

FUTURE RETAIL



Ref: FRL/SE/Clause35

February 12, 2015

Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra- Kurla Complex, Bandra (East)
Mumbai- 400 051

Fax Nos. : 22723121

Fax Nos. 26598237 / 26598238

Re: Scrip Code : 523574 / 570002

Re: NSE Symbol: FRL

Dear Sir / Madam

Sub: Post Allotment Shareholding Pattern pursuant to Clause 35

Please note that duly authorized Committee of Directors, at its meeting held on February 6, 2015, has made allotment of 14,93,02,369 Equity Shares and 99,47,227 Class B Shares offered in the Rights Issue, for cash at a price of Rs. 103.00 (including a premium of Rs. 101.00) per Equity Share and Rs. 50.25 (including a premium of Rs. 48.25) as per the basis of allotment approved by the designated stock exchange, i.e. BSE Limited.

In that respect, pursuant to Clause 35 of the Listing Agreement we are enclosing herewith post allotment Shareholding Pattern of the Company as on the date of allotment i.e. February 6, 2015.

Kindly take the above information on your records.

Thanking you,

Yours truly,

for **Future Retail Limited**

Deepak Tanna
Company Secretary

Encl: as above

Future Retail Limited [Formerly Pantaloon Retail (India) Limited]

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Introductory sub-table (I)(a)

Name of the Company: Future Retail Limited			
Scrip Code, Name of the scrip, class of security: 523574 (BSE), FRL (NSE), Equity			
Period ended : 6th February, 2015 (Post Issue)			
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Outstanding convertible securities:-	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
* Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	Total paid-up capital is Rs. 77,66,42,646/- consisting of 38,83,21,323 Equity shares of Rs.2/- each. (Please see Note below)		
NOTE 1 In the above paid up capital, 1500 Optionally Convertible Debentures (OCDs Series 2) issued pursuant to the Scheme of Amalgamation, for merger of Future Value Retail Limited with the Company, becoming effective on 11th February, 2014, have not been considered as the conversion price of these securities would be determinable on 15th December, 2015 for OCDS Series 2. Further, as per terms of issue, these securities may be redeemed based on certain events. It is also to be noted that 1000 OCDs Series 1 have already been redeemed as on December 30, 2014.			



For Future Retail Limited

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Company Secretary

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Statement Showing Shareholding Pattern								
Table (I)(a)								
Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered *	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (IX)=(VIII)/(VI)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Shareholding of Promoter and Promoter Group²							
1	Indian							
(a)	Individuals / Hindu Undivided Family	0	0	0	0.00	0.00	0	0.00
(b)	Central Government / State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	4	196031022	196031022	50.48	50.48	90590677	46.21
(d)	Financial Institutions/ Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
	Sub Total(A)(1)	4	196031022	196031022	50.48	50.48	90590677	46.21
2	Foreign							
a	Individuals (Non-Residents Individuals / Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
b	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
c	Institutions	0	0	0	0.00	0.00	0	0.00
d	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
e	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
	Sub Total(A)(2)	0	0	0	0.00	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	4	196031022	196031022	50.48	50.48	90590677	46.21
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	4	1368576	1368576	0.35	0.35	0	0.00
(b)	Financial Institutions / Banks	9	5388047	5388047	1.39	1.39	0	0.00
(c)	Central Government / State Government(s)	0	0	0	0.00	0.00	0	0.00
(d)	Venture Capital Funds	1	754074	754074	0.19	0.19	0	0.00
(e)	Insurance Companies	2	4220125	4220125	1.09	1.09	0	0.00
(f)	Foreign Institutional Investors	68	63954795	63954795	16.47	16.47	0	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(i)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
(i-1)	Foreign Bodies Corporate	1	65000	65000	0.02	0.02	0	0.00
	Sub-Total (B)(1)	85	75750617	75750617	19.51	19.51	0	0.00
B 2	Non-institutions							
(a)	Bodies Corporate	764	85674393	85671388	22.07	22.07	0	0.00
(b)	Individuals							
i	Individual shareholders holding nominal share capital up to ' 1 lakh	46550	14853305	13760814	3.83	3.83	0	0.00
ii	Individual shareholders holding nominal share capital in excess of ' 1 lakh.	41	14881607	14881607	3.83	3.83	0	0.00
(c)	Qualified Foreign Investors	0	0	0	0.00	0.00	0	0.00
(d)	Any Other (specify)							
(d-i)	Clearing Member	236	612467	612467	0.16	0.16	0	0.00
(d-ii)	Non Resident Indians	345	194412	192412	0.05	0.05	0	0.00
(d-iii)	Directors & their Relatives (Independent Directors)	1	10000	10000	0.00	0.00	0	0.00
(d-iv)	Trust	4	313500	313500	0.08	0.08	0	0.00
	Sub-Total (B)(2)	47941	116539684	115442188	30.01	30.01	0	0.00
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	48026	192290301	191192805	49.52	49.52	0	0.00
	TOTAL (A)+(B)	48030	388321323	387223827	100.00	100.00	90590677	23.33
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
1	Promoter and Promoter Group	0	0	0	0	0.00	0	0.00
2	Public	0	0	0	0	0.00	0	0.00
	Sub-Total (C)	0	0	0	0	0.00	0	0.00
	GRAND TOTAL (A)+(B)+(C)	48030	388321323	387223827	100.00	100.00	90590677	23.33

