

RYKA COMMERCIAL VENTURES PRIVATE LIMITED

5th Floor, Sobo Central, 28,P.T. Madan Mohan Malviya Road, Tardeo, Mumbai - 400034
CIN: U74120MH2012PTC231350

05th 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

BSE Scrip Code: 536507

NSE Symbol: FLFL

Dear Sir / Madam,

Sub: Report Pursuant to Regulation 10(6)

With reference to above subject, we are enclosing herewith report pursuant to regulation 10(6) in respect of Future Lifestyle Fashions Limited for exemption under regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the above on your record.

Thanking you,

Yours faithfully,

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

Xomal.
Authorised Signatory

Encl: as above

CC;
The Company Secretary
Future Lifestyle Fashions 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 Lifestyle Fashions Ltd | | | | | | | | | | | | | | | | | | | | | | |
|---|---|---|---|-----------------------------------|-----------------|--|------------------|--|--------------------|-----------------------------------|--------------------|-----------------------------------|---|-------------------------------|-------------|-------|--------------|-------|---|--------------------------|-------------|--------|-----------|-------|
| 2 | Name of the acquirer(s) | Ryka Commercial Ventures Private Limited Central Departmental Stores Private Limited Future Capital Investment Private Limited ESES Commercials Private Limited Manz Retail Private Limited Future Corporate Resources Limited Gargi Business Ventures 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 Capital Investment Private Limited, PIL Industries Limited, Central Departmental Stores Private Limited, Gargi Business Ventures Private Limited, Future Corporate Resources Limited, Weavette Business Ventures Limited | Future Capital Investment Private Limited, PIL Industries Limited, Future Corporate Resources Limited, Weavette Business Ventures Limited | | | | | | | | | | | | | | | | | | | | | |
| b | Date of acquisition | ON OR AFTER 30TH MARCH 2017 | 30TH MARCH 2017 - 31ST MARCH 2017 | | | | | | | | | | | | | | | | | | | | | |
| c | Number of shares / voting rights in respect of the acquisitions from each person mentioned in 7(a) above | Future Capital Investment Private Limited (2822097 shares), PIL Industries Limited (10964652 shares), Central Departmental Stores Private Limited (2966570 shares), Gargi Business Ventures Private Limited (6657511 shares), Future Corporate Resources Limited (62938173 shares), Weavette Business Ventures Limited (3838788 shares) | Future Capital Investment Private Limited (2820000 shares), PIL Industries Limited (8858862 shares), Future Corporate Resources Limited (60438173 shares), Weavette Business Ventures Limited (1808708 shares) | | | | | | | | | | | | | | | | | | | | | |
| d | Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC | 47.46% | 38.90% | | | | | | | | | | | | | | | | | | | | | |
| e | Price at which shares are proposed to be acquired / actually acquired | Not applicable in case of Gift of shares | Not applicable in case of Gift of shares | | | | | | | | | | | | | | | | | | | | | |
| 8 | Shareholding details | <table border="1"> <thead> <tr> <th rowspan="2"></th> <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>9,58,71,654</td> <td>50.46</td> <td>10,65,39,224</td> <td>56.07</td> </tr> <tr> <td>b</td> <td>Each Seller / Transferor</td> <td>9,01,87,792</td> <td>47.46%</td> <td>66,38,168</td> <td>3.49%</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(*) | 9,58,71,654 | 50.46 | 10,65,39,224 | 56.07 | b | Each Seller / Transferor | 9,01,87,792 | 47.46% | 66,38,168 | 3.49% |
| | 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(*) | 9,58,71,654 | 50.46 | 10,65,39,224 | 56.07 | | | | | | | | | | | | | | | | | | | |
| b | Each Seller / Transferor | 9,01,87,792 | 47.46% | 66,38,168 | 3.49% | | | | | | | | | | | | | | | | | | | |

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 | 20163384 | 10.61 | 94088527 | 49.52 |
| Central Departmental Stores Private Limited | 2966570 | 1.56 | 2966670 | 1.56 |
| Future Capital Investment Private Limited | 2822097 | 1.49 | 2197 | 0.00 |
| Gargi Business Ventures Private Limited | 6657511 | 3.50 | 6657611 | 3.50 |
| ESES Commercials Private Limited | 0 | - | 100 | 0.00 |
| Manz Retail Private Limited | 323918 | 0.17 | 324018 | 0.17 |
| Future Corporate Resources Limited | 62938174 | 33.12 | 2500101 | 1.32 |
| Total | 95871654 | 50.46 | 106539224 | 56.07 |

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

Place Mumbai
Date 05-April-2017

Komal
Authorised Signatory

