FUTURE CAPITAL INVESTMENT PRIVATE LIMITED

16thOctober, 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	81.26%				
Whether encumbered share is 50% or more of promoter shareholding	YES				
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 encun						
Encumbrance Serial Number Date of Creation of encumbrance	1 20 00 2015	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	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge
arrangement in the nature of encumbrance)						
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	RBL Bank Ltd.	Vistra ITCL India Ltd	Vistra ITCL India Ltd	A . L .: 5:		
Name of the entity in whose favour shares encumbered (X)	NDL BANK Etd.	Vistra ITCL India Etd	Vistra I ICL India Ltd	Ambit Finvest Pvt. Ltd.	RattanIndia Finance Pvt Ltd	IDBI Trusteeship Services Limited
Whether the entity X is a scheduled commercial bank, public	Scheduled Commercial Bank	Entity X is not scheduled	Entity X is not scheduled	NBFC	NBFC	Entity X is not scheduled
financial institution, NBFC or housing finance company? If No,		commercial bank;	commercial bank;	and the second of the second o		commercial bank;
provide the nature of the business of the entity.		Debenture Trustee;	Debenture Trustee;			Deberture Trustee;
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
tunes of an other effects in the agreement	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –
	companies (y any)	companies (i) uniy) -	companies (y any) –	companies (g any) –	companies (ij arry) –	Companies (i) any) –
	1 Future Capital investment Pvt Ltd	1 Future Capital investment Pvt Ltd	1. Future Corporate Resources	Future Corporate Resources	Future Corporate Resources	Future Corporate Resources
			Private Limited	Private Limited	Private Limited	Private Limited
			2. Ryka Commercial Ventures	2. Future Capital Investment Private	2. Future Capital Investment Private	2. Future Capital Investment Private
			Private Limited	Limited	Limited	Limited
			3.Central Departmental Stores	3.Central Departmental Stores	3.Central Departmental Stores	3.Central Departmental Stores
			Private Limited	Private Limited	Private Limited	Private Limited
			4. Future Capital Investment 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.	No	Yes	Yes	No	No	Yes
debenture, commercial paper, certificate of deposit etc.? If yes,						
provide details about the instrument, including credit rating						
1. Name of the issuer	NA	Future Corporate Resources Pvt.	Future Corporate Resources Pvt.	NA .	NA	Future Corporate Resources Pvt.
		Ltd.	Ltd.			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
	NA	2014 2 202 (2 14 1 14 14 14	NA NA	NA	NA .	NA
Credit Rating of the debt instrument ISIN of the instrument	NA NA	PPMLD BBB (Outlook Negative) INE370107233, INE370107241	INE370107266, INE370107258,	NA NA	NA NA	INE241Z0704C
5. Isliv of the instrument	· ·	1146570107255, 1146570107241	INE370107290, INE370107282	NA	l NA	111241207040
Security Cover / Asset Cover	47,200,000	2,340,600,000	2,966,711,186	220,340,000	700,260,000	700,070,000
Value of shares on the date of event / agreement (A)	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	2,510,000,000	2,500,711,100	220,0 10,000	,,	
Amount involved (against which shares have been encumbered)	500,000,000	4,032,000,000	6,000,000,000	250,000,000	575,000,000	1,350,000,000
(B)						
Ratio of A / B	0.09	0.58	0.49	0.88	1.22	0.5
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			<u> </u>			
Provide details including amount, purpose of raising money by						
(c) Any other reason (please specify)	Working capital requirement.	Refinancing of existing debt availed	Refinancing of existing debt availed	Genral Corporate Purpose	Towards Working Capital	Towards Working Capital
· · · · · · · · · · · · · · · · · · ·	and the second s	and general corporate purposes	and general corporate purposes		Requirements and general	Requirements and general
	1			1	corporate purposes	corporate purposes

