

FUTURE CORPORATE RESOURCES LIMITED

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phirozejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

To,
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra- Kurla Complex, Bandra (East)
Mumbai- 400 051

Scrip Code: 536507

NSE Symbol: FLFL

Dear Sir / Madam

Sub: Disclosure under Regulation 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(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
Kindly take the same on record.

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



Kamal
Authorised Signatory
(Acquirer)

Date: 03rd April, 2017
Place: Mumbai

Encl.: a/a

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| 1 | Name of the Target Company (TC) | Future Lifestyle Fashions Limited | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| 2 | Name(s) of the acquirer and Person's Acting in Concert (PAC) with the acquirer | <p>Acquirer: Future Corporate Resources Limited; Manz Retail Private Limited; Gargi Business Ventures Private Limited; Central Departmental Stores Private Limited; Future Capital Investment Private Limited; ESES Commercial Private Limited; Ryka Commercial Ventures Private Limited</p> <p>Seller: P.L. Industries Limited; Weaveite Business Ventures Limited; Future Corporate Resources Limited</p> <p>PACS Akar Estate & Finance Pvt. Ltd., Future Ideas Company Ltd., Kishore Byani, Laxmiyan Byani, Vijay Byani, Anil Byani, Gopikshan Byani, Sunil Byani, Rakesh Byani, Vivek Byani, Ashmi Byani, Avni Byani</p> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3 | Whether the acquirer belongs to Promoter/Promoter group | The acquirer's sellers are promoters /belong to promoter group / qualifying persons under regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 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 Before the acquisition/disposal under consideration, holding of: | <table border="1"> <thead> <tr> <th>Number of Shares</th> <th>% w.r.t. total share/voting capital wherever applicable</th> <th>% w.r.t. total diluted share/voting capital of the TC (*)</th> </tr> </thead> <tbody> <tr> <td>a) Shares carrying voting rights</td> <td>11,06,75,094</td> <td>58.25</td> </tr> <tr> <td>b) Shares in the nature of encumbrance (pledge/glien/lien disposal undertaking/other)</td> <td>36,39,461</td> <td>1.92</td> </tr> <tr> <td>c) Voting rights (VR) otherwise than by shares</td> <td>-</td> <td>-</td> </tr> <tr> <td>d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T.C (specify holding in each category)</td> <td>-</td> <td>-</td> </tr> <tr> <td>Total (a+b+c)</td> <td>11,43,14,555</td> <td>60.16</td> </tr> <tr> <td>Details of acquisition / sale</td> <td></td> <td></td> </tr> <tr> <td>a) (i) Shares carrying voting rights acquired</td> <td>7,39,25,743</td> <td>38.91</td> </tr> <tr> <td>As per Annexure 1</td> <td></td> <td></td> </tr> <tr> <td>(ii) Shares carrying voting rights sold</td> <td>(7,39,25,743)</td> <td>(38.91)</td> </tr> <tr> <td>b) 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</td> <td>-</td> <td>-</td> </tr> <tr> <td>c) Shares encumbered/unlocked/released by the acquirer</td> <td>-</td> <td>-</td> </tr> <tr> <td>Total (a+b+c)</td> <td></td> <td></td> </tr> <tr> <td>After the acquisition / sale, holding of:</td> <td></td> <td></td> </tr> <tr> <td>a) Shares carrying voting rights</td> <td>11,06,75,094</td> <td>58.25</td> </tr> <tr> <td># Shares carrying voting rights held by PACs</td> <td>36,39,461</td> <td>1.92</td> </tr> <tr> <td>b) VRs acquired /held otherwise than by shares</td> <td>-</td> <td>-</td> </tr> <tr> <td>c) VRs otherwise than by shares</td> <td>-</td> <td>-</td> </tr> <tr> <td>d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T.C (specify holding in each category) after sale</td> <td>-</td> <td>-</td> </tr> <tr> <td>Total (a+b+c)</td> <td>11,43,14,555</td> <td>60.16</td> </tr> </tbody> </table> | Number of Shares | % w.r.t. total share/voting capital wherever applicable | % w.r.t. total diluted share/voting capital of the TC (*) | a) Shares carrying voting rights | 11,06,75,094 | 58.25 | b) Shares in the nature of encumbrance (pledge/glien/lien disposal undertaking/other) | 36,39,461 | 1.92 | 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 T.C (specify holding in each category) | - | - | Total (a+b+c) | 11,43,14,555 | 60.16 | Details of acquisition / sale | | | a) (i) Shares carrying voting rights acquired | 7,39,25,743 | 38.91 | As per Annexure 1 | | | (ii) Shares carrying voting rights sold | (7,39,25,743) | (38.91) | b) 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 | - | - | c) Shares encumbered/unlocked/released by the acquirer | - | - | Total (a+b+c) | | | After the acquisition / sale, holding of: | | | a) Shares carrying voting rights | 11,06,75,094 | 58.25 | # Shares carrying voting rights held by PACs | 36,39,461 | 1.92 | b) VRs acquired /held otherwise than by shares | - | - | c) VRs otherwise than by shares | - | - | d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T.C (specify holding in each category) after sale | - | - | Total (a+b+c) | 11,43,14,555 | 60.16 |
| Number of Shares | % w.r.t. total share/voting capital wherever applicable | % w.r.t. total diluted share/voting capital of the TC (*) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| a) Shares carrying voting rights | 11,06,75,094 | 58.25 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| b) Shares in the nature of encumbrance (pledge/glien/lien disposal undertaking/other) | 36,39,461 | 1.92 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 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 T.C (specify holding in each category) | - | - | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total (a+b+c) | 11,43,14,555 | 60.16 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Details of acquisition / sale | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| a) (i) Shares carrying voting rights acquired | 7,39,25,743 | 38.91 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| As per Annexure 1 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| (ii) Shares carrying voting rights sold | (7,39,25,743) | (38.91) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| b) 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 | - | - | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| c) Shares encumbered/unlocked/released by the acquirer | - | - | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total (a+b+c) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| After the acquisition / sale, holding of: | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| a) Shares carrying voting rights | 11,06,75,094 | 58.25 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| # Shares carrying voting rights held by PACs | 36,39,461 | 1.92 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| b) VRs acquired /held otherwise than by shares | - | - | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| c) VRs otherwise than by shares | - | - | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T.C (specify holding in each category) after sale | - | - | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total (a+b+c) | 11,43,14,555 | 60.16 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 6 | Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc) | Inter-se Transfer (off Market - GM) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 7 | Date of acquisition / sale of shares /NR or date of receipt of intimation of allotment of shares, whichever is applicable. | The Shares have been acquired from 30th March, 2017 to 31st March, 2017 details of which are given in Annexure 1 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 8 | Equity share capital / total voting capital of the TC before the said acquisition / sale | 190013456 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 9 | Equity share capital/ total voting capital of the TC after the said acquisition / sale | 190013456 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 10 | Total diluted share/voting capital of the TC after the said acquisition/sale(*) | 190013456 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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

