

**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

**As on financial year ended on 31.03.2019**

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company  
(Management & Administration) Rules, 2014.**

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L52602MH1996PLC192090
2.	Registration Date	10/07/1996
3.	Name of the Company	Future Consumer Limited
4.	Category/Sub-category of the Company	Public Company Limited By Shares / Indian Non-Government Company
5.	Address of the Registered office & contact details	Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai – 400060. Tel: 91 22 6644 2200 Fax: 91 22 6199 5391 Email ID: investor.care@futureconsumer.in
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited C 101, Embassy 247, 1 <sup>st</sup> Floor, L.B.S. Marg, Vikhroli (West), Mumbai – 400083 Tel: + 91 22 4918 6000 Fax: +91 22 4918 6060 E mail: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Sourcing, Manufacturing, Branding, marketing and Distribution of Food and FMCG products	10611,10614, 10619,10795, 46301,46901,46909	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1	Aadhaar Wholesale Trading and Distribution Limited Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.	U52110MH2006PLC160440	Subsidiary	100	2(87)
2	Future Consumer Products Limited Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.	U51900MH2007PLC174027	Subsidiary	90	2(87)
3	The Nilgiri Dairy Farm Private Limited Knowledge House, Shyam Nagar,	U85110MH1970PTC265706	Subsidiary	100	2(87)

	Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.				
4	Bloom Foods and Beverages Private Limited Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.	U74120MH2016PTC272100	Subsidiary	100	2(87)
5	FCEL Food Processors Limited Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.	U15100MH2008PLC187450	Subsidiary	100	2(87)
6	Aussee Oats Milling (Private) Limited 28, BOI EPZ, Mirigama, Sri Lanka	-	Subsidiary	50+One Ordinary Share	2(87)
7	FCEL Overseas FZCO Jebel Ali Free Zone, Dubai, U.A.E.	-	Subsidiary	60	2(87)
8	FCL Tradevest Private Limited 5 <sup>th</sup> Floor, SOBO Central Mall, Pt. Madan Mohan Malviya Marg, Cross Road, Haji Ali, Tardeo, Mumbai – 400034	U15549MH2018PTC318714	Subsidiary	100	2(87)
9	Future Food and Products Limited Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.	U15410MH2008PLC179919	Step-down Subsidiary	-	2(87)
10	Integrated Food Park Limited (Formerly known as Integrated Food Park Private Limited) No. 22, VK Kalyani Commercial Complex, Sankey Road, Opp. B.D.A. Office, Bangalore-560 020.	U74900KA2007PLC071171	Step-down Subsidiary	-	2(87)
11	Future Food Processing Limited (Formerly known as Future Food Processing Private Limited) Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.	U15122MH2011PLC215430	Step-down Subsidiary	-	2(87)
12	Sublime Foods Limited (Formerly known as Sublime Foods Private Limited) No. 22, VK Kalyani Commercial Complex, Sankey Road, Opp. B.D.A. Office, Bangalore-560 020.	U15310KA2012PLC101087	Step-down Subsidiary	-	2(87)
13	Aussee Oats India Limited (Formerly known as Aussee Oats India Private Limited) 162 C Mittal Tower, C Wing, Nariman Point, Mumbai – 400 021	U15122MH2011PLC223036	Step-down Subsidiary	-	2(87)
14	MNS Foods Limited (Formerly known as MNS Foods Private Limited) No. 22, VK Kalyani Commercial Complex, Sankey Road, Opp. B.D.A. Office, Bangalore-560 020.	U15400KA2015PLC101423	Step-down Subsidiary	-	2(87)
15	Nilgiris Franchise Limited (Formerly known as Nilgiris Franchise Private Limited) Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.	U65910MH1996PLC265704	Step-down Subsidiary	-	2(87)
16	Nilgiri's Mechanised Bakery Private Limited Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.	U85110MH1988PTC265435	Step-down Subsidiary	15.27	2(87)

