

Auditor's Report On Quarterly Consolidated Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To
Board of Directors of
Future Consumer Limited

1. We have audited the accompanying statement of quarterly consolidated Ind AS financial results of Future Consumer Limited ('the Company') comprising its subsidiaries (together, 'the Group'), its associate and joint ventures for the quarter ended March 31, 2019 and the consolidated Ind AS financial results for the year ended March 31, 2019 ('the Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Regulation'), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('the Circular'). The consolidated Ind AS financial results for the quarter ended March 31, 2019 and year ended March 31, 2019 have been prepared on the basis of the consolidated Ind AS financial results for the nine-month period ended December 31, 2018, the audited annual consolidated Ind AS financial statements as at and for the year ended March 31, 2019, and the relevant requirements of the Regulation and the Circular, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these consolidated Ind AS financial results based on our review of the consolidated Ind AS financial results for the nine-month period ended December 31, 2018 which was prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) 34 Interim Financial Reporting, specified under Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; our audit of the annual consolidated Ind AS financial statements as at and for the year ended March 31, 2019; and the relevant requirements of the Regulation and the Circular.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of other auditors on separate financial statements and the other financial information of subsidiaries, associate and joint ventures, these quarterly consolidated Ind AS financial results as well as the year to date results:
 - i. includes the results of the entities mentioned in paragraph 4 below;
 - ii. are presented in accordance with the requirements of the Regulation read with the Circular, in this regard; and
 - iii. give a true and fair view of the consolidated net loss including other comprehensive income and other financial information for the quarter ended March 31, 2019 and for the year ended March 31, 2019.
4. The Statement includes the results of the following entities:

List of subsidiaries

Aadhaar Wholesale Trading and Distribution Limited, Affluence Food Processors Private Limited (with effect from November 6, 2018), Appu Nutritions Private Limited, Bloom Foods and Beverages Private Limited, FCEL Food Processors Limited, FCEL Overseas FZCO, FCL Tradevest Private Limited, Future Food and Products Limited, Future Consumer Products Limited, Future



Future Consumer Limited

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Food Processing Limited, Integrated Food Park Limited, Nilgiri's Franchisee Private Limited, Nilgiri's Mechanised Bakery Private Limited, The Nilgiri Dairy Farm Private Limited.

List of joint ventures

ACK Media Direct Limited (till August 8, 2018), Affluence Food Processors Private Limited (till November 5, 2018), Amar Chitra Katha Private Limited (till August 8, 2018), Aussee Oats India Limited, Aussee Oats Milling (Pvt) Ltd, Avante Snack Foods Private Limited, Fonterra Future Dairy Private Limited, Genoa Rice Mills Private Limited, Hain Future Natural Products Private Limited, IBH Books & Magazines Distributors Limited (till August 8, 2018), Ideas Box Entertainment Limited (till August 8, 2018), Mibelle Future Consumer Products AG, Mibelle India Consumer Products Private Limited, MNS Foods Limited, Sublime Foods Limited.

List of associate

Sarjena Foods Private Limited

5. We did not audit the financial statements and other financial information, in respect of 9 subsidiaries, whose Ind AS financial statements include total assets of Rs 51,857 lakhs as at March 31, 2019, and total revenues of Rs 25,654 lakhs and Rs 87,298 lakhs for the quarter and the year ended on that date respectively. These Ind AS financial statements and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. The consolidated Ind AS financial results also include the Group's share of net loss of Rs. 909 lakhs and Rs. 2,631 lakhs for the quarter and for the year ended March 31, 2019 respectively, as considered in the consolidated Ind AS financial statements, in respect of 15 associate and joint ventures, whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the management. Our opinion, in so far as it relates to the affairs of such subsidiaries, joint ventures and associate is based solely on the report of other auditors. Our opinion is not modified in respect of this matter.
6. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2019 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2019 and the published year-to-date figures up to December 31, 2018, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under the Regulation and the Circular.

For SRBC & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003



per Pramod Kumar Bapna

Partner

Membership No.: 105497



Place: Mumbai

Date: May 22, 2019

Future Consumer Limited (formerly known as Future Consumer Enterprise Limited)

Regd. Office: Knowledge House, Shyam Nagar, Off. Jyeshthwari Vikhroli Link Rd., Jyeshthwari (E.), Mumbai-60.

