

FUTURE RETAIL



Ref: FRL/SE/Clause35

August 28, 2014

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

Fax Nos. : 22723121

Re: Scrip Code : 523574

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 August 19, 2014, has made allotment of 1,53,84,615 Equity Shares of ₹ 2/- each at a premium of ₹ 128/- per share to Brand Equity Treaties Limited, on Preferential basis.

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. August 19, 2014.

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

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 : 19th August, 2014 (change exceeding + 2% of the total paid-up share capital)			
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	7692307	100	3.22
Held by public	0	0	0
Total	7692307	100	3.22
* Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	Total paid-up capital is Rs. 431,742,066/- consisting of 23,89,99,131 Equity shares of Rs.2/- each. (Please see Note below)		
NOTE 1			
In the above paid up capital, conversion of 1500 Compulsorily Convertible Debentures (CCDs) and 1000 Optionally Convertible Debentures (OCDs Series 1) and 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 30th December, 2014 for CCDs and OCDs Series 1 and 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 1500 CCDs have already been redeemed as on August 22, 2014.			



For Future Retail Limited


Deepak Tanna
Company Secretary

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Statement Showing Shareholding Pattern								
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 ¹	
					As a percentage of (A+B) ¹	As a percentage of (A+B+C)	Number of shares	As a percentage
					(VI)	(VII)	(VIII)	(IX) = (VIII)/(VII)*100
(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii)	(viii)	(ix)
(A)	Shareholding of Promoter and Promoter Group ²							
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	104298089	104298089	45.09	45.09	70038477	67.15
(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	104298089	104298089	45.09	45.09	70038477	67.15
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	104298089	104298089	45.09	45.09	70038477	67.15
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	7	872226	872226	0.38	0.38	0	0.00
(b)	Financial Institutions / Banks	10	7954214	7954214	3.44	3.44	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	0.33	0.33	0	0.00
(e)	Insurance Companies	2	99500	99500	0.04	0.04	0	0.00
(f)	Foreign Institutional Investors	61	49852408	49852408	21.55	21.55	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
	Sub-Total (B)(1)	81	59532422	59532422	25.74	25.74	0	0.00
B 2	Non-Institutions							
(a)	Bodies Corporate	825	42250904	42247899	18.27	18.27	0	0.00
(b)	Individuals							
i	Individual shareholders holding nominal share capital up to ₹ 1 lakh.	45069	12275690	11236019	5.31	5.31	0	0.00
ii	Individual shareholders holding nominal share capital in excess of ₹ 1 lakh.	20	11786706	11786706	5.10	5.10	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	314	651524	651524	0.28	0.28	0	0.00
(d-ii)	Non Resident Indians	340	187889	185889	0.08	0.08	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	0.13	0.13	0	0.00
	Sub-Total (B)(2)	46573	67476313	66431637	29.17	29.17	0	0.00
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	46654	127008735	125964059	54.91	54.91	0	0.00
	TOTAL (A)+(B)	46658	231306824	230262148	100.00	100.00	70038477	30.28
(C)	Shares held by Custodians and against which Depository Receipts have been Issued							
1	Promoter and Promoter Group	0	0	0	0	0	0	0.00
2	Public	0	0	0	0	0	0	0.00
	Sub-Total (C)	0	0	0	0	0	0	0.00
	GRAND TOTAL (A)+(B)+(C)	46658	231306824	230262148	100.00	100.00	70038477	30.28

⁽¹⁾ Information on encumbered shares is compiled as per the meaning assigned to the term 'encumbrance' under the SEBI (SAST) Regulations, 2011.

For Future Retail Limited

Deepak Tanna
Company Secretary



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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	89290093	38.60	57254155	64.12	24.75	0	0	7692307	3.22	37.36
2	PIL Industries Limited	14677448	6.35	12454774	84.86	5.39	0	0	0	0	6.14
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	329548	0.14	329548	100.00	0.14	0	0	0	0	0.14
TOTAL		104298089	45.09	70038477	67.15	30.28	0	0	7692307	3.22	43.64

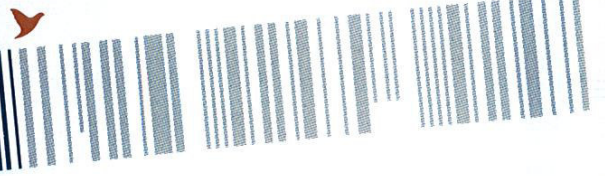
(*) Information on encumbered shares is compiled as per the meaning assigned to the term 'encumbrance' under the SEBI (SAST) Regulations, 2011.

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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	
								8.43
1	ARISAIG Partners (Asia) PTE Ltd. A/c Arisaig India Fund Limited	20137118	8.71	0	0	0	0	6.44
2	Brand Equity Treaties Limited	15384615	6.65	0	0	0	0	5.25
3	Bennett, Coleman and Company Limited	12548739	5.43	0	0	0	0	3.86
4	MKCP Institutional Investor (Mauritius) II Limited	9216226	3.98	0	0	0	0	2.77
5	Copthall Mauritius Investment Limited	6619003	2.86	0	0	0	0	2.44
6	Laxmi Shivanand Mankekar	5830821	2.52	0	0	0	0	2.08
7	Life Insurance Corporation of India	4970150	2.15	0	0	0	0	1.80
8	Macquarie Bank Limited	4303153	1.86	0	0	0	0	1.71
9	Shivanand Shankar Mankekar	4100000	1.77	0	0	0	0	1.04
10	General Insurance Corporation of India	2500000	1.08	0	0	0	0	
	TOTAL	85609825	37.01	0	0	0	0	35.82

