



Ref: FLFL/BM/ BSE/ NSE/ 2018-19

23 May 2018

To
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy 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
Debt – Scrip Code: 957150

Scrip Code : FLFL

Dear Sir/Madam,

Ref: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Offer and issue of equity shares under preferential basis

This is to inform you that subsequent to the intimation dated 18 May 2018 on the captioned subject, the Company has entered into a Share Subscription Agreement with Spectacular Investments Pte. Ltd. (Investor) for the proposed issue of Equity Shares ("Equity Shares") to Investor, as per the terms and conditions agreed under the said Agreement and subject to the approval of the Shareholders at the Extraordinary General Meeting of the Company to be held on 14 June, 2018.

The details as required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular CIR/CFD/CMD/4/2015 dated 9 September 2015, are given in Annexure 1.

Kindly take the above information on your records

Thanking you,

Yours truly

for **Future Lifestyle Fashions Limited**

Sanjay Kumar Mutha
Chief-Legal & Company Secretary

Encl: as above



Annexure 1

The details as required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular CIR/CFD/CMD/4/2015 dated 9 September 2015, are given as under:

Name(s) of parties with whom the agreement is entered;	Spectacular Investments Pte. Ltd.
Purpose of entering into the agreement;	Issue of 38,22,464 Equity Shares of face value Rs. 2/- each of the Company at a price of Rs. 445.50 per Equity Share to the Investor on a preferential basis.
Shareholding, if any, in the entity with whom the agreement is executed;	None.
Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;	It is agreed between the Parties that Investor shall have right, <i>inter-alia</i> , to nominate one Director on the Board of Directors of the Company till the prescribed limit of their shareholdings in the Company.
Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	Investor is not related to any of the Promoter and or Promoter Group entities of the Company.
Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	The transaction does not fall within the related party transactions.
In case of issuance of shares to the parties, details of issue price, class of shares issued;	As mentioned herein above.
Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	On completion of the Transaction contemplated under the said Agreement, necessary alteration in relation to the Investor's right to appoint one nominee Director on the Board, will be made in the Articles of Association of the Company.

Future Lifestyle Fashions Limited

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