Annexue-144/12B

Brief particulars of the transferee/resulting and transferor/demerged companies

Particulars	Transferee/ Resulting Company	Transferor/ Demerged Company			
Name of the	Future Retail Limited (FRL)	Hypercity Retail (India) Limited (HRIL)			
company		5 ()			
Date of Incorporation & details of name changes, if any	The Company was originally incorporated as Bharti Retail Private Limited on February 7, 2007 at NCT of Delhi. Further, the name of the Company was changed to Bharti Retail Limited vide the necessary resolution dated April 24, 2009 and a fresh certificate of incorporation was obtained on May 21, 2009. Further, name was changed to its present name viz, Future Retail Limited vide special resolution dated November 18, 2015 and fresh certificate of incorporation pursuant to change of name dated May 25, 2016 was obtained from the Registrar of Companies, Maharashtra at Mumbai.	The Company was incorporated under the Companies Act, 1956 on May 27, 2004 at Mumbai as 'Rainbow Retail Private Limited'. The name of the Company was changed to 'Hypercity Retail (India) Private Limited' pursuant to a special resolution passed by the shareholders of the Company on February 15, 2005 and a fresh certificate of incorporation consequent to the change of name was issued by Registrar of Companies, Maharashtra on March 4, 2005. Subsequently, the name of the Company was changed to "Hypercity Retail (India) Limited" pursuant to a special resolution passed by the shareholders of the Company on March 20, 2007 and a fresh certificate of incorporation was issued by Registrar of Companies,			
Registered Office	Knowledge House, Shyam Nagar, Off. Jogeshwari- Vikhroli Link Road, Jogeshwari (E), Mumbai – 400060, Maharashtra.	Maharashtra on March 30, 2007. Umang Tower, 2nd Floor, Mindspace, Off. Link Road, Malad (W), Mumbai – 400 064			
Name of	//	Not Listed			
Exchanges where securities of the company are listed	BSE Limited; National Stock Exchange of India Limited	Not Elsted			
Nature of	Multi Brand Retail Trading	Multi Brand Retail trading and Property Options			
Business	m o i	Business			
Brief particulars of the scheme	The Scheme <i>inter-alia</i> provides for the demerger for reorganisation and reclassification of balant Premium Account of FRL.	er of Retail Business Undertaking of HRIL into FRL and ace lying in the Capital Reserve Account into Securities			
Rationale for the scheme	 Demerger of the Retail Business Undertaking from HRIL into FRL shall have the following benefits: (a) consolidation of retail operations of FRL and HRIL in a single enity; (b) streamlining the operating structure; and (c) synergies expected to bring in cost savings in the marketing, selling and distribution expenses as well as give benefits of the economies of scale to the Company. Re-organisation of equity of FRL as provided in the Scheme shall benefit the shareholders of FRL as it shall result in rationalization of shareholders' funds of FRL. 				
Date of resolution	FRE as it shall result in rationalization o	f shareholders' funds of FRL.			
passed by the Board of Director of the company approving the scheme	06th December, 2017	06th December, 2017			
Relevant date for determining the price as per Para 8 of SEBI Circular dated March 10, 2017,	Not Applicable	Not Applicable			
If applicable.	*				
Date of meeting of the Audit Committee in which the draft scheme has been approved	06th December, 2017	06th December, 2017			
Appointed Date	01st December, 2017 or such other date as may be fixed or approved by the National Company Law Tribunal or such other competent authority as may be applicable.				
Net Worth	Rs. in crore	Rs. in crore			
Pre Post	2456.05 2274.18	(14.83)			
	22, 1.10	167.04			

37.1	aransieree, ide	sulting Company	Transferor/ Deme	rged Company		
Valuation by independent			er Chandiok & Co. LLP	-Бол Сошрапу		
Chartered		Firm Registration	ion No. 001076N/ N500013			
Accountant - Name of the	(4)	B-04 Mil	on 110. 001070117 11300013			
Name of the valuer						
firm and Regn no.						