17	Appu Nutritions Private Limited No. 22, VK Kalyani Commercial Complex, Sankey Road, Opp. B.D.A. Office, Bangalore-560 020.	U01541KA1985PTC006784	Step-down Subsidiary	24	2(87)
18	Avante Snack Foods Private Limited Knowledge House, Shyam Nagar, Off.Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai - 400 060.	U15100MH2015PTC265479	Step-down Subsidiary	-	2(87)
19	Mibelle Future Consumer Products AG Bolimattstrasse 1, CH-5033 Buchs, Switzerland	-	Associate/ Joint Venture	50	2(6)
20	Genoa Rice Mills Private Limited Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai-400 060.	U15100MH2015PTC264954	Associate/ Joint Venture of FCL Tradevest Private Limited	50	2(6)
21	Hain Future Natural Products Private Limited 6 <sup>th</sup> Floor, IFFCO Building, Plot No. 3, Sector-32, Gurgaon, Haryana - 122 001.	U51909HR2017PTC069554	Associate / Joint Venture	50	2(6)
22	Affluence Food Processors Private Limited No. 22, VK Kalyani Commercial Complex, Sankey Road, Opp. B.D.A Office, Bangalore – 560020	U15138KA2017PTC105439	Step-down Subsidiary	100	2(87)
23	Fonterra Future Dairy Private Limited No. 22, VK Kalyani Commercial Complex, Sankey Road, Opp. B.D.A Office, Bangalore – 560020	U74999KA2018PTC117130	Associate / Joint Venture	50	2(6)

## VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31 <sup>st</sup> March, 2018]				No. of Shares held at the end of the year [As on 31 <sup>st</sup> March, 2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ Hindu Undivided Family	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
c) State Government	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporate	83,51,06,688@@	0	83,51,06,688@@	43.64	88,90,16,310	0	88,90,16,310	46.29	2.65
e) Banks / Financial Institution	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other									
i) Relatives of Promoters	1,66,788	0	1,66,788	0.01	1,66,788	0	1,66,788	0.01	0.00
Sub-Total (A)(1)	83,52,73,476	0	83,52,73,476	43.65	88,91,83,098	0	88,91,83,098	46.30	2.65
<b>(2) Foreign</b>									
a) Non-Resident Indians-Individual	0	0	0	0.00	0	0	0	0.00	0.00
b) Others-Individual	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/Financial Institution	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other	0	0	0	0.00	0	0	0	0.00	0.00

<b>Sub-Total (A)(2)</b>	0	0	0	0.00	0	0	0	0.00	0.00
<b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>	<b>83,52,73,476</b>	<b>0</b>	<b>83,52,73,476</b>	<b>43.65</b>	<b>88,91,83,098</b>	<b>0</b>	<b>88,91,83,098</b>	<b>46.30</b>	<b>2.65</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	1,65,85,873	0	1,65,85,873	0.87	3,67,29,252	0	3,67,29,252	1.91	1.04
b) Banks / Financial Institution	29,35,822	0	29,35,822	0.15	15,34,204	0	15,34,204	0.08	-0.07
c) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
d) State Government	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) Foreign Institutional Investors	0	0	0	0.00	0	0	0	0	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)									
a) Foreign Portfolio Investor (Corporate)	38,00,09,902	0	38,00,09,902	19.86	31,88,40,873	0	31,88,40,873	16.60	-3.26
b) Alternate Investment Funds	1,00,000	0	1,00,000	0.01	2,25,000	0	2,25,000	0.01	0.00
c) NBFCs registered with RBI	0	0	0	0	10,82,241	0	10,82,241	0.06	0.06
<b>Sub-total (B)(1):-</b>	<b>39,96,31,597</b>	<b>0</b>	<b>39,96,31,597</b>	<b>20.89</b>	<b>35,84,11,570</b>	<b>0</b>	<b>35,84,11,570</b>	<b>18.66</b>	<b>-2.23</b>
<b>2. Non-Institutions</b>									
a) Bodies Corporate									
i) Indian	23,51,64,164#	0	23,51,64,164#	12.29	18,89,90,838\$	0	18,89,90,838\$	9.84	-2.45
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	10,72,41,691	20,820	10,72,62,511	5.61	11,01,24,353	15,320	11,01,39,673	5.74	0.12
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	13,78,98,601	4,43,263	13,83,41,864	7.23	12,54,79,715	1,00,000	12,55,79,715	6.58	-0.65
c) Others (specify)									
i) Non Resident Indians (Repatriable)	85,93,900	0	85,93,900	0.45	84,75,530	0	84,75,530	0.44	-0.01
ii) Non Resident Indians (Non Repatriable)	46,10,762	0	46,10,762	0.24	34,73,960	0	34,73,960	0.18	-0.06
iii) Clearing Members	1,54,53,143@@	0	1,54,53,143@@	0.81	96,48,054	0	96,48,054	0.50	-0.31
iv) Directors/Relatives	50,79,190	0	50,79,190	0.27	54,89,405	0	54,89,405	0.29	0.02
v) Hindu Undivided Family	1,01,76,864	10,000	1,01,86,864	0.53	1,01,48,857	35,000	1,01,83,857	0.53	0.00
vi) Office Bearers	42,35,289	0	42,35,289	0.22	62,90,963	0	62,90,963	0.33	0.11
vii) Trusts	89,500	0	89,500	0.00	8,500	0	8,500	0.00	0.00
viii) Foreign Company	14,95,11,403	0	14,95,11,403	7.81	20,45,87,517	0	20,45,87,517	10.65	2.84
<b>Sub-total (B)(2):-</b>	<b>67,80,54,507</b>	<b>4,74,083</b>	<b>67,85,28,590</b>	<b>35.46</b>	<b>67,27,17,692</b>	<b>1,50,320</b>	<b>67,28,68,012</b>	<b>35.04</b>	<b>-0.42</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>1,07,76,86,104</b>	<b>4,74,083</b>	<b>1,07,81,60,187</b>	<b>56.35</b>	<b>1,03,11,29,262</b>	<b>1,50,320</b>	<b>1,03,12,79,582</b>	<b>53.70</b>	<b>-2.65</b>

