

# FUTURE RETAIL

BSE/NSE/PBR/2016-17

November 07, 2016

**Dept. of Corporate Services (CRD)**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

**Listing Department**

**National Stock Exchange of India Limited**

Exchange Plaza,  
Bandra- Kurla Complex, Bandra (E),  
Mumbai- 400 051

**Scrip Code: 540064**

**Scrip Symbol : FRETAIL**

**Sub: Result of Postal Ballot and Disclosure in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

- a) Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, consent of the Shareholders of the Company was sought by postal ballot for the matters as mentioned in the Postal Ballot Notice.
- b) Ms. Bindu Shah, Practicing Company Secretary was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
- c) The last date for casting votes electronically through e-voting and for receipt of the physical postal ballot form(s) from the Members was Sunday, 6th November, 2016.
- d) The Scrutinizer has submitted her report for the postal ballot, result whereof is announced today, i.e. Monday, 7th November, 2016.
- e) In terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), please find enclosed herewith details of voting result for the postal ballot. The Report submitted by the Scrutinizer for e-voting and voting done through physical postal ballot form is also enclosed herewith.

Pursuant to the aforesaid, following Ordinary / Special Resolution(s) have been approved by the Members of the Company with requisite majority, subject to such compliances as may be required:

1. Approval of Future Retail Limited Employee Stock Option Plan 2016 and Grant of Employees Stock Options to employees of the Company thereunder;
2. Grant of Employee Stock Options to the employees of the Subsidiary company(ies), if any, of the Company under Future Retail Limited Employee Stock Option Plan 2016;
3. Grant of Employee Stock Options to the Employees of Company and that of the Subsidiary company(ies) by way of Secondary Acquisition under Future Retail Limited Employee Stock Option Plan 2016;
4. Approval of Trust Route for the implementation of Future Retail Limited Employee Stock Option Plan 2016;

**Future Retail Limited** (Formerly known as Bharti Retail Limited)

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CIN : U51909MH2007PLC268269




# FUTURE RETAIL

5. Provision of Money by the Company for purchase of its own shares by the Trust / Trustees for the benefit of Employees under Future Retail Limited Employee Stock Option Plan 2016;
6. Issue of Guarantee;
7. Approval for entering into Related Party Transaction.

Kindly also consider this as disclosure in terms of the provisions of Regulation 30 of the SEBI Regulations.

Thanking you,

Yours faithfully,  
For Future Retail Limited

  
**Virendra Samani**  
**Dy. Company Secretary**



Encl.: As above

# FUTURE RETAIL

## Details of Voting Result in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

### Mode of Voting: Postal Ballot and E-voting

Resolution Required : (Special)			1 - Approval of Future Retail Limited Employee Stock Option Plan 2016 and Grant of Employees Stock Options to employees of the Company thereunder					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \{[2]/[1]\} * 100$	[4]	[5]	$[6] = \{[4]/[2]\} * 100$	$[7] = \{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	47821932	21897933	68.59	31.41
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.45	47821932	21897933	68.59	31.41
Public Non Institutions	E-Voting	136295881	105164774	77.16	105161918	2856	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		42761	0.03	36808	5953	86.08	13.92
	Total		105207535	77.19	105198726	8809	99.99	0.01
Total		471338557	405042836	85.93	383136094	21906742	94.59	5.41



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# FUTURE RETAIL



Resolution Required : (Special)			2 - Grant of Employee Stock Options to the employees of the Subsidiary company(ies), if any, of the Company under Future Retail Limited Employee Stock Option Plan 2016					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	47821932	21897933	68.59	31.41
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.45	47821932	21897933	68.59	31.41
Public Non Institutions	E-Voting	136295881	105164774	77.16	105160110	4664	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40680	0.03	34137	6543	83.92	16.08
	Total		105205454	77.19	105194247	11207	99.99	0.01
Total		471338557	405040755	85.93	383131615	21909140	94.59	5.41



