## FUTURE CAPITAL INVESTMENT PRIVATE LIMITED

5th November, 2019

To,

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

BSE Scrip Code: 533400

Listing Department
The National Stock Exchange of
India Limited
Exchange Plaza,
Bandra- Kurla Complex,

Bandra (East), Mumbai- 400 051

**NSE Symbol: FCONSUMER** 

Dear Sir,

Sub: Annexure-II Disclosure of reason for encumbrance (In addition to Annexure I prescribed by way of circular dated August 05,2015)

With reference to above subject, we are enclosing herewith Annexure-II, Disclosure of reason for encumbrance (In addition to Annexure I prescribed by way of circular dated August 05,2015).

Kindly take the above on your record.

Thanking you,

Yours faithfully,

For Future Capital Investment Private Limited

**Authorised Signatory** 

Encl: as above

C.C. To:

The Company Secretary
Future Consumer Limited
Knowledge House, Shyam Nagar
Off JogeshwariVikhroli Link Road,
Jogeshwari (East)
Mumbai 400 060

## Annexure - II

## Disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	Future Consumer Limited
Name of the recognized stock exchanges where the shares of the	BSE Limited
company are listed	National Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been	Future Capital Investment Private Limited
encumbered	Future Corporate Resources Private Limited
Total promoter shareholding in the listed company	No. of shares – 889,183,098
	% of total share capital - 46.29%
Encumbered shares as a % of promoter shareholding	78.39%
Whether encumbered share is 50% or more of promoter	YES
shareholding	
Whether encumbered share is 20% or more of total share capital	YES

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Details of all the existing events/ agreements pertaining to encur						
Encumbrance Serial Number	1	2	3	4	5	6
Date of Creation of encumbrance	30-06-2016	05-04-2017	31-03-2017	10-10-2019	06-09-2018	19-09-2018
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge
No. of shares encumbered	2,640,000	48,450,000	119,548,838	5,683,000	9,400,000	28,500,000
% of shares encumbered	0.14	2.52	6.22	0.30	0.49	1.48
Specific details about the encumbrance  Name of the entity in whose favour shares encumbered (X)	RBL Bank Ltd.	Vistra ITCL India Ltd	Vistra ITCL India Ltd	Ambit Finvest Pvt. Ltd.	RattanIndia Finance Pvt Ltd	IDBI Trusteeship Services Limited
Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	Scheduled Commercial Bank	Entity X is not scheduled commercial bank; Debenture Trustee;	Entity X is not scheduled commercial bank; Debenture Trustee;	NBFC	NBFC	Entity X is not scheduled commercial bank; Debenture Trustee;
Names of all other entities in the agreement	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –
	1 Future Capital investment Pvt Ltd	1 Future Capital investment Pvt Ltd	Future Corporate Resources     Private Limited     Ryka Commercial Ventures     Private Limited     S.Central Departmental Stores     Private Limited     Future Capital Investment Private     Limited	Future Corporate Resources     Private Limited     Future Capital Investment Private     Limited     S.Central Departmental Stores     Private Limited	Future Corporate Resources     Private Limited     Future Capital Investment Private     Limited     Scentral Departmental Stores     Private Limited	Future Corporate Resources     Private Limited     Future Capital Investment Private     Limited     S. Central Departmental Stores     Private Limited
	Other entities (if any) -	Other entities (if any) -	Other entities (if any) -	Other entities (if any) -	Other entities (if any) -	Other entities (if any) -
	1	1	1	1	1	1
Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No	Yes	Yes	Νο	No	Yes
1. Name of the issuer	NA	Future Corporate Resources Pvt. Ltd.	Future Corporate Resources Pvt. Ltd.	NA	NA	Future Corporate Resources Pvt. Ltd.
2. Details of the debt instrument	NA	Non-Convertible Debentures	Non-Convertible Debentures	NA	NA	Non-Convertible Debentures
3. Whether the debt instrument is listed on stock exchanges?	NA	No	No	NA	NA	No
4. Credit Rating of the debt instrument	NA	PPMLD BBB (Outlook Negative)	NA	NA	NA	NA
S. ISIN of the instrument	NA	INE370107233, INE370107241	INE370107266, INE370107258, INE370107290, INE370107282	NA	NA	INE241Z07040
Security Cover / Asset Cover Value of shares on the date of event / agreement (A)	47,200,000	2,340,600,000	2,966,711,186	220,340,000	700,260,000	700,070,000
Amount involved (against which shares have been encumbered) (B)	500,000,000	4,032,000,000	6,000,000,000	250,000,000	575,000,000	1,350,000,000
Ratio of A / B	0.09	0.58	0.49	0.88	1.22	0.52
End use of money						
Borrowed amount to be utilized for what purpose –						
(a) Personal use by promoters and PACs	Yes	Yes	Yes	Yes	Yes	Yes
(b) For the benefit of listed company						
Provide details including amount, purpose of raising money by						
(c) Any other reason (please specify)	Working capital requirement.	Refinancing of existing debt availed and general corporate purposes	Refinancing of existing debt availed and general corporate purposes	Genral Corporate Purpose	Towards Working Capital Requirements and general corporate purposes	Towards Working Capital Requirements and general Concorate purposes
					corporate parposes	pe are purposes

