

FUTURE RETAIL



REF: SEC/NRS/BSE/NSE/ESOS/2015-16

13th February, 2016

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
Scrip Code: 523574 / 570002

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
Scrip Code : FRL / FRLDVR

**Scrip Code of Debt: 947649 / 949020 / 946840 /
949039 / 952008 to 952010 / 952045 to 952046 /
952053 to 952054 / 952074 to 952075 / 952089 to
952090 / 952097 to 952098 / 952715 / 952717 to
952718 / 952721 / 952879 to 952883**

Dear Sir/Madam,

Sub: Outcome of Meeting of Nomination and Remuneration Committee

This is to inform that the Nomination and Remuneration Committee (the Committee) of the Company in its meeting held on today, has approved the following:-

1. Allotment of 54,170 Equity Shares of ₹ 2/- each to eligible employee(s) under the Employee Stock Option Scheme 2012 (ESOS - 2012) of the Company.

Upon allotment, the equity capital of the Company stand increased from ₹ 85,56,12,252/- (Rupees Eighty Five Crore Fifty Six Lakh Twelve Thousand Two Hundred and Fifty Two only) divided into 38,84,31,447 (Thirty Eight Crore Eighty Four Lakh Thirty One Thousand Four Hundred Forty Seven Equity Shares of ₹ 2/- (Rupees Two only) each and 3,93,74,679 (Three Crore Ninety Three Lakh Seventy Four Thousand Six Hundred Seventy Nine) Class B (Series 1) Shares of ₹ 2/- (Rupees Two only) each to ₹ 85,57,20,592/- (Rupees Eighty Five Crore Fifty Seven Lakh Twenty Thousand Five Hundred and Ninety Two only) divided into 38,84,85,617 (Thirty Eight Crore Eighty Four Lakh Eighty Five Thousand Six Hundred Seventeen) Equity Shares of ₹ 2/- (Rupees Two only) each and 3,93,74,679 (Three Crore Ninety Three Lakh Seventy Four Thousand Six Hundred Seventy Nine) Class B (Series 1) Shares of ₹ 2/- (Rupees Two only) each.

The details as required to be furnished under the SEBI (Shared Based Employee Benefits) Regulations, 2014 (SEBI (SBEB) Regulations, 2014) are enclosed herewith.

Kindly take the above information on your records

Thanking you,
Yours truly
For Future Retail Limited

Deepak Tanna
Company Secretary

FUTURE RETAIL

Notification for issue of shares under Regulation 10(c) of SEBI (SBEB) Regulations, 2014 in relation to allotment of shares under FRL ESOS 2012:

1	Company name and address of Registered Office:	Future Retail Limited Knowledge House, Shyam Nagar, Off Jogeshwari Vikhroli Link Road, Jogeshwari East, Mumbai 400060
2	Name of the Stock Exchanges on which the company's shares are listed:	BSE Limited. National Stock Exchange of India Limited
3	Filing date of the statement referred in regulation 10(b) of the SEBI (Share Based Employee Benefits) Regulations, 2014 with Stock Exchange:	Application for in-principle approval in terms of SEBI (ESOS and ESPS) Guidelines, 1999, filed on: BSE: 12 March, 2014 NSE : 13 March, 2014
4	Filing Number, if any :	BSE: 6163 NSE: 4407
5	Title of the Scheme pursuant to which shares are issued, if any:	FRL ESOS 2012
6	Kind of security to be listed :	Equity Shares
7	Par value of the shares :	₹ 2/-
8	Date of issue of shares :	13th February, 2016
9	Number of shares issued :	54,170
10	Share Certificate No., if applicable :	N.A.
11	Distinctive number of the share, if applicable :	388431448 – 388485617
12	ISIN Number of the shares if issued in Demat :	INE623B01027
13	Exercise price per share:	₹ 10/-
14	Premium per share :	₹ 8/-
15	Total Issued shares after this issue :	38,84,85,617
16	Total Issued share capital after this issue :	₹ 77,69,71,234/-
17	Details of any lock-in on the shares :	NIL
18	Date of expiry of lock-in :	N.A.
19	Whether shares identical in all respects to existing shares if not, when will they become identical? :	Yes
20	Details of listing fees, if payable :	Post allotment, the Company's paid-up equity share capital would be within the slab (less than ₹ 100 Crore), for which the listing fee has already been paid by the Company, hence, no listing fees would be payable for the aforesaid equity shares issued by the Company.

For Future Retail Limited


Deepak Tanna
Company Secretary

Date: 13th February, 2016

Place: Mumbai

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

Registered Office: Knowledge House, Shyam Nagar, Jogeshwari Vikhroli Link Road, Jogeshwari (East), Mumbai - 400 060

P +91 22 6644 2200, F + 91 22 6644 2201, www.futureretail.co.in

CIN : L52399MH1987PLC044954