

Compliance Report on Corporate Governance								
1	Name of Listed Entity	Future Enterprises Limited (fka Future Retail Limited)						
2	Quarter ending	30th June, 2016 (First Quarter)						
<b>I. Composition of Board of Directors</b>								
Title (Mr./Ms)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson / Executive / Non Executive / Independent / Nominee)	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	Vijay Kumar Chopra	PAN No-AAAPC0599A DIN No-02103940	Chairman	02/08/2014	60 Months	4	8	3
Mr.	Kishore Biyani	PAN No-AACP80199B DIN No-00005740	Non Executive, Vice Chairman	01/06/1991	N.A.	1	3	1
Mr.	Vijay Biyani	PAN No-AAEPB3653J DIN No-00005827	Executive	26/09/2009	N.A.	0	1	0
Mr.	Dinesh Maheshwari	PAN No-ACRPM4972C DIN No-00088451	Executive	4/5/2016	N.A.	0	1	0
Mrs.	Bala Chaitanya Deshpande	PAN No-ABXPD4099A DIN No-00020130	Non Executive Independent	02/08/2014	60 Months	2	2	0
Mr.	Anil Harish	PAN No-AAAPH8876M DIN No-00001685	Non Executive Independent	02/08/2014	60 Months	5	4	3
Mr.	Doreswamy Sheshagiri Rao	PAN No-ADLPR6188C DIN No-00042897	Non Executive Independent	02/08/2014	60 Months	2	4	1
<p><sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange</p> <p>&amp;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</p> <p>* 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.</p>								
<b>II. Composition of Committees</b>								
Sl. No.	Name of Committee	Name of Committee members			Category (Chairperson/Executive/NonExecutive/independent/Nominee) <sup>§</sup>			
1	Audit Committee	Mr. Doreswamy Sheshagiri Rao			Chairman - Non-Executive -Independent			
		Mr. Vijay Kumar Chopra			Non-Executive - Independent			
		Ms. Bala Chaitanya Deshpande			Non-Executive - Independent			
2	Nomination & Remuneration Committee	Mr. Doreswamy Sheshagiri Rao			Non-Executive - Independent			
		Mr. Vijay Kumar Chopra			Non-Executive - Independent			
		Ms. Bala Chaitanya Deshpande			Non-Executive - Independent			
		Mr. Anil Harish			Non-Executive - Independent			
3	Risk Management Committee (if applicable)*	Mr. Kishore Laxminarayan Biyani			Non - Executive			
		Mr. Vijay Biyani			Executive			
		Mr. Dinesh Maheshwari			Executive			
4	Stakeholders Relationship Committee	Mr. Doreswamy Sheshagiri Rao			Chairman - Non-Executive -Independent			
		Mr. Vijay Biyani			Executive			
		Mr. Dinesh Maheshwari			Executive			
<p><sup>§</sup> 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.</p> <p>* Not Applicable</p>								
<b>III. Meeting of Board of Directors</b>								
Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)						Maximum gap between any		
30th March, 2016 (Previous quarter)						-		
4th May, 2016 (Current quarter)						34		
28th May, 2016 (Current quarter)						23		
<b>IV. Meeting of Committees</b>								
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter			Maximum gap between any two consecutive meetings in number of days*			
<b>Audit Committee:</b>								
28th May, 2016	Yes	30th March, 2016			58			
<b>Stakeholders Relationship Committee:</b>								
28th May, 2016	Yes	13th February, 2016			104			
<b>Nomination &amp; Remuneration Committee:</b>								
4th May, 2016	Yes							
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.								
<b>V. Related Party Transactions</b>								
Subject					Compliance status (Yes/No/NA)refer note below			
Whether prior approval of audit committee obtained					Yes			
Whether shareholder approval obtained for material RPT					N.A.			
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	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities) - Not Applicable</p> <p>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.</p> <p>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.</p> <p>5.This report and/or the report submitted in the previous quarter has been placed before Board of Directors.</p>	

**For Future Retail Limited**  
(fka Future Retail Limited)

Place: Mumbai  
Date: 14th July, 2016

**Deepak Tanna**  
Company Secretary