					The second secon		
Encumbrance Serial Number	7	8	9	10	11	12	13
Date of Creation of encumbrance	31-10-2019	04-11-2019	02-01-2018	22-10-2019	10-10-2019	26-03-2018	30-03-2019
Type of encumbrance (pledge, lien, negative lien, non-disposal						1	
undertaking etc. or any other covenant, transaction, condition or	Pledge and other covenant	Pledge and other covenant	Pledge	Pledge	Pledge	Pledge	Pledge and other covenant
arrangement in the nature of encumbrance)	ricage and other covenant	riedge and other covenant	rieuge	ricage	ricuge	Treage	rieuge and other covenant
						1	
No. of shares encumbered	-	28,072,144	32,685,031	5,800,000	15,623,934	36,925,200	36,915,000
% of shares encumbered	-	1.46	1.70	0.30	0.81	1.92	1.92
Specific details about the encumbrance	Yes Bank Ltd.	Yes Bank Ltd.	Catalyst Trusteeship Limited-L&T	IDBI Trusteeship Services Ltd.	Clix Finance India Private Limited	di	
Name of the entity in whose favour shares encumbered (X)	Yes Bank Ltd.	Yes Bank Ltd.	Finance Ltd	Avendus Finance	Clix Finance India Private Limited	Clix Capital Services Private Limited	Indusing Bank Ltd
Whether the entity X is a scheduled commercial bank, public	Scheduled Commercial Bank	Scheduled Commercial Bank	Entity X is not scheduled	Entity X is not scheduled	NBFC	NBFC	Scheduled Commercial Bank
financial institution, NBFC or housing finance company? If No,			commercial bank;	commercial bank;			
provide the nature of the business of the entity.			Debenture Trustee;	Debenture Trustee;			
Security of the Control of A control of the Control			**************************************	VI (10 E) CONTRACTOR (10 E) CONTRACTOR (10 E)			
Name of all about the second	Ust discussion and the same	1:-4-4	1:-4-1		U.A. d	15-4d	1:
Names of all other entities in the agreement	Listed company and its group	Listed company and its group	Listed company and its group	Listed company and its group	Listed company and its group	Listed company and its group	Listed company and its group
	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –
	1. Future Corporate Resources	1.Basuti Sales and Trading Private	1. Future Corporate Resources	1. Future Capital Investment Private	1. Future Capital Investment Private	1. Future Capital Investment Private	
	Private Limited	Limited	Private Limited	Limited	Limited	Limited	Private Limited
	2. Ryka Commercial Ventures	2. Future Corporate Resources	2. Future Capital Investment Private				2. Ryka Commercial Ventures
