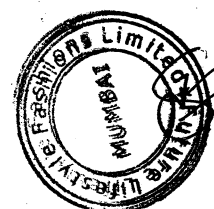


Quarterly Compliance Report on Corporate Governance

Name of the Company: Future Lifestyle Fashions Limited



Quarter ending on: 31 March, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	YES	The Company has appointed Ms. Sharda Agarwal as Woman (Independent) Director on the Board of the Company w.e.f.27 March 2015.
(B) Independent Directors	49 (IIB)	YES	The meeting of the Independent Directors of the Company was held on 31 March 2015.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	-
(D) Other provisions as to Board and Committees	49 (IID)	YES	-
(E) Code of Conduct	49 (IIE)	YES	-
(F) Whistle Blower Policy	49 (IIF)	YES	-
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	-
(B) Meeting of Audit Committee	49 (IIIB)	YES	-
(C) Powers of Audit Committee	49 (IIIC)	YES	-
(D) Role of Audit Committee	49 (IIID)	YES	-
(E) Review of Information by Audit Committee	49 (IIIE)	YES	-
IV. Nomination and Remuneration Committee	49 (IV)	YES	-
V. Subsidiary Companies	49 (V)	YES	-
VI. Risk Management	49 (VI)	YES	-
VII. Related Party Transactions	49 (VII)	YES	-
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	YES	The Company has not entered into any material transactions with related parties during the quarter ended 31 March, 2015.



Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Will be complied in the Annual Report for the Financial Year 2014-15.
(C) Remuneration of Directors	49 (VIII C)	YES	----- DO -----
(D) Management	49 (VIII D)	YES	----- DO -----
(E) Shareholders	49 (VIII E)	YES	----- DO -----
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	YES	-
IX. CEO/CFO Certification	49 (IX)	YES	Will be complied in the Annual Report for the Financial Year 2014-15.
X. Report on Corporate Governance	49 (X)	YES	----- DO -----
XI. Compliance	49 (XI)	YES	----- DO -----

For Future Lifestyle Fashions Limited

Sanjay Kumar Mutha
Chief Legal & Company Secretary

Date: 13 April 2015

Place: Mumbai