C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>1,91,29,59,580</b>	<b>4,74,083</b>	<b>1,91,34,33,663</b>	<b>100.00</b>	<b>1,92,03,12,360</b>	<b>1,50,320</b>	<b>1,92,04,62,680</b>	<b>100.00</b>	<b>0.00</b>

Note: During the financial year 2018-19, the issued, subscribed and paid-up share capital of the Company increased from 1,91,34,33,663 equity shares of Rs. 6/- each to 1,92,04,62,680 equity shares of Rs. 6/- each.

@@39,74,546 equity shares acquired by Future Capital Investment Private Limited, a Promoter entity, and not reflecting in the beneficiary position received from the R& T Agent have been reduced from the category 'Clearing Members' and added under the category 'Promoter / Promoter Group', as on 31<sup>st</sup> March, 2018.

# Includes 1,12,85,134 shares held by Future Consumer Enterprise Employees Welfare Trust to be treated as 'non-promoter and non-public' shareholding in terms of Regulation 9 of Chapter II of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

\$ Includes 1,33,20,293 shares held by Future Consumer Enterprise Employees Welfare Trust to be treated as 'non-promoter and non-public' shareholding in terms of Regulation 9 of Chapter II of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

## ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year# (As on 31 <sup>st</sup> March, 2018)			Shareholding at the end of the year (As on 31 <sup>st</sup> March, 2019)			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares*	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares*	
1	Future Enterprises Limited (formerly Future Retail Limited)	100	0.00	0.00	100	0.00	0.00	0.00
2	Future Capital Investment Private Limited	79,13,02,624	41.36	54.99	84,52,12,246	44.01	63.69	8.70
3	Central Departmental Stores Private Limited	100	0.00	0.00	100	0.00	0.00	0.00
4	RYKA Commercial Ventures Private Limited	100	0.00	0.00	100	0.00	0.00	0.00
5	Srishti Mall Management Company Private Limited	2,94,76,462	1.54	0.00	2,94,76,462	1.53	0.00	-0.01
6	Future Corporate Resources Private Limited (Formerly known as Suhani Trading and Investment Consultants Private Limited)	1,43,27,302	0.75	37.88	1,43,27,302	0.75	31.00	0.00
7	PIL Industries Limited	0	0.00	0.00	0	0.00	0.00	0.00
8	Future Corporate Resources Limited	0	0.00	0.00	0	0.00	0.00	0.00
9	Gargi Business Ventures Private Limited (formerly Gargi Developers Private Limited)	0	0.00	0.00	0	0.00	0.00	0.00
10	Manz Retail Private Limited	0	0.00	0.00	0	0.00	0.00	0.00
11	ESES Commercials Private Limited	0	0.00	0.00	0	0.00	0.00	0.00
12	Weavette Business Ventures Limited (formerly known as Future Ideas Realtors India Limited)	0	0.00	0.00	0	0.00	0.00	0.00
13	Avni Kishorekumar Biyani	99,619	0.01	0.00	99,619	0.01	0.00	0.00
14	Ashni Kishore Biyani	67,169	0.00	0.00	67,169	0.00	0.00	0.00
15	Kishore Biyani\$	0	0.00	0.00	0	0.00	0.00	0.00

