

COMPLIANCE REPORT

To,
The General Manager,
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street,
Mumbai - 400001.

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed composite Scheme of Arrangement between Scheme of Arrangement under Sections 230 to 232 of the Companies Act, 2013 (the 'Act') and other applicable provisions of the Act, between Future Consumer Limited ("Transferor Company 1"), Future Lifestyle Fashions Limited ("Transferor Company 2"), Future Market Networks Limited ("Transferor Company 3"), Future Retail Limited ("Transferor Company 4"), Future Supply Chain Solutions Limited ("Transferor Company 5"), FutureBazaar India Limited ("Transferor Company 6"), Acute Retail Infra Private Limited ("Transferor Company 7"), Basuti Sales and Trading Private Limited ("Transferor Company 8"), Brattle Foods Private Limited ("Transferor Company 9"), Chirag Operating Lease Co. Private Limited ("Transferor Company 10"), Hare Krishna Operating Lease Private Limited ("Transferor Company 11"), Nice Texcot Trading & Agency Private Limited ("Transferor Company 12"), Nishta Mall Management Company Private Limited ("Transferor Company 13"), Ojas Tradelease and Mall Management Private Limited ("Transferor Company 14"), Precision Realty Developers Private Limited ("Transferor Company 15"), Rivaaz Trade Ventures Private Limited ("Transferor Company 16"), Syntex Trading and Agency Private Limited ("Transferor Company 17"), Taquito Lease Operators Private Limited ("Transferor Company 18") and Unique Malls Private Limited ("Transferor Company 19") collectively referred to as "Transferor Companies" with Future Enterprises Limited ("the Company" or "FEL" or "Transferee Company") and their respective Shareholders and Creditors, between Future Enterprises Limited ("FEL") and Reliance Retail Ventures Limited ("RRVL") and their respective shareholders and creditors and between Future Enterprises Limited and Reliance Retail and Fashion Lifestyle Limited ("RRVL WOS") and their respective shareholders and creditors ("The Composite Scheme of Arrangement"/ Scheme), pursuant to Sections 230 to 232 and other relevant provisions of the Companies Act, 2013 ("the Scheme")

It is hereby certified that the scheme does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, to the extent applicable, including the following:



S. No.	Reference	Particulars	Compliance
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied since the scheme does not violate, override or limit the provisions of securities law or requirements of the Stock Exchanges.
Requirements of this circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied.
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities	Will be complied, as may be applicable
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied.
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Will be complied

For Future Enterprises Limited

Vijay Biyani

Vijay Biyani
Managing Director



For Future Enterprises Limited

Deepak Tanna

Deepak Tanna
Company Secretary

Certified that the transactions/ accounting treatment provided in the Scheme are in compliance with all the Accounting Standards applicable to a listed entity.

For Future Enterprises Limited

Vijay Biyani

Vijay Biyani
Managing Director



For Future Enterprises Limited

Dinesh Maheshwari

Dinesh Maheshwari
Executive Director &
Chief Financial Officer