Encumbrance Serial Number	7						
Date of Creation of encumbrance	31-03-2017	13-04-2018	9 02-01-2018	10	11	12	13
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 and other covenant	Pledge	05-01-2015 Pledge	10-10-2019 Pledge	26-03-2018 Pledge	30-03-2019 Fledge anc other covenant
No. of shares encumbered	15,251,421	20,472,144	32,685,031	2,050,000	15,623,934	36,925,200	36,915,000
% of shares encumbered	0.79	1.07	1.70	0.11	13,023,934	1.92	36,915,000
Specific details about the encumbrance	Yes Bank Ltd.	Yes Bank Ltd.	Catalyst Trusteeship Limited-L&T	IDBI Trusteeshin Services Ltd			
Name of the entity in whose favour shares encumbered (X)	res bank Ltd.	Yes Bank Ltd.	Finance Ltd	Avendus Finance	Clix Finance India Private Limited	Clix Capital Services Private Limited	Indusind 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	Scheculed Commercial Bank
financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.			commercial bank; Debenture Trustee;	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) –	Listea company and its group companies (if any) –
	Private Limited	Basuti Sales and Trading Private Limited Future Corporate Resources Private Limited Ryka Commercial Ventures Private Limited Future Capital Investment Private Limited	Future Corporate Resources Private Limited Future Capital Investment Private Limited	Future Capital Investment Private Limited	Future Capital Investment Private Limited	Future Capital Investment Frivate Limited	Future Corporate Resources Private Limited Ryla Commercial Ventures Private Limited Future Capital Investment 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	No	No	No	No	No	No
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
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 Value of shares on the date of event / agreement (A)	656,364,264	656,231,822	1,220,844,974	205,800,000	899,515,500	1,132,030,000	1,031,550,000
Amount involved (against which shares have been encumbered) (B)	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
Ratio of A / B	0.13	0.23	0.70	0.18	2.81	3.54	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	Yes
(b) For the benefit of listed company	,,,,	103	1	103	103	103	103
Provide details including amount, purpose of raising money by							
(c) Any other reason (please specify)	Payment of purchase consideration for acquisition of Assets and Business.	Purchase of movable fixed assets for business of the Borrower	Refinancing of existing debt and general corporate purposes	Refinancing of existing facility and general corporate purpose.	Refinancing of existing debt and general corporate purposes	Refinancing of existing debt and general corporate purposes	To finance purchase of movable assets for business of the Borrower

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Encumbrance Serial Number	r						
Date of Creation of encumbrance	14 30-03-2017	15	16	17	18	19	20
Date of Creation of encumprance	30-03-2017	07-08-2019	04-10-2019	29-03-2018	10-10-2019	10-10-2019	18-09-2015
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)			110082	ricage	rieuge	rieuge	rieuge
				The state of the s			
No. of shares encumbered	11,500,000	9,600,000	32,233,000	4,319,000	54,350,000	29,425,000	19.000.000
% of shares encumbered	0.60	0.50	1.68	0.22		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.		usar
Name of the entity in whose favour shares encumbered (X)	modsing bank etg	ibbi irusteesiip services Liiliteu	NOL BANK ELU	KBL Bank Ltd	Axis Finance Ltd.	Axis Finance Ltd.	tFCI Ltd.
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
financial institution, NBFC or housing finance company? If No,		commercial bank;					
provide the nature of the business of the entity.		Debenture Trustee;					
	-						
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
Traines of an other charles in the agreement	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) -	companies (if any) –	
	companies (i) any)	companies (i) only) –	companies in any -	companies (i) any) =	Companies (ij any) =	Companies (ij ariy) -	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.Future Outdoor Media Solution	The second of th	2. Future Brands Limited
	Private Limited	Limited	Private Limited	Private Limited	Limited	Ltd.	
	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	•		
	Limited		Limited	Limited	1		
	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 ally) -	Other entities (if any) =	Other entities (if any) =	Other entities (if any) =	Other entities (if any) =	Other entities (if any) =	Other entities (if any) =
Whether the encumbrance is relating to any debt instruments viz.	No.	Yes	No	No	No 1	No	No
	No	res	140	ING .	No	No	140
debenture, commercial paper, certificate of deposit etc.? If yes,							
provide details about the instrument, including credit rating						1	
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
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
			1				
Sandy Court (Assault Court	222 500 000	300 700 000	705 000 000	400,040,000	1 410 300 000	341,040,000	647,588,031
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)							
Ratio of A / B	0.27	0.06	0.39	6.00	0 1.42	0.68	0.2
End use of money	5.2,	0.00	1	0.00	1.71		
Borrowed amount to be utilized for what purpose –			1				
						ļ	
(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	1	D		l- 11 - 11 - 11 - 11 - 11 - 11 - 11 - 1	16 16	5-0	
(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
1	1		1	1			