16	Consumer Goods Trust\$	0	0.00	0.00	0	0.00	0.00	0.00
17	Retail Trust\$	0	0.00	0.00	0	0.00	0.00	0.00
18	Infra Trust\$	0	0.00	0.00	0	0.00	0.00	0.00
19	Lifestyle Trust\$	0	0.00	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>83,52,73,476</b>	<b>43.65</b>	<b>52.75</b>	<b>88,91,83,098</b>	<b>46.30</b>	<b>61.04</b>	<b>2.65</b>

\*The term 'encumbrance' has the same meaning as assigned to it under Regulation 28(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

§ As per disclosures under the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, furnished by the Promoters / PACs.

# The details of shareholding of Promoter / Promoter Group entities (in terms of shares held by each of them) as on 31<sup>st</sup> March, 2018 as mentioned herein, is after making adjustments to the beneficiary position received from the Registrar and Share Transfer Agent ("R & T Agent") to give effect to the shares acquired by Future Capital Investment Private Limited ("FCIPL") and acquisition/disposal of shares by the Promoter / Promoter Group entities pursuant to the Scheme of Amalgamation of Manz Retail Private Limited, ESES Commercial Private Limited, PIL Industries Limited, Future Corporate Resources Limited, Gargi Business Ventures Private Limited, Weavette Business Ventures Limited with Suhani Trading And Investment Consultants Private Limited and their respective shareholders ("Scheme") sanctioned by the National Company Law Tribunal, Mumbai Bench vide order dated 18.10.2017 and filed with ROC on 14.11.2017. The effect of above mentioned adjustment is :

- a) 39,74,546 equity shares acquired by FCIPL and not reflecting in the beneficiary position received from the R & T Agent have been added under the category 'Promoter / Promoter Group'; and
- b) An aggregate of 14,327,202 equity shares transferred inter-se amongst the Promoter / Promoter Group pursuant to the Scheme, as per the table below, which otherwise is not reflected, have been given effect under the holdings of acquirers / transferors, by adding / deducting respective shares:

Name of the Promoter/ Promoter Group entity	No. of Shares (added to the holding)	No. of shares (reduced from holding)
Suhani Trading and Investment Consultants Private Limited	14,327,202	-
PIL Industries Limited	-	5,426,902
Manz Retail Private Limited	-	100
ESES Commercial Private Limited	-	100
Future Corporate Resources Limited	-	8,900,100
<b>TOTAL</b>	<b>14,327,202</b>	<b>14,327,202</b>

### iii) Change in Promoters' Shareholding

Sr. No.	Particulars	Shareholding at the beginning of the year (As on 31st March, 2018)		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Future Capital Investment Private Limited				
	At the beginning of the year	791,302,624	41.36	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease	98,52,000 (Acquisition of shares on 26.06.2018)	0.51	80,11,54,624	41.87
		67,10,000 (Acquisition of shares on 29.06.2018)	0.35	80,78,64,624	42.22
		60,00,000 (Acquisition of shares on 13.07.2018)	0.31	81,38,64,624	42.53
		55,00,000 (Acquisition of shares on 16.07.2018)	0.29	81,93,64,624	42.82
		98,86,313 (Acquisition of shares on 18.07.2018)	0.52	82,92,50,937	43.33
		39,65,608 (Acquisition of shares on 30.07.2018)	0.21	83,32,16,545	43.54
		13,679 (Acquisition of shares on 10.10.2018)	0.00	83,32,30,224	43.49
		1,45,000 (Acquisition of shares on 11.10.2018)	0.01	83,33,75,224	43.50
		25,000 (Acquisition of shares on 16.10.2018)	0.00	83,34,00,224	43.50
		11,082 (Acquisition of shares between 19.10.2018)	0.00	83,34,11,306	43.50
		4,656 (Acquisition of shares between 22.10.2018)	0.00	83,34,15,962	43.50