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# FUTURE RETAIL



Resolution Required : (Special)			3 - Grant of Employee Stock Options to the Employees of Company and that of the Subsidiary company(ies) by way of Secondary Acquisition under Future Retail Limited Employee Stock Option Plan 2016					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} \times 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} \times 100$	$[7] = \frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	48828251	20891614	70.03	29.97
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.45	48828251	20891614	70.03	29.97
Public Non Institutions	E-Voting	136295881	105164674	77.16	105160075	4599	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40570	0.03	34107	6463	84.07	15.93
	Total		105205244	77.19	105194182	11062	99.99	0.01
Total		471338557	405040545	85.93	384137869	20902676	94.84	5.16



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Resolution Required : (Special)			4 - Approval of Trust Route for the implementation of Future Retail Limited Employee Stock Option Plan 2016					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	48828251	20891614	70.03	29.97
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.45	48828251	20891614	70.03	29.97
Public Non Institutions	E-Voting	136295881	105164654	77.16	105161831	2823	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40570	0.03	34685	5885	85.49	14.51
	Total		105205224	77.19	105196516	8708	99.99	0.01
Total		471338557	405040525	85.93	384140203	20900322	94.84	5.16



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Resolution Required : (Special)			5 - Provision of Money by the Company for purchase of its own shares by the Trust / Trustees for the benefit of Employees under Future Retail Limited Employee Stock Option Plan 2016					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \{[2]/[1]\} * 100$	[4]	[5]	$[6] = \{[4]/[2]\} * 100$	$[7] = \{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	48828251	20891614	70.03	29.97
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.445	48828251	20891614	70.03	29.97
Public Non Institutions	E-Voting	136295881	105163920	77.16	105161385	2535	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		41661	0.03	35175	6486	84.43	15.57
	Total		105205581	77.19	105196560	9021	99.99	0.01
Total		471338557	405040882	85.93	384140247	20900635	94.84	5.16



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Resolution Required : (Special)			6 - Issue of Guarantee					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} \times 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} \times 100$	$[7] = \frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	230115436	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	69063758	656107	99.06	0.94
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.45	69063758	656107	99.06	0.94
Public Non Institutions	E-Voting	136295881	105164636	77.16	105160564	4072	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40490	0.03	34829	5661	86.02	13.98
	Total		105205126	77.19	105195393	9733	99.99	0.01
Total		471338557	174924991	37.11	174259151	665840	99.62	0.38



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Resolution Required : (Ordinary)			7 - Approval for entering into Related Party Transaction					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	230115436	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Institutions	E-Voting	104927240	69068336	65.82	67405910	1662426	97.59	2.41
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69068336	65.82	67405910	1662426	97.59	2.41
Public Non Institutions	E-Voting	136295881	105164764	77.16	105160007	4757	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40490	0.03	34995	5495	86.43	13.57
	Total		105205254	77.19	105195002	10252	99.99	0.01
Total		471338557	174273590	36.97	172600912	1672678	99.04	0.96



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Off. : Panchsheel 3A/101, Raheja Township, Rani Sati Marg, Malad (E), Mumbai - 400097  
Mailing Address : Panchsheel 1A/203, Raheja Township, Rani Sati Marg, Malad (E), Mumbai - 400097

**Report of Scrutinizer in Respect of Postal Ballot Process**

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

Date : 07th November, 2016

To,  
The Chairman  
**Future Retail Limited**  
Knowledge House, Shyam Nagar,  
Off. Jogeshwari-Vikhroli Link Road,  
Jogeshwari (E), Mumbai - 400060

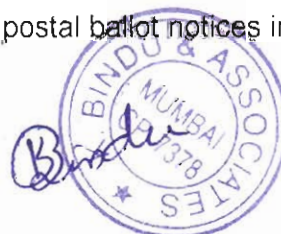
Dear Sir,

**SUB: Scrutinizer's Report on Postal Ballot Voting Process and E-voting Process conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014**

Future Retail Limited (hereinafter referred to as the "Company") at its meeting held on 27th September, 2016 had appointed me as the Scrutinizer for the Postal Ballot / Remote Electronic Voting (e-voting) pursuant to Section 108 & 110 of the Companies Act, 2013 (the "Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and other applicable provisions, if any and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), for the Resolution(s) in respect of the matter(s) as set out in the Postal Ballot Notice proposed to be transacted by way of postal ballot / e-voting ("Postal Ballot").