(#) Aggregate shareholding of PACs taken together

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

Director / Authorised Signatory



Place: Mumbai
 Date: 03rd April, 2017

| Sr. No. | Name of Acquirer/Seller | Annexure 1 | |
|---------|---------------------------------------------|-------------------------------|-----------------------------------------------|
| | | Acquired No. of Equity Shares | Sold / Inter-se Transfer No. of Equity Shares |
| 1 | Future Corporate Resources Limited | 100 | 30/03/2017- 6,04,38,173 |
| 2 | Manz Retail Private Limited | 100 | 3/20/2017 |
| 3 | Gargi Business Ventures Private Limited | 100 | 3/20/2017 |
| 4 | Central Departmental Stores Private Limited | 100 | 3/20/2017 |
| 5 | Future Capital Investment Private Limited | 100 | 30/03/2017- 28,20,000 |
| 6 | ESES Commercial Private Limited | 100 | 3/20/2017 |
| 7 | Ryka Commercial Ventures Private Limited | 7,39,25,143 | 30/03/2017- 18,08,708 |
| 8 | Weaveite Business Ventures Limited | | 31/03/2017- 88,58,862 |
| 9 | P.L. Industries Limited | | 31/03/2017- 7,39,25,743 |
| | Total | 7,39,25,743 | 7,39,25,743 |