Fair value per		N	ot Applicable			
share		11	ot Applicable			
Exchange ratio		N	lot Applicable			
Name of Merchant Banker		M/s. Keynote C	orporate Services Limited			
giving fairness opinion						
Capital before	Authorised Share Cap	pital:	Authorised Share Capital:			
the scheme	Rs. 2500,00,00,00	00 (divided into	Rs. 625,00,00,000 (divided in	ito 62.50.00 000 Equi		
(No. of equity shares as well as	Rs. 2/- each)	ty Shares of face value	Shares of face value Rs. 10/-	each)		
capital in rupees)	Issued Share Capital:		Issued Share Garage			
	Rs. 100,40,54,679 (div	ided into 50 20 79 525	Issued Share Capital:			
	Equity Shares of face	value Rs 2/- each) as	Rs. 1,51,03,03,060 (divided into 15,10,30,306 Equit Shares of face value Rs. 10/- each) as on 30			
	on 01st December, 201	7	November 2017			
	Subscribed and Paid u	In Share Conital	0.1			
	Rs. 100,39,50,308 (div	ided into 50 19 75 154	Subscribed and Paid up Share Capital:			
	Equity Shares of face	value Rs. 2/- each) as	Rs. 1,51,03,03,060 (divided into 15,10,30,306 Equit Shares of face value Rs. 10/- each) as on 300			
No. of shares to	on U1st December, 201	7				
	a distant to the scheme		ab all ! 1 11			
	by FRL along with its n there will be no issue	cominees, it is expressly and allotment of share	L shall issue and allot shares to to p share capital of HRIL as on the understood that, upon this Sch s by FRL in respect of the deme	Appointed Date is hel		
be issued	by FRL along with its n	cominees, it is expressly and allotment of share	p share capital of HRIL as on the understood that, upon this Sch	Appointed Date is hel		
Cancellation of shares on	by FRL along with its n there will be no issue Undertaking of HRIL in	tominees, it is expressly and allotment of shares to FRL under this Schen	understood that, upon this Sch s by FRL in respect of the deme me.	e Appointed Date is hel leme becoming effective erger of Retail Busines		
Cancellation of shares on account of cross	by FRL along with its n there will be no issue	tominees, it is expressly and allotment of shares to FRL under this Schen	p share capital of HRIL as on the understood that, upon this Sch	e Appointed Date is hel leme becoming effective erger of Retail Busines		
Cancellation of shares on account of cross	by FRL along with its n there will be no issue Undertaking of HRIL in	tominees, it is expressly and allotment of shares to FRL under this Schen	understood that, upon this Sch s by FRL in respect of the deme me.	e Appointed Date is hel leme becoming effective erger of Retail Busines		
Cancellation of shares on account of cross holding, if any	by FRL along with its n there will be no issue Undertaking of HRIL in Not App	nominees, it is expressly and allotment of shares to FRL under this Scheme	p share capital of HRIL as on the understood that, upon this Sch s by FRL in respect of the demende. Not Applica	e Appointed Date is helieme becoming effective erger of Retail Busines		
Cancellation of shares on account of cross holding, if any	by FRL along with its n there will be no issue Undertaking of HRIL in Not App There will not be any c	nominees, it is expressly and allotment of shares to FRL under this Scheme	p snare capital of HRIL as on the understood that, upon this Sch is by FRL in respect of the demende. Not Applicate the will not be any change in	e Appointed Date is helieme becoming effective erger of Retail Busines		
Cancellation of shares on account of cross holding, if any	by FRL along with its n there will be no issue Undertaking of HRIL in Not App	nominees, it is expressly and allotment of shares to FRL under this Scheme	p share capital of HRIL as on the understood that, upon this Sch s by FRL in respect of the demende. Not Applica	e Appointed Date is hel deme becoming effective erger of Retail Busines able		
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Cancellation of shares on account of cross holding, if any Capital after the scheme Shareholding pattern as on 01.12.2017 Promoter Public Custodian	by FRL along with its in there will be no issue. Undertaking of HRIL in Not App. There will not be any conference of FRL – post Scheme. Pre (F. No. of Shares 23,37,40,436 26,82,34,718 0 50,19,75,154	cominees, it is expressly and allotment of shares to FRL under this Scherolicable change in share capital capi	There will not be any change in post Scheme. Pre (HRII No. of Shares 151,030,306 0 151,030,306	e Appointed Date is heldeme becoming effective erger of Retail Business able share capital of HRIL - """ """ """ """ """ """ """		
