

FUTURE RETAIL

Future Retail Limited

Regd. Off.: Knowledge House, Shyam Nagar, Off. Jogeshwari - Vikhroli Link Road, Jogeshwari (East), Mumbai - 400 060

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FORM NO. MGT- 11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):

Registered Address:

E-mail ID:

Folio No/Client ID:

DP. ID:

I/We, being the Member(s) of Shares of the above named Company, hereby appoint:

- 1) Name:..... Address:.....
E-mail ID:..... Signature..... Or failing him/her;
- 2) Name:..... Address:.....
E-mail ID:..... Signature..... Or failing him/her;
- 3) Name:..... Address:.....
E-mail ID:..... Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twelfth Annual General Meeting ("AGM") of the Company to be held at Rangaswar, Fourth Floor, Y. B. Chavan Centre, Gen. Jagannath Bhosale Marg, Mumbai - 400 021 on Tuesday, July 30, 2019, at 11:30 AM and at any adjournment thereof in respect of such resolutions as are indicated below :

Sl. No.	Resolutions	Optional*	
		For	Against
Ordinary Business			
1.	To receive, consider and adopt a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Report of the Board of Directors and the Statutory Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Report of the Statutory Auditors thereon		
2.	To appoint a Director in place of Mr. Kishore Biyani (DIN: 00005740), who retires by rotation and being eligible, offers himself for re-appointment		
Special Business			
3.	Approval for payment of remuneration to Mr. Kishore Biyani as Managing Director		
4.	Approval for re-appointment of Mr. Kishore Biyani as Managing Director of the Company and payment of remuneration thereof		
5.	Approval for payment of remuneration to Mr. Rakesh Biyani as Jt. Managing Director		
6.	Approval for re-appointment of Mr. Rakesh Biyani as Jt. Managing Director of the Company and payment of remuneration thereof; and		
7.	Approval for entering into Material Related Party Transaction(s)		

Signed this day of 2019.

Affix
revenue
stamp

.....
Signature of Proxy Holder(s)

.....
Signature of Member(s)

Notes:

* It is optional to indicate your preference in the appropriate column. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she may deem appropriate.

This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 (Forty Eight) hours before the commencement of AGM. Appointing of Proxy does not prevent a Member from attending the AGM in person if he/she/it wishes. In case of joint holders, the signature of one holder will be sufficient, but names of all the joint holders should be stated.