

FORM A

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulation 13 (1) and (6)]**

Regulation 13(1) – Details of acquisition of 5% or more shares in a listed company

Name, PAN No. & address of shareholder with telephone number	Shareholding prior to acquisition	No. and percentage of shares / voting rights acquired	Date of allotment /advice. Date of acquisition (specify)	Date of receipt of intimation to Company	Mode of acquisition (market purchase /public / rights / preferential offer etc.)	Shareholding subsequent to acquisition	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
1 Counselled Mercantile Private Limited F-1901 Whispering Palms XXclusive, Lokhandwala Township, Kandivali (East), Mumbai 400101 PAN: AAEECC4776G	2 97,55,390 2.33% (*)	3 1,35,92,233 3.25% (*)	4 17.02.2015	5 19.02.2015	6 Allotted pursuant to Right Issue	7 2,33,47,623 5.59% (*)	8 Allotted through Right Issue N.A.	9 N.A.	10 1,35,92,233 @ 103.00 per share	11 1,39,99,99,999

(*) - 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 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
Total	41,41,97,702	40,77,28,607		41,78,52,332

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

Date : 20th February, 2015