

FUTURE RETAIL



FUTURE RETAIL LIMITED

Compliance Report on Corporate Governance

1	Name of Listed Entity	Future Retail Limited
2	Quarter ending	31-12-2021

Annexure I

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN& DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)&	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure* (in months)	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	2	0	3	0
Mr.	Ravindra Dhariwal	PAN: ADPPD1049Q DIN: 00003922	Independent	30-04-2016	30-04-2021	-	68	11-09-1952	3	3	7	0
Ms.	Gagan Singh	PAN: AATP57285C DIN: 01097014	Independent	30-04-2016	30-04-2021	-	68	24-09-1954	2	2	4	2
Mr.	Jacob Mathew	PAN: ACHPM3196L DIN: 00080144	Independent	27-07-2021	-	-	5	26-03-1961	2	2	4	1
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 below)

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.

II. Composition of Committees

Sl. No.	Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)&	Date of Appointment	Date of Cessation
1	Audit Committee	Yes	Ms. Gagan Singh	Chairperson - Non-Executive-Independent	02-05-2016	-
			Mr. Ravindra Dhariwal	Non-Executive-Independent	02-05-2016	-
			Mr. Jacob Mathew	Non-Executive-Independent	27-07-2021	-
			Mr. Rakesh Biyani	Executive	02-05-2016	-
2	Nomination & Remuneration Committee	Yes	Mr. Ravindra Dhariwal	Chairperson - Non-Executive-Independent	02-05-2016	-
			Ms. Gagan Singh	Non-Executive-Independent	30-06-2021	-
			Mr. Rahul Garg	Non-Executive - Non Independent	09-08-2018	-
3	Stakeholders' Relationship Committee	Yes	Mr. Jacob Mathew	Chairperson - Non-Executive-Independent	27-07-2021	-
			Mr. Rahul Garg	Non-Executive - Non Independent	09-08-2018	-
			Mr. Rakesh Biyani	Executive	30-06-2021	-
4	Corporate Social Responsibility Committee	Yes	Mr. Kishore Biyani	Chairperson-Executive	02-05-2016	-
			Mr. Jacob Mathew	Non-Executive-Independent	27-07-2021	-
			Mr. Rahul Garg	Non-Executive - Non Independent	09-08-2018	-
			Mr. Kishore Biyani	Executive - Chairperson	02-05-2016	-
5	Risk Management Committee	No	Mr. Rakesh Biyani	Executive	02-05-2016	-
			Mr. Ravindra Dhariwal	Non-Executive-Independent	30-06-2021	-
			Mr. C. P. Toshniwal	Chief Financial Officer (CFO)	02-05-2016	-
			Mr. Kishore Biyani	Executive - Chairperson	02-05-2016	-

&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.

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)
29-07-2021	01-11-2021	Yes	6	3	67
14-08-2021	14-11-2021	Yes	4	3	12
25-08-2021					

* 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					
14-11-2021	Yes	4	3	29-07-2021 14-08-2021	91
Stakeholders' Relationship Committee					
-	N.A.	N.A.	N.A.	-	N.A.
Nomination & Remuneration Committee					
-	N.A.	N.A.	N.A.	26-07-2021 25-08-2021	N.A.
Risk Management Committee					
-	N.A.	N.A.	N.A.	-	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.

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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	NA
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.	
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: 14-01-2022



For Future Retail Limited

Virendra Samani
Company Secretary