**Report on Scrutiny**

- The Company has appointed National Securities Depositories Limited (NSDL) as the service provider, for the purpose of extending the facility of remote e-voting to the Members of the Company through their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.
- The cut-off date for determining members for the dispatch of the Notice of the postal ballot was 30th September, 2016 (Physical & E-mail) and as on that date, there were 44,058 members of the Company. The Company had sent the Postal Ballot Notice along with postal ballot form and e-voting details by E-mail to 30,625 members whose E-mail ID was registered with the Company / RTA. In respect of 13,433 member's cases, the Company had sent the notice of the postal ballot, postal ballot form along with self-addressed pre-paid postage in physical form by speed post.
- The Company completed the dispatch of the postal ballot notices in physical form & E-mail to the members on 8th October, 2016.



- The notices sent (both through e-mail and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
- The cut-off date for the purposes of identifying the members who will be entitled to vote on the resolutions placed for approval of the members was 30th September, 2016.
- The remote e-voting facility was kept open from 8th October, 2016 (9:00 a.m.) to 6th November, 2016 (5:00 p.m.).
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement in 'The Free Press Journal' Newspaper, in English language having country-wide circulation and in 'Nav Shakti' Newspaper, in Marathi language all dated 9th October, 2016. The notice published in the Newspaper carried the required information as specified in sub-rule 4 (v) (a) to (h) of the said Rule 20.
- The votes were unblocked on Sunday, 6th November, 2016 after 5.00 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company.
- All postal ballot forms received up to Sunday, 6th November, 2016, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. All votes casted on NSDL remote e-voting platform up to 5.00 p.m. on Sunday, 6th November, 2016 were considered for my scrutiny.
- The postal ballot forms which are incomplete and / or which are otherwise found defective have been treated as invalid and kept separately.
- Envelopes containing postal ballot forms returned undelivered were also not opened and they are separately kept.
- Thereafter considering votes through remote e-voting and votes cast through postal ballot forms, the combined result of the voting is given below:

Details	Remote E-voting	Postal Ballot	Total voting
	Equity Shares	Equity Shares	Equity Shares
Number of members who cast their votes	253	228	481
Total number of shares held by them	4,05,000,075	50,302	405,050,377
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Invalid votes	Various as mentioned under each Resolution.		

**Note:** Percentage of votes cast in favour or against the resolutions are calculated based on the valid votes cast through remote e-voting or physical voting





**Item no. 1 of the Notice (As a Special Resolution)**

**Approval of Future Retail Limited Employee Stock Option Plan 2016 and Grant of Employees Stock Options to employees of the Company thereunder**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	%	Nos.	%
Remote E-Voting	405000075	Nil	405000075	383099286	94.59	21900789	5.41
Postal Ballot	50,302	7,541	42761	36,808	86.08	5,953	13.92
Total	405050377	7541	405042836	383136094	94.59	21906742	5.41

**Item no. 2 of the Notice (As a Special Resolution)**

**Grant of Employee Stock Options to the employees of the Subsidiary company(ies), if any, of the Company under Future Retail Limited Employee Stock Option Plan 2016**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	%	Nos.	%
Remote E-Voting	405000075	Nil	405000075	383097478	94.59	21902597	5.41
Postal Ballot	50302	9622	40680	34137	83.92	6543	16.08
Total	405050377	9622	405040755	383131615	94.59	21909140	5.41

