

27<sup>th</sup> July, 2017

**The Manager (Corporate Relationship)**  
**BSE Limited,**  
P.J. Towers, Dalal Street,  
Mumbai - 400 001.

**The Manager (Corporate Relationship)**  
**National Stock Exchange of India Limited,**  
Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
BKC Rd, Bandra East,  
Mumbai – 400 051

**Future Lifestyle Fashions Limited [Target Company]**  
Knowledge House, Shyam Nagar,  
Off. Jogeshwari- Vikhroli Link Road,  
Jogeshwari (E), Mumbai – 400 060

**Ref: Future Lifestyle Fashions Limited**  
**(BSE Scrip Code: 536507, NSE Symbol: FLFL)**

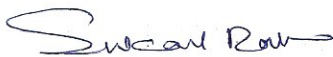
Sir/ Madam,

**Sub: Disclosure pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

We are enclosing herewith a disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, with respect to sale of shares of Future Lifestyle Fashions Limited (FLFL) by the Company as Acquirer and Vardhaman Publishers Limited and Dharmayug Investments Limited as Persons Acting in Concert (PAC) and details of pre and post shareholding in FLFL by the said Acquirer and PAC.

Kindly take the above on record and acknowledge the receipt.

**For Bennett, Coleman & Company Limited**



Sukamal Datta  
Authorised Signatory

Encl: as above





**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers)**

**Regulations, 2011**

Name of the Target Company (TC)	Future Lifestyle Fashions Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<b>Acquirer:</b> i. Bennett, Coleman & Company Limited (BCCL)  <b>PAC:</b> ii. Vardhaman publishers Limited (VPL) iii. Dharmayug Investments Limited (DIL)		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable(*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition/Sale under consideration, holding of :</b>			
a) Shares carrying voting rights <b>(Refer Annexure 1)</b>	94,79,414	4.99%	4.99%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
<b>Total (a+b+c+d)</b>	94,79,414	4.99%	4.99%

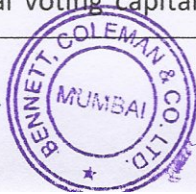
*Sudhant Rastogi*





<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/ sold <b>(Refer Annexure 2)</b>	44,97,941	2.37%	2.37%
b) VRs acquired/ sold otherwise than by shares	Nil	Nil	Nil
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) acquired/sold	Nil	Nil	Nil
d) Shares encumbered/ invoked/ released by the acquirer	Nil	Nil	Nil
<b>Total (a+b+c+/-d)</b>	<b>44,97,941</b>	<b>2.37%</b>	<b>2.37%</b>
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights <b>(Refer Annexure 3)</b>	49,81,473	2.62%	2.62%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
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) after acquisition	Nil	Nil	Nil
<b>e) Total (a+b+c+d)</b>	<b>49,81,473</b>	<b>2.62%</b>	<b>2.62%</b>
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Open market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	From 1 <sup>st</sup> February 2017 to 25 <sup>th</sup> July 2017 <b>(Refer Annexure 2)</b>		
Equity share capital / total voting capital of the TC before the said acquisition/sale	19,01,28,978 equity shares of Rs. 2/- each		
Equity share capital/ total voting capital of the	19,01,28,978 equity shares of Rs. 2/- each		

Sukant Patil





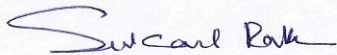
TC after the said acquisition/sale	
Total diluted share/voting capital of the TC after the said acquisition/sale	19,01,28,978 equity shares of Rs. 2/- each

**Note:**

(\*) Total share capital/voting capital of the TC is being taken as per the latest filing done by it to the Stock Exchange under SEBI Listing Regulations.

(\*\*) 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.

For **Bennett, Coleman & Company Limited**



Sukamal Datta  
Authorised Signatory

Place: Mumbai  
Date: 27<sup>th</sup> July, 2017



Enclosures: Annexures 1, 2 and 3



**Annexure – 1 (Pre-sale shareholding)**

<u>Pre-sale shareholding of the Acquirer and PACs as mentioned above</u>	Number of Shares	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
BCCL (Acquirer)	81,12,748	4.27%	4.27%
VPL (PAC)	7,66,666	0.40%	0.40%
DIL (PAC)	6,00,000	0.32%	0.32%
Total	94,79,414	4.99%	4.99%

**Annexure – 2 (Details of Sale of shares)**

Name of the Acquirer and PACs	Date of Sale	No of Shares
BCCL (Acquirer)	17/07/2017	25,50,000
	25/07/2017	10,00,000
VPL (PAC)	01/02/2017	3,47,941
DIL (PAC)	01/02/2017	6,00,000
<b>Total</b>		<b>44,97,941</b>

**Annexure – 3 (Post-sale shareholding)**

<u>Post-sale shareholding of the Acquirer and PACs as mentioned above</u>	Number of Shares	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
BCCL (Acquirer)	45,62,748	2.40%	2.40%
VPL (PAC)	4,18,725	0.22%	0.22%
DIL (PAC)	Nil	Nil	Nil
Total	49,81,473	2.62%	2.62%

*Sukant Raj*