	Private Limited	Private Limited	Limited				Private Limited
	3.Central Departmental Stores	3. Ryka Commercial Ventures					3. Future Capital Investment Private
	Private Limited	Private Limited					Limited
	4. Future Capital Investment Private	4. Future Capital Investment Private					
	Limited	Limited					
				-1 76		a.t	out to the A
	Other entities (if any) ~	Other entities (if any) -	Other entities (if any) –	Other entities (if any) -	Other entities (if any) –	Other entities (if any) –	Other entities (if any) –
	1	1	1	1	1	1	
Whether the encumbrance is relating to any debt instruments viz	No	No	No	No	No	No	No
debenture, commercial paper, certificate of deposit etc.? If yes,	1						
provide details about the instrument, including credit rating	I						
1. Name of the issuer	NA	NA	NA	NA	NA	NA	NA
2. Details of the debt instrument	NA	NA	NA	NA	NA	NA .	NA
2. Details of the dept hist affect			142		100		
3. Whether the debt instrument is listed on stock exchanges?	NA	NA	NA	NA	NA	NA	NA
4. Credit Rating of the debt instrument	NA	NA	NA	NA	NA	NA	NA
5. ISIN of the instrument	NA	NA	NA	NA	NA	NA	NA
Security Cover / Asset Cover	656,364,264	656,231,822	1,220,844,974	205,800,000	899,515,500	1,132,080,000	1,031,550,000
Value of shares on the date of event / agreement (A)							
Amount involved (against which shares have been encumbered)	5,200,000,000	2,841,401,544	1,750,000,000	1,150,000,000	320,000,000	580,000,000	2,000,000,000
(B)	3,200,000,000	2,012,102,511	2,, 50,,550,550	1,150,000,000	1		
Ratio of A / B	0.13	0.23	0.70	0.18	2.81	3.54	0.52
	0.13	0.23	0.70	0.18	2.81	3.34	0.32
End use of money  Borrowed amount to be utilized for what purpose –	1						
	l .						
Borrowed amount to be utilized for what purpose =					1000	V	Yes
(a) Personal use by promoters and PACs	Yes	Yes	Yes	Yes	Yes	Yes	103
(a) Personal use by promoters and PACs (b) For the benefit of listed company	Yes	Yes	Yes	Yes	Yes	Yes	
(a) Personal use by promoters and PACs			Yes	Yes	Yes	Yes	
(a) Personal use by promoters and PACs (b) For the benefit of listed company		Yes Purchase of movable fixed assets	Yes  Refinancing of existing debt and	Yes  Refinancing of existing facility and	Yes  Refinancing of existing debt and	Refinancing of existing debt and	To finance purchase of movable
(a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by							





