

April 01, 2024



To,

The Department of Corporate Services, <b>BSE Limited</b> 14th Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a>	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no C/1, G Block, Bandra-kurla Complex, Bandra(E), Mumbai:400051 Email: <a href="mailto:takeover@nse.co.in">takeover@nse.co.in</a>	<b>Company Secretary</b> <b>Future Lifestyle Fashions Limited</b> Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai 400 060 Email: <a href="mailto:investorrelations@futurelifestyle.in">investorrelations@futurelifestyle.in</a>
---	---	---

**DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	Future Lifestyle Fashions Limited ('Target Company')		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vistra ITCL (India) Limited ("Vistra") (In our capacity as Debenture Trustee and Security Trustee), The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
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 (BSE) National Stock Exchange of India Limited (NSE)		
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 under consideration, holding of :</b>			
a) Shares carrying voting rights	4,55,83,598	22.59%	----
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	3,71,04,264	18.38%	----
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 TC (specify holding in each category)	----	----	----
<b>Total (a+b+c+d)</b>	<b>8,26,87,863</b>	<b>40.98%</b>	----
<b>Details of acquisition/ Sale</b>			
a) Shares carrying voting rights acquired/ sold	(1,47,92,982)	(7.33%)	----
b) VRs acquired/sold otherwise than by shares	----	----	----
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	----	----	----
d) Shares encumbered/invoked/released by the acquirer	----	----	----
<b>Total (a+b+c+d)</b>	<b>(1,47,92,982)</b>	<b>(7.33%)</b>	----

Registered office:  
 The IL&FS Financial Centre  
 Plot No. C-22, G Block, 6th Floor  
 Bandra Kurla Complex, Bandra (East)  
 Mumbai 400051, India

Corporate office:  
 The Qube, 6th floor, 602  
 A wing Hasan pada road,  
 Mittal industrial estate Marol,  
 Andheri (East) Mumbai 400059

Tel : +91 22 2850 0028  
 Fax : +9122 2850 0029  
 Email: [mumbai@vistra.com](mailto:mumbai@vistra.com)  
[www.vistraitcl.com](http://www.vistraitcl.com)

Vistra ITCL (India) Limited  
 Corporate Identity Number (CIN): U66020MH1995PLC095507

Vistra ITCL (India) Limited

<b>After the acquisition/ sale holding of:</b>			
a) Shares carrying voting rights	3,07,90,616	15.25%	----
b) Shares encumbered with the acquirer	3,71,04,265	18.38%	----
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 TC (specify holding in each category) after acquisition	----	----	----
<b>Total (a+b+c+d)</b>	<b>6,78,94,881</b>	<b>33.64%</b>	<b>----</b>
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Sale of equity Shares		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	Sale dates : 27-03-24, 28-03-24.		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	10,08,87,437 equity shares of face value of Rs. 2/- each, capital Rs. 20,17,74,874/- (As per the Shareholding pattern available on BSE website for the quarter ended December 2022)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	10,08,87,437 equity shares of face value of Rs. 2/- each, capital Rs. 20,17,74,874/- (As per the Shareholding pattern available on BSE website for the quarter ended December 2022)		
Total diluted share/voting capital of the TC after the said acquisition	-		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(\*\*) 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.

**Note:**

1,47,92,982 Equity Shares of the Target Company have been sold by Vistra ITCL (India) Limited on the above-mentioned dates.

The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

**For Vistra ITCL (India) Limited**

**Jatin Khimji Chonani**  
Digitally signed by: Jatin Khimji Chonani  
 DN: CN = Jatin Khimji Chonani C = IN O = Personal  
 Date: 2024.04.01 16:45:30 +05'30'

**(Authorized Signatory)**

**Name : Jatin Chonani**  
**Designation : Compliance Officer**

**Place: Mumbai**

Registered office:  
 The IL&FS Financial Centre  
 Plot No. C-22, G Block, 6th Floor  
 Bandra Kurla Complex, Bandra (East)  
 Mumbai 400051, India

Corporate office :  
 The Qube, 6th floor, 602  
 A wing Hasan pada road,  
 Mittal industrial estate Marol,  
 Andheri (East) Mumbai 400059

Tel : +91 22 2850 0028  
 Fax : +9122 2850 0029  
 Email: mumbai@vistra.com  
 www.vistraitcl.com

Page 2 of 2

Vistra ITCL (India) Limited  
 Corporate Identity Number (CIN): U66020MH1995PLC095507