

FUTURE RETAIL

FUTURE RETAIL LIMITED												
Compliance Report on Corporate Governance												
1	Name of Listed Entity	Future Retail Limited										
2	Quarter ending	31-12-2020										
Annexure I												
I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PAN ^S & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)&	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to Regulation 17A(1)]	No. of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Kishore Biyani	PAN: AACPB0199B DIN: 00005740	Chairperson - Executive	30-04-2016	02-05-2019 [¶]	-	Refer note [¶]	09-08-1960	4	0	2	1
Mr.	Rakesh Biyani	PAN: AAEPB3651L DIN: 00005806	Executive	30-04-2016	02-05-2019 ^{¶¶}	-	Refer note ^{¶¶}	05-04-1972	3	0	3	0
Mr.	Shailendra Bhandari	PAN: AADPB2390K DIN: 00317334	Independent	30-04-2016	-	-	5 years	05-07-1958	2	2	2	1
Mr.	Ravindra Dhariwal	PAN: ADPPD1049Q DIN: 00003922	Independent	30-04-2016	-	-	5 years	11-09-1952	3	3	6	0
Ms.	Gagan Singh	PAN: AATPS7285C DIN: 01097014	Independent	30-04-2016	-	-	5 years	24-09-1954	2	2	4	2
Ms.	Sridevi Badiga	PAN: ADYPB3954F DIN: 02362997	Independent	20-04-2017	-	-	5 years	05-10-1971	2	2	2	0
Mr.	Rahul Garg	PAN: AETPG6253N DIN: 06939695	Non-Executive	09-08-2018	-	-	N.A.	18-08-1975	2	0	2	0
Whether Regular Chairperson appointed :												Yes [¶]
Whether Chairperson is related to Managing Director or												No (Refer Notes)
<small>SPAN of any director would not be displayed on the website of Stock Exchange. &Category of directors means executive/non-executive/independent/nominee. if a director fits into more than one category write all categories separating them with hyphen. *to be filled only for independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period. # Mr. Kishore Biyani was re-appointed as Chairman & Managing Director for a further term of 3 years with effect from 02-05-2019 till 01-05-2022. Subsequently, Mr. Kishore Biyani was re-designated as Executive Chairman effective from 05-03-2020 till 31-03-2022 and thereafter he will continue as Non-Executive Chairman of the Company in terms of applicable provisions of the SEBI Listing Regulations read with SEBI Notification dated 10-01-2020. ## Mr. Rakesh Biyani was re-appointed as Jt. Managing Director for a further term of 3 years with effect from 02-05-2019 till 01-05-2022. Subsequently, Mr. Rakesh Biyani was re-designated as Managing Director effective from 05-03-2020 till the remainder period of his existing term i.e. upto 01-05-2022.</small>												
II. Composition of Committees												
Sl. No.	Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/)	Date of Appointment	Date of Cessation						
1	Audit Committee	Yes	Ms. Gagan Singh Mr. Ravindra Dhariwal Ms. Sridevi Badiga Mr. Rakesh Biyani	Chairperson - Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent Executive	02-05-2016 02-05-2016 20-04-2017 02-05-2016	- - - -						
2	Nomination & Remuneration Committee	Yes	Mr. Ravindra Dhariwal Mr. Shailendra Bhandari Mr. Rahul Garg	Chairperson - Non-Executive-Independent Non-Executive-Independent Non-Executive - Non Independent	02-05-2016 02-05-2016 09-08-2018	- - -						
3	Stakeholders' Relationship Committee	Yes	Mr. Shailendra Bhandari Ms. Gagan Singh Mr. Rahul Garg	Chairperson - Non-Executive-Independent Non-Executive-Independent Non-Executive - Non Independent	02-05-2016 02-05-2016 09-08-2018	- - -						
4	Corporate Social Responsibility Committee	Yes	Mr. Kishore Biyani Ms. Gagan Singh Mr. Rahul Garg	Chairperson-Executive Non-Executive-Independent Non-Executive - Non Independent	02-05-2016 02-05-2016 09-08-2018	- - -						
5	Risk Management Committee	No	Mr. Kishore Biyani Mr. Rakesh Biyani Mr. C. P. Toshniwal	Executive Executive Chief Financial Officer (CFO)	02-05-2016 02-05-2016 02-05-2016	- - -						
<small>S Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.</small>												
III. Meeting of Board of Directors												
Date(s) of meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive meetings (in number of days)							
29-08-2020	03-11-2020	Yes	6	3	49							
04-09-2020	13-11-2020	Yes	7	4	9							
14-09-2020												
* to be filled in only for the current quarter meetings												
IV. Meeting of Committees												
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)**	Number of Directors present*	Number of Independent Directors present**	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)**							
Audit Committee												
13-11-2020	Yes	4	3	31-07-2020 29-08-2020 04-09-2020 14-09-2020	59							
Stakeholders' Relationship Committee												
Nil	N.A.	N.A.	N.A.	Nil	N.A.							
Nomination & Remuneration Committee												
Nil	-	-	-	04-09-2020 12-09-2020	N.A.							
Risk Management Committee												
Nil	N.A.	N.A.	N.A.	Nil	N.A.							
* This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.												
** to be filled in only for the current quarter meetings.												

FUTURE RETAIL

FUTURE RETAIL LIMITED	
Compliance Report on Corporate Governance	
V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether Shareholders approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Notes:	
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.	
2. If status is "No" details of non-compliance may be given here.	
VI. Affirmations	
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	
2. The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.	
<ul style="list-style-type: none"> a. Audit Committee. b. Nomination & Remuneration Committee. c. Stakeholders' Relationship Committee. d. Risk Management Committee 	
3. The Committee Members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	
4. The Meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here.	

Place: Mumbai
Date: 08-01-2021

For Future Retail Limited

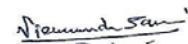

Virendra Samani
Company Secretary

FUTURE RETAIL



Compliance Report on Corporate Governance		
Annexure III		
Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the Annual Report including Balance Sheet, Profit and Loss Account, Directors' Report, Corporate Governance Report, Business Responsibility Report displayed on website.	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting.	18(1)(d)	Yes
Presence of Chairperson of the Nomination & Remuneration Committee at the Annual General Meeting.	19(3)	Yes
Presence of Chairperson of the Stakeholders Relationship Committee at the Annual General Meeting.	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with para C of Schedule V	Yes
Notes: 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2. If status is "No" details of non-compliance may be given here.		

For Future Retail Limited



Virendra Samani
Company Secretary

Place: Mumbai
Date: 08-01-2021