| 6 | Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange. | Yes 22 March 2017 | | | | | | | | | | | | | | | | | | | | | |
| 7 | Details of acquisition | Disclosures required to be made under regulation 10(5) | Whether the disclosures under regulation 10(5) are actually made | | | | | | | | | | | | | | | | | | | | |
| a | Name of the transferor / seller | Future Corporate Resources Limited; PIL Industries Limited; Ryka Commercial Ventures Private Limited. | Future Corporate Resources Limited; PIL Industries Limited; Ryka Commercial Ventures Private Limited. | | | | | | | | | | | | | | | | | | | | |
| b | Date of acquisition | on or after 30/03/2017 | 30/3/2017 to 31/03/2017 | | | | | | | | | | | | | | | | | | | | |
| c | Number of shares / voting rights in respect of the acquisitions from each person mentioned in 7(a) above | Future Corporate Resources Limited (162771294 shares); PIL Industries Limited (38398056 shares); Ryka Commercial Ventures Private Limited (535515 shares) | Future Corporate Resources Limited (141758245 shares); PIL Industries Limited (31591127 shares); Ryka Commercial Ventures Private Limited (535515 shares) | | | | | | | | | | | | | | | | | | | | |
| d | Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC | 46.53% | 40.12% | | | | | | | | | | | | | | | | | | | | |
| e | Price at which shares are proposed to be acquired / actually acquired | Not applicable, since it is a gift of shares | Not applicable, since it is a gift of shares | | | | | | | | | | | | | | | | | | | | |
| 8 | Shareholding details | <table border="1"> <thead> <tr> <th colspan="2">Pre-Transaction</th> <th colspan="2">Post-Transaction</th> </tr> <tr> <th>No. of shares held</th> <th>% w.r.t total share capital of TC</th> <th>No. of shares held</th> <th>% w.r.t total share capital of TC</th> </tr> </thead> <tbody> <tr> <td>a</td> <td>Each Acquirer / Transferee(*)</td> <td>163,306,809</td> <td>37.68</td> <td>194,898,908</td> <td>44.96</td> </tr> <tr> <td>b</td> <td>Each Seller / Transferor</td> <td>201,704,865</td> <td>46.53%</td> <td>27,819,908</td> <td>6.42%</td> </tr> </tbody> </table> | | Pre-Transaction | | Post-Transaction | | No. of shares held | % w.r.t total share capital of TC | No. of shares held | % w.r.t total share capital of TC | a | Each Acquirer / Transferee(*) | 163,306,809 | 37.68 | 194,898,908 | 44.96 | b | Each Seller / Transferor | 201,704,865 | 46.53% | 27,819,908 | 6.42% |
| Pre-Transaction | | Post-Transaction | | | | | | | | | | | | | | | | | | | | | |
| No. of shares held | % w.r.t total share capital of TC | No. of shares held | % w.r.t total share capital of TC | | | | | | | | | | | | | | | | | | | | |
| a | Each Acquirer / Transferee(*) | 163,306,809 | 37.68 | 194,898,908 | 44.96 | | | | | | | | | | | | | | | | | | |
| b | Each Seller / Transferor | 201,704,865 | 46.53% | 27,819,908 | 6.42% | | | | | | | | | | | | | | | | | | |

Notes

- * Shareholding of each entity shall be shown separately and then collectively in a group
- # The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

| *Acquirer(s)/Transferee(s) | Before the proposed transaction | | After the proposed transaction | |
|---|---------------------------------|--------------|--------------------------------|--------------|
| Ryka Commercial Ventures Private Limited | 535515 | 0.12 | 100 | 0.00 |
| Central Departmental Stores Private Limited | 0 | - | 173884357 | 40.12 |
| Future Capital Investment Private Limited | 0 | - | 100 | 0.00 |
| Gargi Business Ventures Private Limited | 0 | - | 100 | 0.00 |
| ESES Commercials Private Limited | 0 | - | 100 | 0.00 |
| Manz Retail Private Limited | 0 | - | 100 | 0.00 |
| Future Corporate Resources Limited | 162771294 | 37.55 | 21073149 | 4.85 |
| Total | 163306809 | 37.68 | 194898908 | 44.96 |

For Central Departmental Stores Private Limited
Ryka Commercial Ventures Private Limited
Future Capital Investment Private Limited
ESES Commercials Private Limited
Manz Retail Private Limited
Future Corporate Resources Limited
Gargi Business Ventures Private Limited



[Signature]
Authorized Signatory

Place Mumbai
Date 05/April/2017