

Compliance Report on Corporate Governance								
1	Name of Listed Entity	Future Supply Chain Solutions Limited						
2	Period Ending	March 31, 2019						
Annexure I								
I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/NonExecutive/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.	Rakesh Biyani	PAN-AAEPB3651L DIN -00005806	Chairperson - Non Executive	13-Jul-2007	N.A.	1	3	0
Mr.	Mayur Toshniwal	PAN-AANPT5482E DIN -01655776	Executive	05-Aug-2017	N.A.	0	1	0
Mrs.	Bala Despande	PAN- ABXPD4099A DIN - 00020130	Independent	10-May-2017	5 years	3	3	1
Mr.	Amar Sapra	PAN -CLOPS4359E DIN -05178849	Independent	05-Aug-2017	5 years	1	1	0
Mr.	Rahul Garg	PAN -AETPG6253N DIN -06939695	Independent	05-Aug-2017 Date of cessation 07-02-2019	5 years	1	2	0
Mr.	Janat Shah	PAN-AFQPS8809G DIN -01625535	Independent	30-Mar-2015	5 years	2	2	0
Mr.	Chandra Prakash Toshniwal	PAN: ABZPT0231G DIN: 00036303	Non Executive	8-Mar-2018	N.A.	0	3	1
Ms.	Malini Chopra	PAN: ADXPC1070C DIN: 08195364	Independent	7-Feb-2019	5 years	1	1	0

** 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	Mrs. Bala Despande	Chairperson - Independent
		M. Malini Chopra	Independent
		Mr. Janat Shah	Independent
2	Nomination & Remuneration Committee	Mrs. Bala Despande	Chairperson - Independent
		Ms. Malini Chopra	Independent
		Mr. Rakesh Biyani	Non Executive
3	Stakeholders' Relationship Committee	Mr. Chandra Prakash Toshniwal	Chairperson - Non-Executive
		Mr. Amar Sapra	Independent
		Mr. Mayur Toshniwal	Executive

§ Category of directors means executive/non-executive/independent/Nominee.

Provision relating to the Risk Management Committee under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not Applicable to our Company.

III. Meeting of Board of Directors	
Date(s) of meeting (Enter dates of Previous quarter and Relevant quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)
02 November 2018 (Previous quarter)	N.A.
07 February 2019 (relevant quarter)	96



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				
07-Feb-19	Yes	All members of the Committee were present.	02-Nov-18	96
Stakeholders Relationship Committee				
No meeting was held in this quarter.	N.A	N.A	No meeting was held in relevant quarter.	N.A
Nomination & Remuneration Committee				
07-Feb-19	Yes	All members of the Committee were present.	No meeting was held in relevant quarter.	N.A
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		Yes		
VI. Affirmations				
1. 'The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.				

For Future Supply Chain Solutions Limited

Place: Mumbai
Date: April 10, 2019



Vimal Dhruve
Company Secretary

Compliance Report on Corporate Governance
ANNEXURE II

1	Name of Listed Entity	Future Supply Chain Solutions Limited
2	Year Ended	March 31, 2019

I. Disclosure on website In terms of Listing Regulations		Compliance status (Yes/No/NA)refer note below
1.	Details of business	Yes
2.	Terms and conditions of appointment of Independent Directors	Yes
3.	Composition of various committees of Board of Directors	Yes
4.	Code of conduct of Board of Directors and Senior Management Personnel	Yes
5.	Details of establishment of Vigil Mechanism/ Whistle Blower Policy	Yes
6.	Criteria of making payments to Non-Executive Directors	Yes
7.	Policy on dealing with related party transactions	Yes
8.	Policy for determining 'material' subsidiaries	Yes
9.	Details of familiarization programmes imparted to Independent Directors	Yes
10.	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
11.	E-mail address for grievance redressal and other relevant details	Yes
12.	Financial results	Yes
13.	Shareholding Pattern	Yes
14.	Details of agreements entered into with the media companies and/or their associates	NA
15.	New name and the old name of the listed entity	NA

II. Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below
1. Independent Director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2. Board composition	17(1)	Yes
3. Meeting of Board of Directors	17(2)	Yes
4. Review of Compliance Reports	17(3)	Yes
5. Plans for orderly succession for appointments	17(4)	Yes
6. Code of Conduct	17(5)	Yes
7. Fees/compensation	17(6)	Yes
8. Minimum Information	17(7)	Yes
9. Compliance Certificate	17(8)	Yes
10. Risk Assessment & Management	17(9)	Yes
11. Performance Evaluation of Independent Directors	17(10)	Yes
12. Composition of Audit Committee	18(1)	Yes
13. Meeting of Audit Committee	18(2)	Yes
14. Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
15. Composition of Stakeholders' Relationship Committee	20(1) & (2)	Yes
16. Composition and role of Risk Management Committee (*)	21(1),(2),(3),(4)	NA
17. Vigil Mechanism	22	Yes
18. Policy for related party transaction	23(1),(5),(6),(7) & (8)	Yes
19. Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
20. Approval for material related party transactions	23(4)	Yes
21. Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
22. Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
23. Maximum Directorship & Tenure	25(1) & (2)	Yes
24. Meeting of Independent Directors	25(3) & (4)	Yes
25. Familiarization of Independent Directors	25(7)	Yes
26. Memberships in Committees	26(1)	Yes
27. Affirmation with compliance to Code of conduct from Members of Board of Directors and Senior Management Personnel	26(3)	Yes
28. Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
29. Policy with respect to obligations of Directors and Senior Management	26(2) & 26(5)	Yes

(*) Provision relating to the Risk Management Committee under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not Applicable to our Company.

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.

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

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied : Yes

For Future Supply Chain Solutions Limited

Place: Mumbai

Date: April 10, 2019

Vimal K Dhruve
Company Secretary