Cancellation of shares on account of cross holding, if any Capital after the scheme Shareholding pattern as on 01.12.2017 Promoter Public Custodian	by FRL along with its mathere will be no issue. Undertaking of HRIL in Not App. There will not be any conference of FRL – post Scheme. Pre (F. No. of Shares 23,37,40,436 26,82,34,718 0 50,19,75,154 Post (F. No. of Shares 1 2 2 3 3 3 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4	cominees, it is expressly and allotment of shares to FRL under this Scherolicable hange in share capital FRL) % of holding 46.56 53.44 0.00 100.00 FRL)	There will not be any change in post Scheme. Pre (HRII No. of Shares 151,030,306 0 151,030,306 Pre (HRII Pre (HRII No. of Shares) 0 151,030,306 Pre (HRII No. of Shares)	e Appointed Date is heldeme becoming effective erger of Retail Business able share capital of HRIL- % of holding 100.00 0.00 100.00		
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Particulars	Transferee/ Resulting Company				Transferor/ Demerged Company			
Name and PAN	Promoters / Promoter Group as on 01st				Promoters / Promoter Group as on 01st December, 2017			
no. of the	December, 2017							
Promoter and Promoter group	SI. Name PAN			Future Retail Limited - AADCB1093N				
of unlisted	No.	Name	PAN		(Holdin	g Compan	y)	
companies		nore Biyani	AACPB0199B					
companies	2. Retail Tr	rust Commercial	In process AAFCR8983H	1				
		s Private Limited	AAFCK8983H					
	4. Akar Es Private I	tate And Finance Limited	AACCA2415Q					
	5. Suhani		AALCS4222N					
		Limited(*)	1					
		y Biyani	AAEPB3653J					
		il Biyani esh Biyani	AAEPB3654R AAEPB3651L					
	THE RESERVE TO SERVE	minarayan Biyani	AACPB0197R					
	10. Mr. Vive	k Biyani	AHLPB6777B					
		ikishan Biyani	AACPB0198A					
	12. Mr. Anil 13. Ms. Ash		AACPB0200F					
	13. Ms. Asn	ni Kishore Biyani	AHNPB3118Q					
	(*) Suhani Tradin	g and Investment C	Consultants Private					
	Limited (the Tra	insferee Company)	is added in the					
	Promoter Group o	of the Company in t	terms of Composite					
			Future Corporate mited, Manz Retail					
	Pvt Ltd, Weavette	e Business Ventur	res Limited, ESES					
	Commercials Pvt	Ltd, Gargi Busines	s Ventures Pvt Ltd					
			ment Consultants roved by Hon'ble					
	National Compar	y Law Tribual, M	umbai Bench and					
	made effective on	14th November, 2	017.					
	Sl. Name o		PAN	Sl. No.	Name of the Director	DIN	PAN	
Names of the Board of	1. Mr. Ki	ishore 0000574	0 AACPB0199B	1.	Mr. C.P. Toshniwal	00036303	ABZPT0231G	
Directors of			and the second of the second o	2.	Mr. Harsha Saksena	01736469	AFMPS8443Q	
	Biyani							
unlisted	2. Mr. R Biyani	akesh 0000580		3.	Mr. Vijai Singh Dugar	06463399	AAGPD9212K	
	2. Mr. R Biyani 3. Mr. Bharti Mi	Rajan 0002801	6 ABBPM8873D			06463399	AAGPD9212K ARCPM0420B	
unlisted	2. Mr. R. Biyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari	Rajan 0002801 ittal endra 0031733	6 ABBPM8873D 4 AADPB2390K	3.	Dugar			
unlisted	2. Mr. R Biyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Rav Dhariwal	Rajan 0002801 ttal 0031733 vindra 0000392	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q	3.	Dugar			
unlisted	2. Mr. R Biyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Rav Dhariwal 6. Ms. (6 Makar Sir	Rajan 0002801 ittal 0031733 vindra 0000392 Gagan 0109701	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C	3.	Dugar			
unlisted	2. Mr. R Biyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Rav Dhariwal 6. Ms. (6 Makar Sir	Rajan 0002801 ttal 0031733 vindra 0000392 Gagan 0109701	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C	3.	Dugar			
unlisted companies Please specify	2. Mr. R Biyani 3. Mr. Shail 4. Mr. Shail Bhandari 5. Mr. Ray Dhariwal 6. Ms. C Makar Si 7. Ms. S Badiga	Rajan 0002801 ittal 0031733 vindra 0000392 Gagan 0109701 ngh 0236299	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F	4.	Dugar	06974440	ARCPM0420B	ital of
unlisted companies Please specify relation among	2. Mr. R Biyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Ray Dharriwal 6. Ms. C Makar Sii 7. Ms. S Badiga	Rajan 0002801 ittal 0031733 vindra 0000392 Gagan 0109701 ngh 0236299	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F	4.	Dugar Ms. Maya Taparia	06974440	ARCPM0420B	ital of