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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.	20137118	8.70	0	0	0	0	8.42
2	Bennett, Coleman and Company Limited [PAC: Vardhman Publishers Limited, Dharmayug Investments Limited and Brand Equity Treaties Limited]	32033354	13.85	0	0	0	0	13.40
TOTAL		52170472	22.55	0	0	0	0	21.82

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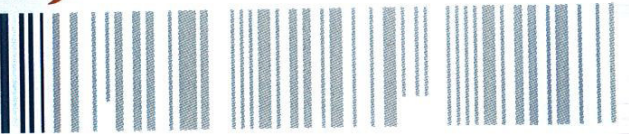
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(I)(d)

Statement showing details of locked-in shares

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	32035938	13.85	Promoter Group
2	Brand Equity Treaties Limited	15384615	6.65	Bodies Corporate
TOTAL		47420553	20.50	

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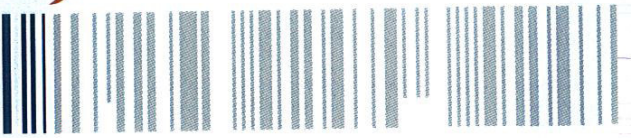
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(II)(a) Statement showing details of Depository Receipts (DRs)

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

For Future Retail Limited

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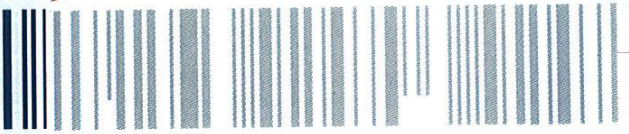
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(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by "promoter/promoter group" are in excess of 1% of the total number of shares

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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Equity Shares: Each Equity share carries 1 vote each
Class B Shares (Series 1): Every 4 Class B Shares (Series 1) carry 3 vote

Category code	Category of Shareholder	Number of Voting Rights held in each class of securities		Total Voting Rights (III+IV)	Total Voting Rights i.e. (V) 24,32,53,688 votes	
		Equity Shares	Class B Shares (Series 1)		As a percentage of (A+B)	As a percentage of (A+B+C)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)
(A)	Promoter and Promoter Group					
(1)	Indian					
(a)	Individuals/ Hindu Undivided Family	-	31,158	31,158	0.01	0.01
(b)	Central Government/ State Government(s)	-	-	-	-	-
(c)	Bodies Corporate	10,42,98,089	63,96,659	11,06,94,748	45.51	45.51
(d)	Financial Institutions/ Banks	-	-	0	-	-
(e)	Any Others(Specify)	-	-	0	-	-
	Sub Total(A)(1)	10,42,98,089	64,27,817	11,07,25,906	45.52	45.52
(2)	Foreign					
(a)	Individuals (Non-Residents Individuals / Foreign Individuals)	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-
(c)	Institutions	-	-	-	-	-
(d)	Any Others(Specify)	-	-	-	-	-
	Sub Total(A)(2)	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+ (A)(2)	10,42,98,089	64,27,817	11,07,25,906	45.52	45.52
(B)	Public shareholding					
(1)	Institutions					
(a)	Mutual Funds/ UTI	8,72,226	38	8,72,264	0.36	0.36
(b)	Financial Institutions / Banks	79,54,214	1,24,756	80,78,970	3.32	3.32
(c)	Central Government/ State Government(s)	-	-	-	-	-
(d)	Venture Capital Funds	7,54,074	-	7,54,074	0.31	0.31
(e)	Insurance Companies	99,500	27,473	1,26,973	0.05	0.05
(f)	Foreign Institutional Investors	4,98,52,408	97,786	4,99,50,194	20.53	20.53
(g)	Foreign Venture Capital Investors	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-
	Sub-Total (B)(1)	5,95,32,422	2,50,053	5,97,82,475	24.57	24.57
(2)	Non-Institutions					
(a)	Bodies Corporate	4,22,50,904	19,60,897	4,42,11,801	18.18	18.18
(b)	Individuals:					
	i. Individual shareholders holding nominal share capital up to Rs 1 lakh	1,22,75,690	12,76,435	1,35,52,125	5.57	5.57
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	1,17,86,706	19,90,114	1,37,76,820	5.66	5.66
(c)	Qualified Foreign Investors	-	-	-	-	-
(d)	Any Other (specify)	-	-	-	-	-
(d-i)	Clearing Member	6,51,524	30,628	6,82,152	0.28	0.28
(d-ii)	Non Resident Indians	1,87,989	10,170	1,98,159	0.08	0.08
(d-iii)	Directors & their Relatives (Independent Directors)	10,000	750	10,750	0.01	0.01
(d-iv)	Trust	3,13,500	0	3,13,500	0.13	0.13
	Sub-Total (B)(2)	6,74,76,313	52,68,994	7,27,45,307	29.91	29.91
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	12,70,08,735	55,19,047	13,25,27,782	54.48	54.48
	TOTAL (A)+(B)	23,13,06,824	1,19,46,864	24,32,53,688	100.00	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-
	GRAND TOTAL (A)+(B)+(C)	23,13,06,824	1,19,46,864	24,32,53,688	100.00	100.00

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