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Encumbrance Serial Number	14	15	16	17	18	19	20
Date of Creation of encumbrance	30-03-2017	07-08-2019	04-10-2019	29-03-2018	10-10-2019	10-10-2019	18-09-2015
	50-03-2017	07-08-2019	04-10-2019	25-03-2018	10-10-2019	10-10-2019	18-05-2015
Type of encumbrance (pledge, lien, negative lien, non-disposal							
undertaking etc. or any other covenant, transaction, condition or	Pledge and other covenant	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge
arrangement in the nature of encumbrance)							
No. of Assessment of the state of	44 500 000	0.500.000	22.22.000	4 240 000	F.4.250.000	20,425,000	10,000,000
No. of shares encumbered	11,500,000	9,600,000	32,233,000 1.68	4,319,000	54,350,000 2.83	29,425,000 1.53	19,000,000
% of shares encumbered	0.60	0.50	1.68	0.22	2.83	1.53	0.99
Specific details about the encumbrance	Indusind Bank Ltd	IDBI Trusteeship Services Limited	RBL Bank Ltd	RBL Bank Ltd	Axis Finance Ltd.	Axis Finance Ltd.	IFCI Ltd.
Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public	Scheduled Commercial Bank	Entity X is not scheduled	Scheduled Commercial Bank	Scheduled Commercial Bank	NBFC	NBFC	NBFC
	Screduled Commercial Bank		Scheduled Commercial Bank	Scheduled Commercial Bank	INBFC	NBFC	INBFC
financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.		commercial bank; Debenture Trustee;					
provide the nature of the business of the entity.		Dependre Trustee,					
					CA		
Names of all other entities in the agreement	Listed company and its group	Listed company and its group	Listed company and its group		Listed company and its group	Listed company and its group	Listed company and its group
	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –
	1. Future Corporate Resources	1. Future Corporate Resources	1. Future Corporate Resources	1. Future Corporate Resources	1 Future Capital Investment Pvt.	1 Future Capital Investment Pvt.	1 Future Capital Investment Pvt.
	Private Limited	Private Limited	Private Limited	Private Limited	Ltd.	Ltd.	Ltd.
	2. Ryka Commercial Ventures	2. Future Capital Investment Private	2. Ryka Commercial Ventures	2. Ryka Commercial Ventures	2.Future Outdoor Media Solution	2. Future Corporate Resources Pvt.	2. Future Brands Limited
	Private Limited	Limited	Private Limited	Private Limited	Limited	Ltd.	Company Compan
	3.Central Departmental Stores	3. Ryka Commercial Ventures	3.Central Departmental Stores	3.Central Departmental Stores			
	Private Limited	Private Limited	Private Limited	Private Limited			
	4. Future Capital Investment Private		4. Future Capital Investment Private	4. Future Capital Investment Private			
	Limited		Limited	Limited			
	out records	out out of	Out on the A	out with the same	Out - Private of	Other with a life and	Other entities (if any) –
	Other entities (if any) –	Other entities (if any) –	Other entities (if any) -	Other entities (if any) ~	Other entities (if any) –	Other entities (if any) –	Other entities (if any) =
M(-sh-sh-sh-sh-sh-sh-sh-sh-sh-sh-sh-sh-sh-	N-		No 1	No 1	No I	No	No
Whether the encumbrance is relating to any debt instruments viz.	No	Yes	No	No	No	No	No
debenture, commercial paper, certificate of deposit etc.? If yes,							
provide details about the instrument, including credit rating							
1. Name of the issuer	NA	FLFL Lifestyle Brands Limited	NA	NA	NA	NA	NA
2. Details of the debt instrument	NA	Non-Convertible Debentures	NA	NA	NA	NA	NA
Whether the debt instrument is listed on stock exchanges?	NA	NA .	NA .	NA NA	NA	NA	NA
5. Whether the describination is took exertainges.							
4. Credit Rating of the debt instrument	NA	NA	NA	NA	NA	NA	NA
5. ISIN of the instrument	NA	NA	NA	NA	NA	NA	NA
Security Cover / Asset Cover	333,500,000	269,760,000	786,800,000	400,040,000	1,419,200,000	341,040,000	647,588,031
Value of shares on the date of event / agreement (A)							
Amount involved (against which shares have been encumbered)	1,231,069,934	4,500,000,000	2,000,000,000	66,660,000	1,000,000,000	500,000,000	3,000,000,000
(B)	1,232,003,334	4,500,000,000	2,000,000,000	00,000,000	2,000,000,000		-,,,
	0.27	0.06	0.39	6.00	1.42	0.68	0.22
Ratio of A / B	0.27	0.00	0.39	8.00	1:42	0.00	0.22
End use of money							
Borrowed amount to be utilized for what purpose -							
(a) Personal use by promoters and PACs	Yes	Yes	Yes	Yes	Yes	Yes	Yes
(b) For the benefit of listed company	***						
Provide details including amount, purpose of raising money by							
(c) Any other reason (please specify)	For payment of business and	Payment of obligations owed by	For payment of business and	For working capital requirement	General Corporate Purposes	For Repayment of existing	Corporate Loan for creation of new
	deposit.	Affiliate entity.	deposit.			promoter group facility	assets and office infrastructure



