

Future Retail Limited

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Sub: Declaration of Results of Electronic Voting

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of E-voting to the shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the Annual General Meeting (AGM) held on August 2, 2014. The E-voting was open from July 23, 2014 to July 25, 2014.

The Board of Directors had appointed Mr. Virendra Bhatt, Practising Company Secretary as the Scrutiniser for E-voting. The Scrutiniser has carried out the scrutiny of all the electronic votes received up to the close of working hours on to July 25, 2014.

Resolution Number/ Kind of Resolution	Particulars of Resolution	% Votes in favour	% Votes in against
Resolution No. 1 Ordinary	Adoption of financial statements for the year ended 31.03.2014	99.99%	0.01 %
Resolution No. 2 Ordinary	Declaration of dividend	100.00%	0.00%
Resolution No. 3 Ordinary	Appointment of a Director in place of Mr. Kishore Biyani (DIN 00005740), who retires by rotation and being eligible offers himself for re-appointment	99.99%	0.01%
Resolution No. 4 Ordinary	Appointment of a Director in place of Mr. Rakesh Biyani (DIN 00005806), who retires by rotation and being eligible offers himself for re-appointment	97.33%	2.67%
Resolution No. 5 Ordinary	Appointment of M/s. NGS & Co. LLP, Chartered Accountants (ICAI Registration No.119850W) as Statutory Auditors of the Company for a term of three years and to fix their remuneration	99.99%	0.01%
Resolution No. 6 Ordinary	Appointment of Mr. S. Doreswamy as Director (holding DIN 00042897)	98.81%	1.19 %
Resolution No. 7 Ordinary	Appointment of Mr. Anil Harish as Director (holding DIN 00001685)	98.81%	1.19%
Resolution No. 8 Ordinary	Appointment of Mrs. Bala Deshpande as Director (holding DIN 00020130)	97.33%	2.67 %
Resolution No. 9 Ordinary	Appointment of Mr. V. K. Chopra as Director (holding DIN 02103940)	99.64%	0.36%
Resolution No. 10 Special	Payment of remuneration to Mr. Kishore Biyani as Managing Director	98.63%	1.37%
Resolution No. 11 Special	Payment of remuneration to Mr. Rakesh Biyani as Joint Managing Director	98.36%	1.64%
Resolution No. 12 Special	Payment of remuneration to Mr. Vijay Biyani as Wholetime Director	98.36%	1.64%
Resolution No. 13 Special	Re-appointment of Mr. Vijay Biyani as a Wholetime Director for a period of three years	99.71%	0.29%
Resolution No. 14 Special	Payment of commission to Directors other than Managing Director, Joint Managing Director and Wholetime Director	99.99%	0.01%

Notes: Computation of votes have made after including both the class of shares i.e., each Equity share has 1 vote and every 4 Class B (Series 1) shares have 3 votes.

Based on the report of Scrutiniser all the resolutions as set out in the Notice of 26th Annual General Meeting have been passed with requisite majority as prescribed under the applicable law.

Yours faithfully
for Future Retail Limited

Anil Harish

Anil Harish
Chairman of the Meeting

Place: Mumbai
Date: August 2, 2014