

Corporate Governance Report

1. Name of Listed Entity - Future Supply Chain Solutions Limited
2. Quarter ending - 31-Dec-2019

i. Composition of Board of Director

Name of the Director	DIN	Category	Sub Category	Initial Date of Appointment	Date of Appointment	Tenure (months)	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities	No of Independent Directorship in listed entities	No of memberships in Audit/ SRC	No of post of Chairperson in Audit/ SRC held in listed entities
Rakesh Biyani	00005806	Chairman, Non-Executive		13-Jul-2007	31-Jul-2019		05-Apr-1972	N.A.		3	0	3	0
Mayur Toshniwal	01655776	Executive	MD	05-Aug-2017	05-Aug-2017	36	22-Feb-1968	N.A.		1	0	1	0
Chandra Prakash Toshniwal	00036303	Non-Executive		08-Mar-2006	14-Sep-2016		29-Sep-1966	NA		2	0	2	1
Bala Deshpande	00020130	Independent		10-May-2017	10-May-2017	60	15-Apr-1966	NA		3	3	3	1
Janat Shah	01625535	Independent		30-Mar-2015	30-Mar-2015	60	22-Sep-1958	NA		2	2	2	0
Malini Chopra	08195364	Independent		07-Feb-2019	07-Feb-2019	60	15-Sep-1964	NA		1	1	1	0
Amar Sapra	05178849	Independent		05-Aug-2017	05-Aug-2017	60	08-Jul-1978	NA		1	1	1	0

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Bala Deshpande	Independent	Chairperson	10-May-2017	N.A.
2	Janat Shah	Independent	Member	15-May-2015	
3	Malini Chopra	Independent	Member	07-Feb-2019	

Whether Permanent chairperson appointed	Yes
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For Future Supply Chain Solutions Ltd.


Company Secretary

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Chandra Prakash Toshniwal	Non-Executive	Chairperson	05-Aug-2017	N.A.
2	Amar Sapra	Independent	Member	05-Aug-2017	
3	Mayur Toshniwal	Executive	Member	05-Aug-2017	

Whether Permanent chairperson appointed Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Chandra Prakash Toshniwal	Non-Executive	Chairperson	13-May-2019	N.A.
2	Mayur Toshniwal	Executive	Member	13-May-2019	
3	Samir Kedia	Member	Member	13-May-2019	

Whether Permanent chairperson appointed Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Bala Deshpande	Independent	Chairperson	10-May-2017	N.A.
2	Rakesh Biyani	Non-Executive	Member	05-Aug-2017	
3	Malini Chopra	Independent	Member	07-Feb-2019	

Whether Permanent chairperson appointed Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
31-Jul-2019	02-Nov-2019	Yes	6	3
20-Sep-2019	17-Dec-2019	Yes	6	4

Maximum gap between any two consecutive (in number of days)

For Future Supply Chain Solutions Ltd.


Company Secretary

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present
Audit Committee	31-Jul-2019	02-Nov-2019	Yes	2	2
Nomination & Remuneration Committee	31-Jul-2019	02-Nov-2019	Yes	3	2
Nomination & Remuneration Committee	20-Sep-2019	17-Dec-2019	Yes	3	2

Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	93
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v. Related Party Transactions

Subject	Compliance status
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

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - Yes
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - Yes
 - b. Nomination & remuneration committee - Yes
 - c. Stakeholders relationship committee - Yes
 - d. Risk management committee (applicable to the top 100 listed entities) - Yes
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. - Yes
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. - Yes
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - Yes
 - b. Any comments/observations/advice of Board of Directors may be mentioned here: None

For Future Supply Chain Solutions Ltd.


Company Secretary

Name : Vimal K Dhruve
 Designation : Company Secretary & Compliance Officer
 Date : January 13, 2020