**Item no. 3 of the Notice (As a Special Resolution)**

**Grant of Employee Stock Options to the Employees of Company and that of the Subsidiary company(ies) by way of Secondary Acquisition under Future Retail Limited Employee Stock Option Plan 2016**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	%	Nos.	%
Remote E-Voting	405000075	100	404999975	384103762	94.84	20896213	5.16
Postal Ballot	50302	9732	40570	34107	84.07	6463	15.93
Total	405050377	9832	405040545	384137869	94.84	20902676	5.16



**Item no. 4 of the Notice (As a Special Resolution)****Approval of Trust Route for the implementation of Future Retail Limited Employee Stock Option Plan 2016**

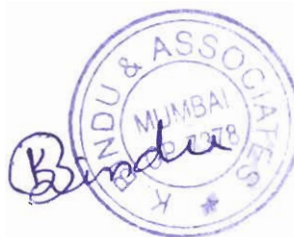
Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	%	Nos.	%
Remote E-Voting	405000075	120	404999955	384105518	94.84	20894437	5.16
Postal Ballot	50302	9732	40570	34685	85.49	5885	14.51
Total	405050377	9852	405040525	384140203	94.84	20900322	5.16

**Item no. 5 of the Notice (As a Special Resolution)****Provision of Money by the Company for purchase of its own shares by the Trust / Trustees for the benefit of Employees under Future Retail Limited Employee Stock Option Plan 2016**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	%	Nos.	%
Remote E-Voting	405000075	854	404999221	384105072	94.84	20894149	5.16
Postal Ballot	50302	8641	41661	35175	84.43	6486	15.57
Total	405050377	9495	405040882	384140247	94.84	20900635	5.16

**Item no. 6 of the Notice (As a Special Resolution)****Issue of Guarantee**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	%	Nos.	%
Remote E-Voting	405000075	230115574	174884501	174224322	99.62	660179	0.38
Postal Ballot	50302	9812	40490	34829	86.02	5661	13.98
Total	405050377	230125386	174924991	174259151	99.62	665840	0.38



**Item no. 7 of the Notice (As an Ordinary Resolution)****Approval for entering into Related Party Transaction**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	%	Nos.	%
Remote E-Voting	405000075	230766975	174233100	172565917	99.04	1667183	0.96
Postal Ballot	50302	9812	40490	34995	86.43	5495	13.57
Total	405050377	230776787	174273590	172600912	99.04	1672678	0.96

**Table showing Bifurcations of Promoters, Financial Institutions and Others - As per Annexure A**

All the resolutions mentioned in the notice as per the details given above stand passed under remote e-voting and voting conducted by postal ballot with the requisite majority and hence deemed to be passed.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through remote e-voting and voting conducted by postal ballot by the members of the Company. The postal ballot papers and all other relevant records relating to remote e-voting and physical voting is under my safe custody and will be handed to the Company Secretary for safe keeping.

Thanking You,  
Yours Faithfully

For K BINDU & Associates  
Company Secretaries

  
K BINDU  
Proprietor  
ACS-20066, COP 7378





Annexure-A

**Future Retail Limited**

Resolution Required : (Special)			1 - Approval of Future Retail Limited Employee Stock Option Plan 2016 and Grant of Employees Stock Options to employees of the Company thereunder					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} \times 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} \times 100$	$[7] = \frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	47821932	21897933	68.59	31.41
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	<b>Total</b>		69719865	66.45	47821932	21897933	68.59	31.41
Public Non Institutions	E-Voting	136295881	105164774	77.16	105161918	2856	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		42761	0.03	36808	5953	86.08	13.92
	<b>Total</b>		105207535	77.19	105198726	8809	99.99	0.01
<b>Total</b>		471338557	405042836	85.93	383136094	21906742	94.59	5.41