	55,000 (Acquisition of shares between 23.10.2018)	0.00	83,34,70,962	43.50
	30,000 (Acquisition of shares between 24.10.2018)	0.00	83,35,00,962	43.50
	50,460 (Acquisition of shares on 26.10.2018)	0.00	83,35,51,422	43.51
	1,29,525 (Acquisition of shares between 25.01.2019)	0.01	83,36,80,947	43.43
	58,580 (Acquisition of shares between 28.01.2019)	0.00	83,37,39,527	43.43
	4,80,000 (Acquisition of shares on 14.02.2019)	0.03	83,42,19,527	43.46
	11,82,332 (Acquisition of shares on 15.02.2019)	0.06	835,401,859	43.52
	9,52,000 (Acquisition of shares on 18.02.2019)	0.05	83,63,53,859	43.57
	19,38,517 (Acquisition of shares on 19.02.2019)	0.10	83,82,92,376	43.67
	15,90,980 (Acquisition of shares on 20.02.2019)	0.08	83,98,83,356	43.75
	12,92,750 (Acquisition of shares on 21.02.2019)	0.07	84,11,76,106	43.82
	5,00,000 (Acquisition of shares on 05.03.2019)	0.03	84,16,76,106	43.85
	5,00,000 (Acquisition of shares on 06.03.2019)	0.03	84,21,76,106	43.87
	11,00,000 (Acquisition of shares on 07.03.2019)	0.06	84,32,76,106	43.93
	5,15,000 (Acquisition of shares on 08.03.2019)	0.03	84,37,91,106	43.96
	2,10,000 (Acquisition of shares on 18.03.2019)	0.01	84,40,01,106	43.97
	2,05,000 (Acquisition of shares on 19.03.2019)	0.01	84,42,06,106	43.98
	95,802 (Acquisition of shares on 20.03.2019)	0.01	84,43,01,908	43.98
	2,50,301 (Acquisition of shares on 22.03.2019)	0.01	84,45,52,209	44.00
	1,95,000 (Acquisition of shares on 25.03.2019)	0.01	84,47,47,209	44.00
	4,65,037 (Acquisition of shares on 27.03.2019)	0.02	845,212,246	44.01
	At the end of the year	845,212,246	44.01	-

**iv) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Black River Food 2 Pte. Ltd				
	At the beginning of the year	14,95,11,403	7.81	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	3,42,072 (Sale of Shares on 23.11.2018)	0.02	14,91,69,331	7.79
		18,62,007 (Sale of Shares on 30.11.2018)	0.10	14,73,07,324	7.69
		10,24,129 (Sale of Shares on 21.12.2018)	0.05	14,62,83,195	7.63
	At the end of the year	14,62,83,195	7.62	-	-
2.	Verlinvest SA				
	At the beginning of the year	14,05,13,969	7.34	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	-	-	-	-
	At the end of the year	14,05,13,969	7.32	-	-
3.	Arisaig India Fund Limited				
	At the beginning of the year	14,30,40,880	7.48	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	26,85,055 (Sale of Shares on 13.04.2018)	0.14	14,03,55,825	7.34
		15,31,157 (Sale of Shares on 20.04.2018)	0.08	13,88,24,668	7.26
		33,55,848 (Sale of Shares on 27.04.2018)	0.18	13,54,68,820	7.08
		48,641 (Sale of Shares on 04.05.2018)	0.00	13,54,20,179	7.08
	10,88,593 (Sale of Shares on 15.06.2018)	0.06	13,43,31,586	7.02	
At the end of the year	13,43,31,586	6.99	-	-	
4.	Bennett, Coleman and Company Limited				
	At the beginning of the year	9,15,80,293	4.79	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	1,000 (Sale of Shares on 08.03.2019)	0.00	9,15,79,293	4.77
	At the end of the year	9,15,79,293	4.77	-	-
5.	International Finance Corporation				
	At the beginning of the year	6,67,45,081	3.49	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	48,80,000 (Sale of Shares on 06.04.2018)	0.26	6,18,65,081	3.23
		30,00,000 (Sale of Shares on 13.04.2018)	0.16	5,88,65,081	3.08
		5,60,759 (Sale of Shares on 27.04.2018)	0.03	5,83,04,322	3.05
At the end of the year	5,83,04,322	3.04	-	-	
6.	Tata India Consumer Fund				
	At the beginning of the year	1,53,29,500	0.80	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	50,000 (Acquisition of Shares on 06.04.2018)	0.00	1,53,79,500	0.80
		1,50,000 (Acquisition of Shares on 13.04.2018)	0.01	1,55,29,500	0.81
		7,00,000 (Acquisition of Shares on 11.05.2018)	0.04	1,62,29,500	0.85
		1,00,000 (Acquisition of Shares on	0.01	1,63,29,500	0.85

