

**FORM D**  
**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992**  
 [Regulations 13(4), 13(4A) and 13(6)]

**Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company.**

Name, PAN No. & Address of Promoter/ Person who is part of Promoter Group/Director/ Officer.	No. & % of shares/ voting rights held by the Promoter/ Person who is part of Promoter Group/Director/ Officer	Date of receipt of allotment advice/ acquisition/ sale of shares/ voting rights	Date of intimation to company	Mode of acquisition (market purchase/ public/rights/ preferential offer, etc.)/sale	No. & % of shares/voting rights post-acquisition/sale	Trading member through whom the trade was executed with SEBI Registration no. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value	
Sadashiv Nayak Flat No. 11, Premal, Sarojini Lane, Santacruz (West), Mumbai – 400 054.  PAN : AAOPN4528J	<b>Details Relating to Equity Shares of the Company</b>											
	27,447 Shares equivalent to 27,447 Voting Rights  0.006% (*)	11/02/2015	13/02/2015	Rights Issue made by the company	53,976 Shares equivalent to Voting Rights 53,976  0.013% (*)	NA	NA	26,529 Shares  (Allotment made pursuant to Right Issue)	Rs. 27.32 Lacs  (Rs 103/- per equity share)	NA	NA	
								<b>Total</b>	<b>26,529 Shares</b>	<b>Rs. 27.32 Lacs</b>		
	<b>Details Relating to Class B Shares (Series 1) of the Company</b>											
25 Shares equivalent to 18 Voting Rights  0.000% (*)	11/02/2015	13/02/2015	Rights Issue made by the company (**)	40 Shares equivalent to Voting Rights 30  0.000%	NA	NA	15 Shares  (Allotment made pursuant to Right Issue)	Rs. 0.007 Lacs  (Rs 50.25 per Class B share)	N.A.	N.A.		

(\*) - The percentage is calculated on the total number of Equity Shares in the target Company assuming full conversion of 1,34,98,300 Class B Warrants issued by the target Company as per the Postal Ballot Notice dated 11th June, 2014 as follows:

	No. of Shares	Voting Rights	Voting rights assuming conversion of Equity warrants / Class B Warrants (Note 1)	Total Voting Rights
Equity Shares	38,83,21,323	38,83,21,323	NIL	38,83,21,323
Class B (Series 1)	2,58,76,379	1,94,07,284	1,01,23,725	2,95,31,009
<b>Total</b>	<b>41,41,97,702</b>	<b>40,77,28,607</b>		<b>41,78,52,332</b>

**Voting Rights** – Equity Shares are entitled to 1 vote for every 1 equity share.  
 Class B (Series 1) Shares are entitled to 3 votes for every 4 Class B (Series 1) Shares.

for Future Retail Limited



Deepak Tanna  
Company Secretary

Mumbai, 16th February, 2015