

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 / PRETAILDVR

Dear Sir,

**Sub : RESULTS OF POSTAL BALLOT – for the Postal Ballot Notice to the class of Class B (Series1) Shareholders holding differential voting rights marked as “N-3”**

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 **Class B shareholders** was sought by Postal Ballot in respect of the following resolutions:

1. Modifying the rights of holders of Class B (Series 1) shares.

Mr. Virendra Bhatt, Practicing 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:

**Notice – N 3**

Resolution 1:

Special Resolution: Modification of the rights of holders of Class B (Series 1) shares.

| 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                    | 7417693 | 741766              | 100%                                    | 741766                 | 0                    | 100%                                 | 0.00                               |
|                              | Voting Rights             | 741766  |                     |                                         |                        |                      |                                      |                                    |
| Public Institutional holders | Shares                    | 0       | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                               |
|                              | Voting Rights             | 0       |                     |                                         |                        |                      |                                      |                                    |
| Public Others                | Shares                    | 15381   | 267                 | 17.60%                                  | 251                    | 16                   | 94.01%                               | 5.99%                              |
|                              | Voting Rights             | 1517    |                     |                                         |                        |                      |                                      |                                    |
| Total                        | Shares                    | 7433074 | 742033              | 99.83%                                  | 742017                 | 16                   | 99.99%                               | 0.01%                              |
|                              | Voting Rights             | 743283  |                     |                                         |                        |                      |                                      |                                    |

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



Future Retail Home Office, C Wing, 247 Park, LBS Marg, Vikhroli (W), Mumbai - 400 083 P + 91 22 6119 1000 www.futuregroup.in

Registered Office : Knowledge House, Shyam Nagar, Off Jogeshwari Vikhroli Link Road, Jogeshwari East, Mumbai 400 060. India P +91 22 66442200 F +91 22 66442201

Accordingly, the above Resolution has 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