		18.05.2018)			
		3,50,000 (Acquisition of Shares on 25.05.2018)	0.02	1,66,79,500	0.87
		7,95,000 (Acquisition of Shares on 01.06.2018)	0.04	1,74,74,500	0.91
		9,90,000 (Acquisition of Shares on 08.06.2018)	0.05	1,84,64,500	0.96
		6,50,000 (Sale of Shares on 30.06.2018)	0.03	1,78,14,500	0.93
		2,08,000 (Acquisition of Shares on 06.07.2018)	0.01	1,80,22,500	0.94
		53,40,000 (Acquisition of Shares on 31.08.2018)	0.28	2,33,62,500	1.22
		20,50,000 (Acquisition of Shares on 07.09.2018)	0.11	2,54,12,500	1.33
		10,00,000 (Acquisition of Shares on 30.11.2018)	0.05	2,64,12,500	1.38
		18,00,000 (Acquisition of Shares on 14.12.2018)	0.09	2,82,12,500	1.47
		37,00,000 (Acquisition of Shares on 21.12.2018)	0.19	3,19,12,500	1.67
		5,00,000 (Acquisition of Shares on 28.12.2018)	0.03	3,24,12,500	1.69
		2,50,000 (Sale of Shares on 11.01.2019)	0.01	3,21,62,500	1.68
		3,57,000 (Sale of Shares on 08.02.2019)	0.02	3,18,05,500	1.66
	At the end of the year	3,18,05,500	1.66	-	-
7.	Krishnanshi Traders Private Limited				
	At the beginning of the year	1,62,31,554	0.85	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	1,000 (Sale of Shares on 24.08.2018)	0.00	1,62,30,554	0.85
		13,000 (Sale of Shares on 31.08.2018)	0.00	1,62,17,554	0.85
		5,000 (Sale of Shares on 07.09.2018)	0.00	1,62,12,554	0.85
		2,000 (Sale of Shares on 26.10.2018)	0.00	1,62,10,554	0.85
		4,000 (Sale of Shares on 16.11.2018)	0.00	1,62,06,554	0.85
		10,000 (Sale of Shares on 15.03.2019)	0.00	1,61,96,554	0.85
	At the end of the year	1,61,96,554	0.84	-	-
8.	Santosh Desai				
	At the beginning of the year	1,41,44,087	0.74	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	75,000 (Sale of Shares on 09.11.2018)	0.00	1,40,69,087	0.73
		2,00,000 (Sale of Shares on 16.11.2018)	0.01	1,38,69,087	0.72
		1,25,000 (Sale of Shares on 08.03.2019)	0.01	1,37,44,087	0.72
		75,000 (Sale of Shares on 15.03.2019)	0.00	1,36,69,087	0.71
	At the end of the year	1,36,69,087	0.71	-	-
9.	Vistra ITCL India Limited*				
	At the beginning of the year	1,12,85,134	0.59	-	-

Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	25,000 (Sale of Shares on 13.04.2018)	0.00	1,12,60,134	0.59
	38,000 (Sale of Shares on 20.04.2018)	0.00	1,12,22,134	0.59
	25,000 (Sale of Shares on 27.04.2018)	0.00	1,11,97,134	0.59
	32,000 (Sale of Shares on 11.05.2018)	0.00	1,11,65,134	0.58
	47,500 (Sale of Shares on 18.05.2018)	0.00	1,11,17,634	0.58
	8,13,000 (Sale of Shares on 25.05.2018)	0.04	1,03,04,634	0.54
	46,048 (Sale of Shares on 01.06.2018)	0.00	1,02,58,586	0.54
	3,58,500 (Sale of Shares on 08.06.2018)	0.02	99,00,086	0.52
	4,11,000 (Sale of Shares on 15.06.2018)	0.02	94,89,086	0.50
	1,64,000 (Sale of Shares on 22.06.2018)	0.01	93,25,086	0.49
	20,000 (Sale of Shares on 30.06.2018)	0.00	93,05,086	0.49
	4,50,000 (Acquisition of Shares on 06.07.2018)	0.02	97,55,086	0.51
	35,000 (Sale of Shares on 13.07.2018)	0.00	97,20,086	0.51
	82,412 (Acquisition of Shares on 20.07.2018)	0.00	98,02,498	0.51
	2,09,336 (Acquisition of Shares on 27.07.2018)	0.01	1,00,11,834	0.52
	5,000 (Sale of Shares on 03.08.2018)	0.00	1,00,06,834	0.52
	77,700 (Sale of Shares on 10.08.2018)	0.00	99,29,134	0.52
	1,50,000 (Sale of Shares on 24.08.2018)	0.01	97,79,134	0.51
	1,50,000 (Sale of Shares on 31.08.2018)	0.01	96,29,134	0.50
	10,000 (Sale of Shares on 07.09.2018)	0.00	96,19,134	0.50
	20,020 (Sale of Shares on 14.09.2018)	0.00	95,99,114	0.50
	35,000 (Sale of Shares on 21.09.2018)	0.00	95,64,114	0.50
	3,97,414 (Acquisition of Shares on 29.09.2018)	0.02	99,61,528	0.52
7,45,000 (Acquisition of Shares on 05.10.2018)	0.04	1,07,06,528	0.56	

		3,17,000 (Acquisition of Shares on 12.10.2018)	0.02	1,10,23,528	0.58
		99,000 (Sale of Shares on 19.10.2018)	0.01	1,09,24,528	0.57
		9,85,917 (Acquisition of Shares on 26.10.2018)	0.05	1,19,10,445	0.62
		2,50,000 (Acquisition of Shares on 02.11.2018)	0.01	1,21,60,445	0.63
		10,000 (Sale of Shares on 16.11.2018)	0.00	1,21,50,445	0.63
		2,500 (Sale of Shares on 30.11.2018)	0.00	1,21,47,945	0.63
		57,000 (Sale of Shares on 07.12.2018)	0.00	1,20,90,945	0.63
		4,000 (Sale of Shares on 14.12.2018)	0.00	1,20,86,945	0.63
		1,50,000 (Sale of Shares on 28.12.2018)	0.01	1,19,36,945	0.62
		7,82,250 (Acquisition of Shares on 18.01.2019)	0.04	1,27,19,195	0.66
		6,35,098 (Acquisition of Shares on 25.01.2019)	0.03	1,33,54,293	0.70
		34,000 (Sale of Shares on 01.02.2019)	0.00	1,33,20,293	0.69
	At the end of the year	1,33,20,293	0.69	-	-
10.	Neelanchal Mansion Clump LLP				
	At the beginning of the year	1,14,24,676	0.60	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	-	-	-	-
	At the end of the year	1,14,24,676	0.59	-	-

\*The shares were transferred by Vistra ITCL India Limited consequent to exercise of stock options by the option grantees under Future Consumer Enterprise Limited Employee Stock Option Plan – 2014

#### E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year (31 <sup>st</sup> March, 2018)		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	G N Bajpai				
	At the beginning of the year	2,50,000	0.02		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	-	-	-	-
	At the end of the year	2,50,000	0.01		
2.	K K Rathi				
	At the beginning of the year	2,275	0.00	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	-	-	-	-
	At the end of the year	2,275	0.00	-	-
3.	Narendra Baheti				
	At the beginning of the year	2,200,000	0.11	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase	15,00,000 (Allotment of shares under ESOP on 19.09.2018)	0.08	37,00,000	0.19