Resolution Required : (Special)			2 - Grant of Employee Stock Options to the employees of the Subsidiary company(ies), if any, of the Company under Future Retail Limited Employee Stock Option Plan 2016					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	47821932	21897933	68.59	31.41
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.45	47821932	21897933	68.59	31.41
Public Non Institutions	E-Voting	136295881	105164774	77.16	105160110	4664	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40680	0.03	34137	6543	83.92	16.08
	Total		105205454	77.19	105194247	11207	99.99	0.01
Total		471338557	405040755	85.93	383131615	21909140	94.59	5.41



Resolution Required : (Special)			3 - Grant of Employee Stock Options to the Employees of Company and that of the Subsidiary company(ies) by way of Secondary Acquisition under Future Retail Limited Employee Stock Option Plan 2016					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} \times 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} \times 100$	$[7] = \frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	48828251	20891614	70.03	29.97
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.45	48828251	20891614	70.03	29.97
Public Non Institutions	E-Voting	136295881	105164674	77.16	105160075	4599	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40570	0.03	34107	6463	84.07	15.93
	Total		105205244	77.19	105194182	11062	99.99	0.01
Total		471338557	405040545	85.93	384137869	20902676	94.84	5.16





Resolution Required : (Special)			4 - Approval of Trust Route for the implementation of Future Retail Limited Employee Stock Option Plan 2016					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	48828251	20891614	70.03	29.97
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.45	48828251	20891614	70.03	29.97
Public Non Institutions	E-Voting	136295881	105164654	77.16	105161831	2823	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40570	0.03	34685	5885	85.49	14.51
	Total		105205224	77.19	105196516	8708	99.99	0.01
Total		471338557	405040525	85.93	384140203	20900322	94.84	5.16



Resolution Required : (Special)			5 - Provision of Money by the Company for purchase of its own shares by the Trust / Trustees for the benefit of Employees under Future Retail Limited Employee Stock Option Plan 2016					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \{[2]/[1]\} * 100$	[4]	[5]	$[6] = \{[4]/[2]\} * 100$	$[7] = \{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	230115436	230115436	100	230115436	Nil	100	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		230115436	100	230115436	Nil	100	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	48828251	20891614	70.03	29.97
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.445	48828251	20891614	70.03	29.97
Public Institutions Non	E-Voting	136295881	105163920	77.16	105161385	2535	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		41661	0.03	35175	6486	84.43	15.57
	Total		105205581	77.19	105196560	9021	99.99	0.01
Total		471338557	405040882	85.93	384140247	20900635	94.84	5.16



Resolution Required : (Special)			6 - Issue of Guarantee					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \{[2]/[1]\} * 100$	[4]	[5]	$[6] = \{[4]/[2]\} * 100$	$[7] = \{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	230115436	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Institutions	E-Voting	104927240	69719865	66.45	69063758	656107	99.06	0.94
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69719865	66.45	69063758	656107	99.06	0.94
Public Non-Institutions	E-Voting	136295881	105164636	77.16	105160564	4072	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40490	0.03	34829	5661	86.02	13.98
	Total		105205126	77.19	105195393	9733	99.99	0.01
Total		471338557	174924991	37.11	174259151	665840	99.62	0.38





Resolution Required : (Ordinary)			7 - Approval for entering into Related Party Transaction					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \{[2]/[1]\} * 100$	[4]	[5]	$[6] = \{[4]/[2]\} * 100$	$[7] = \{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	230115436	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Institutions	E-Voting	104927240	69068336	65.82	67405910	1662426	97.59	2.41
	Poll		Not Applicable					
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		69068336	65.82	67405910	1662426	97.59	2.41
Public Non Institutions	E-Voting	136295881	105164764	77.16	105160007	4757	99.99	0.01
	Poll		Not Applicable					
	Postal Ballot		40490	0.03	34995	5495	86.43	13.57
	Total		105205254	77.19	105195002	10252	99.99	0.01
Total		471338557	174273590	36.97	172600912	1672678	99.04	0.96