(*) Information on encumbered shares is compiled as per the meaning assigned to the term 'encumbrance' under the SEBI (SAST) Regulations, 2011.



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(I)(b) **Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"**

Sr. No.	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A)+(B)+(C)	No.	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	Future Corporate Resources Limited	157596398	40.58	75913282	48.17	19.55	0	0	0	0.00	40.58
2	PIL Industries Limited	37898109	9.76	14677395	38.73	3.78	0	0	0	0	9.76
3	Akar Estate And Finance Private Limited	1000	0.00	0	0.00	0.00	0	0	0	0	0.00
4	RYKA Commercial Ventures Private Limited	535515	0.14	0	0.00	0.00	0	0	0	0	0.14
TOTAL		196031022	50.48	90590677	46.21	23.33	0	0	0	0.00	50.48

(*) Information on encumbered shares is compiled as per the meaning assigned to the term 'encumbrance' under the SEBI (SAST) Regulations, 2011.

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(l)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (l)(a) above)	Details of warrants		Details of convertible		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	ARISAIG Partners (Asia) PTE Ltd. A/c Arisaig India Fund Limited	31637118	8.15	0	0	0	0	8.15
2	Brand Equity Treaties Limited	24999999	6.44	0	0	0	0	6.44
3	Bennett, Coleman and Company Limited	20391700	5.25	0	0	0	0	5.25
4	Counseled Mercantile Private Limited	13592233	3.50	0	0	0	0	3.50
5	Copthall Mauritius Investment Limited	10755879	2.77	0	0	0	0	2.77
6	Laxmi Shivanand Mankekar	5830821	1.50	0	0	0	0	1.50
7	Standard Financial Consultants Pvt. Ltd.	5757610	1.48	0	0	0	0	1.48
8	Morgan Stanley Asia (Singapore) Pte	5096000	1.31	0	0	0	0	1.31
9	Life Insurance Corporation of India	4681290	1.21	0	0	0	0	1.21
10	Shivanand Shankar Mankekar	4100000	1.06	0	0	0	0	1.06
11	General Insurance Corporation of India	4062500	1.05	0	0	0	0	1.05
TOTAL		130905150	33.71	0	0	0	0	33.71

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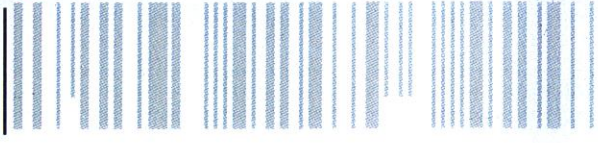
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(I)(c)(ii) **Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company**

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	ARISAIG Partners (Asia) PTE Ltd. A/c Arisaig India Fund Ltd.	31637118	8.15	0	0	0	0	8.15
2	Bennett, Coleman and Company Limited [PAC: Vardhman Publishers Limited, Dharmayug Investments Limited and Brand Equity Treaties Limited]	52054199	13.40	0	0	0	0	13.40
TOTAL		83691317	21.55	0	0	0	0	21.55

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Statement showing details of locked-in shares

(I)(d)

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Promoter / Promoter Group / Public
1	Future Corporate Resources Limited	51907118	13.37	Promoter Group
2	Brand Equity Treaties Limited	15384615	3.96	Bodies Corporate
TOTAL		67291733	17.33	

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(II)(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	N.A.			0.00
TOTAL		0	0	0.00

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(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by "promoter/promoter group" are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	N. A.			0.00
TOTAL			0	0.00

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