

Compliance Report on Corporate Governance

1	Name of Listed Entity	Future Enterprises Limited
2	Quarter ending	30th September, 2016 (Second Quarter)

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN\$ & 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, Non Executive, Independent	02/08/2014	60 Months	4	8	5
Mr.	Kishore Biyani	PAN No-AACPB0199B 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	04/05/2016	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	2

\$PAN number 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.

II. Composition of Committees

Sl. No.	Name of Committee	Name of Committee members	Category (Chairperson/Executive/NonExecutive/Independent/Nominee) \$
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
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

\$ 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.
 * Not Applicable

III. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any
28th May, 2016 (Previous quarter)	-
2nd August, 2016 (Current quarter)	65
13th September, 2016 (Current quarter)	41

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	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*
Audit Committee:				
13th September, 2016	Yes	Yes	28th May, 2016	107
Stakeholders Relationship Committee:				
2nd August, 2016	Yes	Yes	28th May, 2016	65
Nomination & Remuneration Committee:				
	No		4th May, 2016	

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
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 & 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 Enterprises Limited

Place: Mumbai
Date: 14th October, 2016

Deepak Tanna
Company Secretary

Compliance Report on Corporate Governance**ANNEXURE 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
Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with para C of Schedule V	Yes

Note

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.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

For Future Enterprises Limited

Place: Mumbai

Date: 14th October, 2016

**Deepak Tanna
Company Secretary**