unlisted companies Please specify relation among the companies	2. Mr. R Biyani 3. Mr. Shail 4. Mr. Shail Bhandari 5. Mr. Ray Dhariwal 6. Ms. C Makar Si 7. Ms. S Badiga	Rajan 0002801 ittal 0031733 vindra 0000392 Gagan 0109701 ngh 0236299	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F	4.	Dugar Ms. Maya Taparia	06974440	ARCPM0420B	ital of
unlisted companies Please specify relation among the companies involved in the	2. Mr. R Biyani 3. Mr. Shail 4. Mr. Shail Bhandari 5. Mr. Ray Dhariwal 6. Ms. C Makar Si 7. Ms. S Badiga	Rajan 0002801 ittal 0031733 vindra 0000392 Gagan 0109701 ngh 0236299	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F	4.	Dugar Ms. Maya Taparia	06974440	ARCPM0420B	ital of
unlisted companies Please specify relation among the companies involved in the scheme, if any	2. Mr. Rigiyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Ray Dharriwal 6. Ms. Cimakar Stir. 7. Ms. Simakar Stir. 8 Badiga FRL is the houndarit.	Rajan 0002801 ittal 0031733 vindra 0000392 Gagan 0109701 ngh 0236299	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F y of HRIL - hold	3. 4.	Dugar Ms. Maya Taparia with individuals)	06974440	ARCPM0420B	
Please specify relation among the companies involved in the scheme, if any Details regarding	2. Mr. Rigiyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Ray Dharriwal 6. Ms. Cimin Makar Stir. 7. Ms. Simin Badiga FRL is the houndary Mr. Shail Badiga	Rajan 0002801 ittal endra 0031733 vindra 0000392 Gagan 0109701 ngh bridevi 0236299 olding Compan to be any chang	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F y of HRIL - hold te in management	3. 4. There y	Dugar Ms. Maya Taparia with individuals)	06974440 100% equ	anagement co	
Please specify relation among the companies involved in the scheme, if any Details regarding change in	2. Mr. Rigiyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Ray Dharriwal 6. Ms. Cimin Makar Signation Missing Makar Signation Missing Missi	Rajan 0002801 ittal 0031733 vindra 0000392 Gagan 0109701 ngh 0236299	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F y of HRIL - hold te in management	3. 4. There y	Dugar Ms. Maya Taparia with individuals)	06974440 100% equ	anagement co	
Please specify relation among the companies involved in the scheme, if any Details regarding change in management	2. Mr. Rigiyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Ray Dharriwal 6. Ms. Cimin Makar Stir. 7. Ms. Simin Badiga FRL is the houndary Mr. Shail Badiga	Rajan 0002801 ittal endra 0031733 vindra 0000392 Gagan 0109701 ngh bridevi 0236299 olding Compan to be any chang	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F y of HRIL - hold te in management	3. 4. There y	Dugar Ms. Maya Taparia with individuals)	06974440 100% equ	anagement co	
Please specify relation among the companies involved in the scheme, if any Details regarding change in management control in listed	2. Mr. Rigiyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Ray Dharriwal 6. Ms. Cimin Makar Signation Missing Makar Signation Missing Missi	Rajan 0002801 ittal endra 0031733 vindra 0000392 Gagan 0109701 ngh bridevi 0236299 olding Compan to be any chang	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F y of HRIL - hold te in management	3. 4. There y	Dugar Ms. Maya Taparia with individuals)	06974440 100% equ	anagement co	
Please specify relation among the companies involved in the scheme, if any Details regarding change in management control in listed or resulting	2. Mr. Rigiyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Ray Dharriwal 6. Ms. Cimin Makar Signation Missing Makar Signation Missing Missi	Rajan 0002801 ittal endra 0031733 vindra 0000392 Gagan 0109701 ngh bridevi 0236299 olding Compan to be any chang	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F y of HRIL - hold te in management	3. 4. There y	Dugar Ms. Maya Taparia with individuals)	06974440 100% equ	anagement co	
Please specify relation among the companies involved in the scheme, if any Details regarding change in management control in listed	2. Mr. Rigiyani 3. Mr. Bharti Mi 4. Mr. Shail Bhandari 5. Mr. Ray Dharriwal 6. Ms. Cimin Makar Signation Missing Makar Signation Missing Missi	Rajan 0002801 ittal endra 0031733 vindra 0000392 Gagan 0109701 ngh bridevi 0236299 olding Compan to be any chang	6 ABBPM8873D 4 AADPB2390K 2 ADPPD1049Q 4 AATPS7285C 7 ADYPB3954F y of HRIL - hold te in management	3. 4. There y	Dugar Ms. Maya Taparia with individuals)	06974440 100% equ	anagement co	

For Future Retail Limited

Virendra Samani Dy. Company Secretary ACS#12971