	/decrease	8,00,000 (Allotment of shares under ESOP on 27.03.2019)	0.04	45,00,000	0.23
	At the end of the year	45,00,000	0.23	-	-
4.	Ashni Biyani				
	At the beginning of the year	67,169	0.00	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	-	-	-	-
	At the end of the year	67,169	0.00	-	-
5.	Manoj Gagvani				
	At the beginning of the year	8,92,000	0.05	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	40,000 (Acquisition of shares under ESOP on 14.05.2018)	0.00	9,32,000	0.05
		35,000 (Acquisition of shares under ESOP on 09.09.2018)	0.00	9,67,000	0.05
		33,000 (Acquisition of shares under ESOP on 30.09.2018)	0.00	10,00,000	0.05
		2,00,000 (Allotment of shares under ESOP on 27.12.2018)	0.01	12,00,000	0.06
		40,000 (Sale of shares on 31.12.2018)	0.00	11,60,000	0.06
		45,000 (Sale of shares between 07.01.2019 to 18.02.2019)	0.00	11,15,000	0.06
		15,000 (Sale of shares on 26.02.2019)	0.00	11,00,000	0.06
		5,000 (Sale of shares on 27.02.2019)	0.00	10,95,000	0.06
		20,000 (Sale of shares on 06.03.2019)	0.00	10,75,000	0.06
		5,000 (Sale of shares on 08.03.2019)	0.00	10,70,000	0.06
		5,000 (Sale of shares on 11.03.2019)	0.00	10,65,000	0.06
	At the end of the year	10,65,000	0.06	-	-
6.	Ravin Mody				
	At the beginning of the year	0	0.00		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	2,00,000 (Acquisition of shares under ESOP on 30.09.2018)	0.01	2,00,000	0.01
	At the end of the year	2,00,000	0.01	-	-

V) **INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.**

(Rs. in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	49,486.30	5,000.00	-	54,486.30
ii) Interest due but not paid		-	-	-
iii) Interest accrued but not due	607.69	-	-	607.69
<b>Total (i+ii+iii)</b>	<b>50,093.90</b>	<b>5,000.00</b>	<b>-</b>	<b>55,093.99</b>
Change in Indebtedness during the financial year				
.Addition	30,035.70	8,600.00	-	38,635.70
.Reduction	9,520.23	9,600.00	-	19,120.23
Net Change	20,515.47	(1,000.00)	-	19,515.47
Indebtedness at the end of the financial year				

i) Principal Amount	69,546.09	4,000.00	-	73,546.09
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1,063.37	-	-	1,063.37
<b>Total (i+ii+iii)</b>	<b>70,609.46</b>	<b>4,000.00</b>	<b>-</b>	<b>74,609.46</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Rs. In lakhs)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Ashni Biyani** (Managing Director)	Narendra Baheti (Executive Director)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	170.51	149.56	320.07
	(b) Value of perquisites u/s 17(2) Income-Tax Act, 1961	Nil	*656.88	656.88
	(c) Profits in lieu of salary under section 17(3) Income-Tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total (A)	170.51	806.44	976.95
	Ceiling as per the Act	The remuneration paid to Managing Director and Executive Director is within the ceiling prescribed under the Companies Act, 2013		

\*perquisite value on stock options exercised during the year

\*\*Appointed as Managing Director with effect from 22<sup>nd</sup> May, 2018

### B. Remuneration to other directors

(Rs. In lakhs)

Sr No	Particulars of Remuneration	Name of Directors				Total Amount
		G. N. Bajpai	Harminder Sahni*	Neha Bagaria**	Adhiraj Harish	
1	Independent Directors					
	Fee for attending board committee meetings	4.25	1.75	-	3.50	9.50
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	<b>Total (1)</b>	<b>4.25</b>	<b>1.75</b>	<b>-</b>	<b>3.50</b>	<b>9.50</b>
2	Other Non-Executive Directors					
	Fee for attending board committee meetings	3.25	4.00	1.00	-	8.25
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	<b>Total (2)</b>	<b>3.25</b>	<b>4.00</b>	<b>1.00</b>	<b>-</b>	<b>8.25</b>

\* appointed with effect from 14<sup>th</sup> September, 2018

\*\* appointed with effect from 20<sup>th</sup> March, 2019

### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Rs. In lakhs)

Sr No	Particulars of Remuneration	Key Managerial Personnel		Total
		Ravin Mody (Chief Financial Officer)	Manoj Gagvani (Company Secretary & Head – Legal)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	107.51	95.47	202.98

	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	5.39*	115.98**	121.37
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-
5	Others, please specify	-	-	-
	<b>Total</b>	<b>112.90</b>	<b>211.45</b>	<b>324.35</b>

\* Includes perquisite value of Rs. 3.10 lakhs on stock options exercised during the year

\*\* Includes perquisite value of Rs. 115.55 lakhs on stock options exercised during the year

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
<b>NIL</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					