

		Compliance Report on Corporate Governance
		ANNEXURE I
1	Name of Listed Entity	Future Lifestyle Fashions Limited
2	Quarter ending	31 December 2020 (Third Quarter)

							tion of Board of Direc							
itle (Mr. Ms.)	Name of the Director	PANS & DIN	Category (Chairperson/Executive/ Non- Executive/ Independent/Nominee) &	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure*	No of Directorship in listed entitles including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Indepen dent Directors hip in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	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/ Stakehold Committee held if listed entities including this list entity (Refer Regulation) Listing Regulation
Mr.	Kishore Biyani	PAN: AACPB0199B DIN: 00005740	Non-executive	09-08-1960	NA	NA	06-12-2012			NA	4	0	2	1
Mr.	Rakesh Biyani	PAN: AAEPB3651L DIN: 00005806	Non-executive	05-04-1972	NA	NA	10-06-2013			NA	3	0	3	0
Mr.	Shailesh Haribhakti	PAN: AAAPH0574L DIN: 00007347	Chairperson- Non-executive- Independent	12-03-1956	NA	NA	08-08-2014	08-08-2019	*	76	7	7	10	3
Mr.	Vishnuprasad M	PAN: AHFPM8154R DIN: 07189877	Executive	19-12-1961	NA	NA	30-04-2020			NA	1	0	0	0
Mr.	Dr. Darlie Koshy	PAN: AAAPK1509Q DIN: 00023527	Non-executive-Independent	29-05-1955	NA	NA	08-08-2014	08-08-2019		76	1	1	2	1
Mr.	Bijou Kurien	PAN: AEKPK4193E DIN: 01802995	Non-executive-Independent	17-01-1959	NA	NA	26-05-2016	•		55	4	4	6	2
Mr.	Chandra Prakash Toshniwal	PAN: ABZPT0231G DIN: 00036303	Non-executive	29-09-1966	NA	NA	02-03-2013		* .	NA	2	0	. 2	1
Ms.	Sharda Agarwal	PAN: AABPA4219L DIN: 00022814	Non-executive-Independent	16-10-1968	NA	NA	27-03-2015	27-03-2020		69	1	1	1	1
Ms.	Avni Biyani	PAN: AOLPB2102H DIN: 02177900	Non-executive	04-11-1989	NA	NA	07-06-2016	4		NA	1	0	0	0
Mr.	Luv Parikh	PAN: AFLPP0784J DIN: 01538519	Non-executive - Nominee	03-10-1975	NA	NA	14-11-2019			NA	. 1	0	1	0
Mr.	Chintamani Aniruddha Bhagat	PAN: AAIPB7050R DIN: 07282200	Non-executive - Nominee	15-04-1969	NA	NA	12-02-2020	26-05-2020		NA	1	0	0	0
Ms.	Ketki Bapat	PAN: ATTPP6635J DIN: 06501326	Non-executive - Alternate	13-03-1981	NA	NA	31-07-2020	•		NA	1	0	0	0
Mr.	Rahul Garg	PAN: AETPG6253N DIN: 06939695	Non-executive	18-08-1975	NA	NA	31-07-2020			NA	2	0	2	0

- Members of the Company at their 8th Annual General Meeting held on 29 December 2020, have approved the following: Reappointment of Ms. Sharda Agarwal as an Independent Director of the Company, for a second term of five-year w.e.f. 27 March 2020;
- Appointment of Mr. Vishungsand in an integering timeter or the Company, for a section term or interver w.e.f. 2. Matrix 2021;
 Appointment of Mr. Vishungsand in as the Managing Director of the Company for a period effective from 30 April 2020 till 3 December 2021;
 iii. Appointment of Mr. Luv Dineih Parish and Mr. Chintamani Aniruddha Bhagat as a Nominee Directors, not liable to retire by rotation;
 Appointment of Mr. Rahul Grag as Director of the Company, liable to retire by rotation;

- Ms. Ketki Bapat has been appointed as an Alternate Director to Mr. Chintamani Aniruddha Bhagat w.e.f. 31 July 2020.

 Mr. Shallesh Haribhakit has been appointed as a regular Chairperson of the Board of the Company and he is not related to Managing Director or CEO of the Company.

 PAR number of any director void into the 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 void means total period from which Independent director is serving on Board of directors of the lated entity in continuity without any cooling off period.

