

**General information about company**

Scrip code	536507
NSE Symbol	FLFL
MSEI Symbol	
ISIN	INE452001016
Name of the entity	Future Lifestyle Fashions Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	30-06-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory													Textual Information(1)							
Whether the listed entity has a Regular Chairperson													No							
Whether Chairperson is related to MD or CEO													No							
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number 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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Kishore Biyani	AACP B0199B	00005740	Non-Executive - Non Independent Director	Not Applicable		09-08-1960	NA		06-12-2012			4	0	3	1			
2	Mr	Shailesh Haribhakti	AAAPH0574L	00007347	Non-Executive - Independent Director	Chairperson		12-03-1956	NA		08-08-2014	08-08-2019	22-04-2022	92	6	6	9	2		
3	Mr	Vishnuprasad M	AHFPM8154R	07189877	Executive Director	Not Applicable		19-12-1961	NA		30-04-2020	20-12-2021		1	0	0	0			
4	Mr	Rahul Narendra Mehta	AACPM2803P	00165521	Non-Executive - Independent Director	Not Applicable		20-08-1950	Yes	09-05-2022	11-02-2022	11-02-2022		4	2	2	4	2		

**Text Block**

Textual Information(1)

The Board at its Meeting held on 19 July 2022, has:

appointed Mr. Bharat Ram and Ms. Neelam Chhiber as Independent Directors on the Board of the Company w.e.f. 19 July 2022 within three months from the date of resignation of Independent Directors, in line with the provisions of Regulation 17 of the SEBI (LODR) Regulations, 2015.

appointed Mr. Rahul Mehta, Independent Director as a Regular Chairperson of the Board w.e.f. 19 July 2022.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)

The Board at its Meeting held on 19 July 2022 has reconstituted the Audit Committee, the Nomination and Remuneration Committee and Risk Management Committee of the Company in line with the applicable regulations of the SEBI (LODR) Regulations, 2015.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07599164	Sharada Sunder	Non-Executive - Independent Director	Chairperson	22-06-2021	13-04-2022	
2	00007347	Shailesh Haribhakti	Non-Executive - Independent Director	Member	10-06-2013	22-04-2022	
3	00165521	Rahul Narendra Mehta	Non-Executive - Independent Director	Member	11-02-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07599164	Sharada Sunder	Non-Executive - Independent Director	Chairperson	11-02-2022	13-04-2022	
2	00007347	Shailesh Haribhakti	Non-Executive - Independent Director	Member	10-06-2013	22-04-2022	
3	00165521	Rahul Narendra Mehta	Non-Executive - Independent Director	Member	21-03-2022		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00165521	Rahul Narendra Mehta	Non-Executive - Independent Director	Chairperson	11-02-2022		
2	00005740	Kishore Biyani	Non-Executive - Non Independent Director	Member	10-06-2013		
3	00036303	Chandra Prakash Toshniwal	Non-Executive - Non Independent Director	Member	20-09-2021		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00036303	Chandra Prakash Toshniwal	Non-Executive - Non Independent Director	Chairperson	19-05-2014		
2	07599164	Sharada Sunder	Non-Executive - Independent Director	Member	28-06-2021	13-04-2022	
3	99999999	Dharmesh Jain	Member	Member	11-02-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00005740	Kishore Biyani	Non-Executive - Non Independent Director	Chairperson	19-05-2014		
2	00165521	Rahul Narendra Mehta	Non-Executive - Independent Director	Member	11-02-2022		
3	00036303	Chandra Prakash Toshniwal	Non-Executive - Non Independent Director	Member	19-05-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	11-02-2022				Yes	3	2
2	Audit Committee	30-03-2022	46			Yes	3	3
3	Nomination and remuneration committee	11-02-2022				Yes	3	2

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Sanjay Kumar Mutha
2	Designation	Company Secretary

**Text Block**

Textual Information(1)

During the quarter ended 30 June 2022, Ms. Sharada Sunder has resigned as Independent Director and Member of the Audit Committee, the Nomination and Remuneration Committee and Risk Management Committee of the Company and Mr. Shailesh Haribhkati has resigned as the Chairperson of the Board and Independent Director and Member of the Audit Committee, the Nomination and Remuneration Committee of the Company.

2. The Board at its Meeting held on 19 July 2022, has:

appointed Mr. Bharat Ram and Ms. Neelam Chhiber as Independent Directors on the Board of the Company w.e.f. 19 July 2022 within three months from the date of resignation of Independent Directors, in line with the provisions of Regulation 17 of the SEBI (LODR) Regulations, 2015

reconstituted the aforesaid committees in line with the applicable regulations of the SEBI (LODR) Regulations, 2015.

appointed Mr. Rahul Mehta, Independent Director as a Regular Chairperson of the Board w.e.f. 19 July 2022.

3. Further, the Corporate Governance Report submitted for the quarter ended 31 March 2022 was placed before the Board Meeting of the Company held on 19 July 2022.



<b>Signatory Details</b>	
Name of signatory	Sanjay Kumar Mutha
Designation of person	Company Secretary
Place	Mumbai
Date	21-07-2022

