

Ref: PRIL /SE/Postal/07032012

9th March 2012

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

Fax Nos.: 22723121 / 22722037 / 22722039 22722041 / 22722061 /
22723719/ 22721082

Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra- Kurla Complex, Bandra (East)
Mumbai- 400 051
Fax Nos. 26598237 / 26598238

Re: Scrip Code : 523574 / 570002

Re: Scrip Code of Debt : 946288 / 946822 / 947433 / 947649

Re: Scrip Code : PANTALOONR / PRETALDVR

Dear Sir,

Sub: RESULTS OF POSTAL BALLOT – for the Postal Ballot Notice to all Shareholders marked as “N-1”

Pursuant to Section 192A of the Companies Act, 1956 read with of the Companies (passing of the resolution by postal ballot) Rules, 2011, as amended from time to time, approval of **all members of the Company (i.e. equity and Class B (series 1) shareholders)** was sought by Postal Ballot in respect of the following resolutions:

1. Re- classification of authorised share capital and amendment of the Capital clause of Memorandum of Association.
2. Change in the place of keeping and inspection of register and returns (other than register of members and index of members)

Mr. Virendra Bhatt, Practising Company Secretary was appointed as the Scrutinizer for conducting postal ballot process in a fair and transparent manner.

The last date for receipt of the postal ballot forms duly completed by the shareholders was Monday, March 05, 2012.

The scrutinizer appointed by the Committee has submitted his report on the postal ballot and the following results were declared by the Director of the Company at the Registered Office on March 7, 2012:

Resolution 1:

Special Resolution: Re- classification of authorised share capital and amendment of the Capital clause of Memorandum of Association

Promoter / Public	No. of shares held		No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	No. of Voting Rights held							
	1	2						
				$\#(3) = [(2)/(1)] * 100$			$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoter and Promoter Group	Shares	100250479	93574552	100%	93574552	0	100%	0.00
	Voting Rights	93574552						
Public Institutional holders	Shares	0	0	0.00	0	0	0.00	0.00
	Voting Rights	0						
Public Others	Shares	24256916	23500795	96.94%	21292425	2208170	90.60%	9.40%
	Voting Rights	24243276						
Total	Shares	124507395	117075347	99.37%	114866977	2208170	98.11%	1.89%
	Voting Rights	117817828						

since the shares includes differential voting rights shares, "percentage of votes polled" have been derived on the voting rights polled to voting rights held.



Resolution 2:

Special Resolution: Change in the place of keeping and inspection of register and returns (other than register of members and index of members)

Promoter / Public	No. of shares held		No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	No. of Voting Rights held							
	1							
Promoter and Promoter Group	Shares	100250479	93574552	100%	93574552	0	100%	0.00
	Voting Rights	93574552						
Public Institutional holders	Shares	0	0	0.00	0	0	0.00	0.00
	Voting Rights	0						
Public Others	Shares	24256916	23500339	96.94%	23499515	741	99.997%	0.003%
	Voting Rights	24243276						
Total	Shares	124507395	117074891	99.37%	117074067	741	99.9994%	0.0006%
	Voting Rights	117817828						

since the shares includes differential voting rights shares, "percentage of votes polled" have been derived on the voting rights polled to voting rights held.

Accordingly, the above Resolutions have been passed by the requisite majority.

Kindly take the above information on your records

Thanking You,

Yours truly,
For **Pantaloons Retail (India) Limited**


Deepak Tanna
Company Secretary