Encumbrance Serial Number Date of Creation of encumbrance Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) No. of shares encumbered % of shares encumbered Specific details about the encumbrance Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public	21 10-10-2019 Pledge and other covenant 21,872,400 1.14	22 21-12-2018 Pledge	23 21-12-2018 Pledge	24 14-10-2019 Pledge	25 22-03-2018 Pledge	26 16-11-2015 Pledge	27 10-01-19 Pledge
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) No. of shares encumbered % of shares encumbered Specific details about the encumbrance Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public	Pledge and other covenant	Pledge					
undertaking etc. or any other covenant, transaction, condition of arrangement in the nature of encumbrance) No. of shares encumbered Sof shares encumbered Specific details about the encumbrance Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public	21,872,400		Pledge	Pledge	Pledge	Pledge	Pledge
undertaking etc. or any other covenant, transaction, condition of arrangement in the nature of encumbrance) No. of shares encumbered 36 of shares encumbered Specific details about the encumbrance Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public	21,872,400		Pledge	Pledge	Pledge	Pledge	Pledge
arrangement in the nature of encumbrance) No. of shares encumbered 36 of shares encumbered Specific details about the encumbrance Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public	21,872,400		ricuge	rieuge	rieuge	rieuge	1 reage
No. of shares encumbered 36 of shares encumbered Specific details about the encumbrance Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public						1	
% of shares encumbered Specific details about the encumbrance Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public				1		1	
Specific details about the encumbrance Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public	1.14	7.895.840	3.384.160	3,770,547	1,364	4,441,902	146,578,500
Name of the entity in whose favour shares encumbered (X) Whether the entity X is a scheduled commercial bank, public		0.41	0.18		0.00		7.63
Whether the entity X is a scheduled commercial bank, public							
	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
	NBFC	Entity X is not scheduled	Entity X is not scheduled	NBFC	NBFC	Scheduled Commercial Bank	Entity X is not scheduled commercial bank;
financial institution, NBFC or housing finance company? If No,		commercial bank;	commercial bank;				Debenture Trustee;
provide the nature of the business of the entity.	1	Debenture Trustee;	Debenture Trustee;		1	1	,
	1	bosomare mastee,	Descritare Hustee,		1		
No. 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1		1111	the Landson		111		70.77
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
	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	companies (if any) –	any) –
	1 Future Capital Investment Pvt.	1. Future Corporate Resources	1. Future Corporate Resources	1. Future Corporate Resources	1. Future Corporate Resources	1. Future Corporate Resouces Pvt.	1 Future Capital Investment Private Limited
	Ltd.	Private Limited	Private Limited	Private Limited	Private Limited	Ltd.	2. Future Corporate Resources Private
		2. Ryka Commercial Ventures	2. Ryka Commercial Ventures	2. Ryka Commercial Ventures	2. Ryka Commercial Ventures		Limited
	1	Private Limited	Private Limited	Private Limited	Private Limited	1	
		3.Central Departmental Stores	3.Central Departmental Stores	3.Central Departmental Stores	3.Central Departmental Stores	1 /	
	1	Private Limited	Private Limited	Private Limited	Private Limited	1	
	1	4. Future Capital Investment Private	4. Future Capital Investment Private	4. Future Capital Investment Private	4. Future Capital Investment Private	1	
		Limited	Limited	Limited	Limited	1	
						-1 -1 -1	
	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 vi	z. No	Yes	Yes	No	No	No	Yes
debenture, commercial paper, certificate of deposit etc.? If yes,		'	1	1	1	1 /	
provide details about the instrument, including credit rating	1	1	1	ł /	1	1	
						/	
1. Name of the issuer	NA	Future Corporate Resources Pvt.	Future Capital Investment Pvt. Ltd.	NA	NA	NA	
		Ltd.				/	Future Capital Investment Private Limited
2. Details of the debt instrument	NA	Non-Convertible Debentures	Non-Convertible Debentures	NA	NA	NA	
		The control of the control of		179-20			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
5. ISIN of the instrument	NA	INE241Z07032	INE708Z07014	NA	NA	NA	
		'			'	1 /	INE708Z07048
Security Cover / Asset Cover	374,373,540	535,697,400	127,547,000	473,318,162	327,681,838	119,391,844	3,781,725,300
Value of shares on the date of event / agreement (A)				L			3,761,723,300
Amount involved (against which shares have been encumbered)	187,500,000	4,000,000,000	2,500,000,000	650,000,000	450,000,000	360,000,000	
(B)		1			,555,555	.===,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		5.25	0.00	0.75	5.75	0.55	0.77
Borrowed amount to be utilized for what purpose –	1			/	1	1	
(a) Personal use by promoters and PACs	Yes	Vac	Vas	Vos	Van	Vee	Vee
	res	Yes	Yes	Yes	Yes	Yes	Yes
					1	1	
(b) For the benefit of listed company							
(b) For the benefit of listed company Provide details including amount, purpose of raising money by							
(b) For the benefit of listed company	General Corporate Purposes	Refinancing of existing	Refinancing of existing	Repayment of Loans/Investments	Repayment of Loans/Investments	General Corporate Purposes	General Corporate Purposes
(b) For the benefit of listed company Provide details including amount, purpose of raising money by	General Corporate Purposes		Refinancing of existing debt/liabilities	Repayment of Loans/Investments	Repayment of Loans/Investments	General Corporate Purposes	General Corporate Purposes

Signature of Authorised Signatory:

Place: Mumbai Date: 16/10/2019

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