		II. Composition of Con	mittees			
No.	Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee/ Alternate/ Member)&	Date of Appointment	Date of Cessation
me:	,	3.0318338183700000	Ms.Sharda Agarwal	Chairperson - Non-Executive- Independent	21-03-2016	
1	Audit Committee	Yes	Mr. Shailesh Haribhakti	Non-Executive-Independent	10-06-2013	
			Dr. Darlie Koshy	Non-Executive-Independent	10-06-2013	
			Mr. Luv Parikh	Non-executive	14-11-2019	
	,	Yes	Dr. Darlie Koshy	Chairperson - Non-Executive- Independent	10-06-2013	
2	Nomination & Remunication Committee		Mr. Shailesh Haribhakti	Non-Executive-Independent	10-06-2013	
			Mr. Rakesh Biyani	Non-executive	10-06-2013	
	The state of the s		Ms.Sharda Agarwal	Non-Executive-Independent	21-03-2016	•
			Mr. Luv Parikh	Non-executive	14-11-2019	-
		No	Mr. Rakesh Biyani	Non-executive	19-05-2014	
3	Risk Management Conimittee		Mr. Chandra Prakash Toshniwal	Non-executive	19-05-2014	
			Mr. Saurabh Bhudolia	Member	30-04-2020	
	Stakeholders' Relation:hip Committee	Yes	Dr. Darlie Koshy	Chairperson - Non-Executive- Independent	10-06-2013	•
20		165	Mr. Kishore Biyani	Non-executive	10-06-2013	
			Mr. Rakesh Biyani	Non-executive	10-06-2013	



	III. Meeting of Board of Direct	ctors	the state of the state of the state of		
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 am two consecutive (in number days)
:1-07-2020	09-11-2020	Yes	13	4	62 days
29-08-2020					
)7-09-2020					
filled in only for the current quarter meetings					
	IV. Meeting of Committee	5*		THE RESIDENCE OF THE PARTY OF	
Datu(s) of Meeting (If any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present**	Number of Independent Directors attending the meeting**	Maximum gap between any two consecutive (in number of days)
MALANIA SANDARA SANDARA SANDARA SANDARA SANDARA	Audit Committee	CANCEL AND CO.			CHARLES AND ADDRESS OF THE PARTY OF THE PART
1-07-2020	09-11-2020	Yes	4	3	62 days
29-08-2020					
1)7-09-2020	- Company of the Comp	<u> </u>			
	Nomination & Remuneration Co	mmittee			
31-07-2020	*				
31-07-2020	Stakeholders Relationship Com	mittee			
THE PERSON NAMED IN COLUMN TWO IS NOT THE OWNER.	Risk Management Committ	tee	NAME OF TAXABLE PARTY.		
	V. Related Party Transaction	ins		Compliance status (Yes/No/NA)refer note b	elow
er prior approval of audit committee obtained				Yes	
er shareholder approval obtained for material RPT				NA NA	
er details of RPT entered into pursuant to omnibus approval have been reviewed	by Audit Committee			Yes	
In the column "Compliance Status", compliance or non-compliance may be	ndicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirem	ents of Listing Regulations, "Yes" may be	indicated. Similarly, in case the L	isted Entity has no related party transactions, the	words "N.A." may be indicated.
If status is "No" details of non-compliance may be given here.					
rmations					
The composition of Beard of Directors is in terms of SEBI (Listing obligations The composition of the following committees is in terms of SEBI (Listing obligations) a. Audit Committee b. Nomination & renuneration committee c. Stakeholders relationship committee					
d. Risk managemen: committee (applicable to the top 500 listed entities) The committee members have been made aware of their powers role and to	esponsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.				
	esponsibilities as specified in SEBI (Listing obligations and disclosure requirements). Regulations, 2015. I conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements). Regulations.	ons 2015			

- 1. Ms. Ketki Bapat has been a pointed as an Alternate Director to Mr. Chintamani Aniruddha Bhagat w.e.f. 31 July 2020.
 2. An Alternate Director would not be counted in total no. of directors while computing the one-third portion of the Board as Independent. Hence, out of total number of 12 Directors on the Board, 4 Directors are Independent directors, equivalent to one-third of the Board of Directors of the Company.
 3. Information at Table I and It all bown ends to be necessarily given in 15t quarter of each financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

Place: Mumbal Date: 14 January 2021

For Future Lifestyle Fashions Limited



Compliance Repo	rt on Corporate Governance							
A CONTRACTOR OF THE CONTRACTOR	NNEXURE III							
Affirmations								
Broad heading	Regulation Number	Compliance status (Yes/No/NA)						
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 and Remuneration Committee at the Annual General Meeting.	19(3)	Yes						
Presence of Chairperson of the Stakeholder 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						
Note								

For Future Lifestyle Fashions Limited

Place: Mumbai

Date: 14 January 2021

Sanjay Kumar Mutha Chief-Legal & Company Secretary