Encumbrance Serial Number Date of Creation of encumbrance	21 31-10-2019	22 21-12-2018	23 21-12-2018	24 14-10-2019	25 22-03-2018	26 16-11-2015	27 10-01-19
Date of Creation of encumbrance	31-10-2019	21-12-2018	21-12-2016	14-10-2019	22-03-2018	16-11-2013	10-01-19
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Pledge and other covenant	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge
No. of shares encumbered	253,800	7,895,840	3,384,160	3,770,547	1,364	4,441,902	146,578,500
% of shares encumbered	0.01	0.41		0.20	0.00	0.23	7.63
Specific details about the encumbrance  Name of the entity in whose favour shares encumbered (X)	Kotak Mahindra Prime Ltd	Catalyst Trusteeship Services Ltd.	Catalyst Trusteeship Services Ltd.	BNP Paribas Ltd	BNP Paribas Ltd	Axis Bank Ltd	Vistra ITCL (India) Limited
Whether the entity X is a scheduled commercial bank, public	NBFC	Entity X is not scheduled	Entity X is not scheduled	NBFC	NBFC	Scheduled Commercial Bank	Entity X is not scheduled commercial bank;
whether the entity A is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	NOTC	commercial bank; Debenture Trustee;	commercial bank; Debenture Trustee;	Norc	Norc	Scheduled Commercial Sam	Debenture Trustee;
Names of all other entities in the agreement	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –	Listed company and its group companies (if any) –
	1 Future Capital Investment Pvt. Ltd.	Private Limited 4. Future Capital Investment	Future Corporate Resources Private Limited     Ryka Commercial Ventures Private Limited     3.Central Departmental Stores Private Limited     4. Future Capital Investment Private Limited	Future Corporate Resources Private Limited     Ryka Commercial Ventures Private Limited     3.Central Departmental Stores Private Limited     4. Future Capital Investment Private Limited	Future Corporate Resources Private Limited     Ryka Commercial Ventures Private Limited     3.Central Departmental Stores Private Limited     4. Future Capital Investment Private Limited	Future Corporate Resouces Pvt. Ltd.	Future Capital Investment Private Limited     Future Corporate Resources Private Limited
	Other entities (if any) -	Other entities (if any) -	Other entities (if any) -	Other entities (if any) -	Other entities (if any) -	Other entities (if any) -	Other entities (if any) -
	1	1	1	1	1	1	1
Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No	Yes	Yes	No	No	No	Yes
1. Name of the issuer	NA	Future Corporate Resources Pvt. Ltd.	Future Capital Investment Pvt. Ltd.	NA	NA	NA	Future Capital Investment Private Limited
2. Details of the debt instrument	NA	Non-Convertible Debentures	Non-Convertible Debentures	NA	NA	NA	Non Convertible Debentures
3. Whether the debt instrument is listed on stock exchanges?	NA	NA	NA	NA	NA	NA	No
4. Credit Rating of the debt instrument	NA	NA	NA	NA	NA	NA	NA
5. ISIN of the instrument	NA	INE241Z07032	INE708Z07014	NA	NA	NA	INE708Z07048
Security Cover / Asset Cover Value of shares on the date of event / agreement (A)	374,373,540	535,697,400	127,547,000	473,318,162	327,681,838	119,391,844	3,781,725,300
Amount involved (against which shares have been encumbered) (B)	187,500,000	4,000,000,000	2,500,000,000	650,000,000	450,000,000	360,000,000	4,900,000,000
Ratio of A / B	2.00	0.13	0.05	0.73	0.73	0.33	0.77
End use of money							
Borrowed amount to be utilized for what purpose –							
(a) Personal use by promoters and PACs (b) For the benefit of listed company	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Provide details including amount, purpose of raising money by							
(c) Any other reason (please specify)	General Corporate Purposes	Refinancing of existing debt/liabilities	Refinancing of existing	Repayment of	Repayment of Loans/Investments	General Corporate Purposes	General Corporate Purposes

Signature of Authorised Signatory:

Place: Mumbai Date: 05/11/2019

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