visit us at: www.futureconsumer.in

STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2019

PARTICULARS (Refer Notes below)	(Rs. in lakhs except per share data)			
	For the Quarter ended March 31, 2019 (Audited)	For the Quarter ended December 31, 2018 (Unaudited)	For the Quarter ended March 31, 2018 (Audited)	For the Year ended March 31, 2018 (Audited)
1 Income				
(a) Revenue from operations	1,03,737.58	99,130.77	81,116.23	3,88,064.97
(b) Other Income	718.01	686.77	1,653.66	3,138.18
Total Income	1,04,455.59	99,837.54	82,769.89	3,91,203.15
2 Expenses				
(a) Cost of materials consumed	6,156.80	3,435.36	3,245.52	14,493.15
(b) Purchases of Stock in Trade	80,116.33	83,357.65	68,310.03	2,48,679.01
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	4,283.15	(783.51)	(1,411.78)	(4,663.17)
(d) Employee benefits expense	2,925.25	3,501.20	3,101.00	13,117.77
(e) Finance Costs	2,085.98	1,951.66	1,401.90	7,347.73
(f) Depreciation, Amortisation and Impairment expenses	1,427.10	1,393.51	1,459.52	5,315.49
(g) Other expenses	7,385.06	6,930.13	6,218.24	29,262.42
Total Expenses	1,04,379.67	99,785.97	82,324.43	3,90,651.19
3 Profit / (Loss) before share of profit / (Loss) of an Associate/ a Joint Venture and Exceptional items (1-2)	75.92	51.57	445.46	551.96
4 Share of Profit / (Loss) in Associate Company and Joint Ventures	(1,129.94)	(569.62)	(1,100.52)	(2,949.42)
5 Profit / (Loss) before Exceptional items and Tax (3+4)	(1,054.02)	(518.05)	(655.06)	(2,397.46)
6 Exceptional items (Refer note 5)	-	22.41	-	22.41
7 Profit / (Loss) before tax (5+6)	(1,054.02)	(495.64)	(655.06)	(2,375.05)
8 Tax expense				
Current Tax	75.46	46.11	17.99	17.99
Deferred Tax (Refer note 6)	(1,882.77)	-	(267.71)	(267.71)
9 Profit / (Loss) for the period (7-8)	753.29	(541.75)	(405.34)	(718.31)
10 Other comprehensive income (OCI)				
A (a) Items that will not be reclassified to statement of profit or loss	23.50	(1.56)	(129.07)	25.31
(b) Income tax relating to items that will not be reclassified to statement of profit or loss	(12.12)	-	27.69	(12.12)
B (b) Items that may be reclassified to statement of profit or loss	1.61	20.91	-	(26.85)
Total other comprehensive income	12.99	19.38	(101.38)	(13.66)
Total comprehensive income (9+10)	766.28	(522.37)	(506.72)	(731.97)
Profit / (Loss) for the year attributable to:				
- Owners of the company	775.23	(523.34)	(362.99)	(638.75)
- Non-controlling interests	(21.94)	(18.41)	(42.35)	(79.56)
Other Comprehensive income for the year attributable to:				
- Owners of the company	12.35	11.00	(101.38)	(2.92)
- Non-controlling interests	0.64	8.38	-	(10.74)
Total Comprehensive income for the year attributable to:				
- Owners of the company	787.58	(512.34)	(464.37)	(641.67)
- Non-controlling interests	(21.30)	(10.03)	(42.35)	(90.30)
12 Paid-up equity share capital (Face Value of Rs.6/- per share)	1,14,428.54	1,14,463.54	1,14,128.91	1,14,128.91
13 Reserves excluding Revaluation Reserves	0.01	(0.03)	(0.02)	(0.14)
14 Earnings per share (EPS) (of Rs.6/- each) (not annualised for interim periods): a) Basic (Rs.)	0.04	(0.03)	(0.02)	(0.14)
b) Diluted (Rs.)				
15 Paid up Debt Capital	-	-	-	-
16 Debenture Redemption Reserve	-	-	-	-
17 Networth	99,021.07	99,021.07	99,021.07	99,525.15
18 Debt Equity Ratio (no. of times)	0.82	0.82	0.82	0.82
19 Debt Service Coverage Ratio (no. of times)	0.10	0.10	0.10	0.10
20 Interest Service Coverage Ratio (no. of times)	0.39	0.39	0.39	0.39

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Notes:

I.-CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

PARTICULARS	(Rs. in lakhs)	
	As at March 31, 2019 (Audited)	As at March 31, 2018 (Audited)
A ASSETS		
Non-Current Assets		
(a) Property, Plant and Equipment	58,170.52	50,469.32
(b) Capital Work-in-progress	3,062.93	6,918.57
(c) Investment Property	701.82	710.08
(d) Goodwill	14,234.65	16,389.35
(e) Other Intangible Assets	21,434.32	23,386.40
(g) Financial Assets		
(i) Investments	7,284.62	3,405.11
(ii) Loans	2,125.67	2,915.90
(iii) Other Financial Assets	847.59	688.71
(h) Deferred Tax Assets (net)	1,899.75	29.10
(f) Other Non-Current Assets	3,666.50	2,922.56
Total non-current assets	1,13,428.37	1,07,865.10
Current Assets		
(a) Inventories	24,684.80	22,424.31
(b) Financial Assets		
(i) Investments	3.56	895.69
(ii) Trade Receivables	67,466.28	49,284.46
(iii) Cash and cash equivalents	5,582.98	4,306.69
(iv) Bank Balances other than (iii) above	1,253.10	168.52
(v) Loans	4,735.48	8,821.43
(vi) Other Financial Assets	7,079.50	5,343.25
(c) Other Current Assets	2,693.81	3,133.91
Total current assets	1,13,499.51	99,378.29
TOTAL ASSETS	2,26,927.88	2,02,243.39
B EQUITY AND LIABILITY		
Equity		
(a) Equity Share Capital	1,14,128.54	1,14,128.91
(b) Other Equity	(15,407.47)	(14,603.76)
Equity attributable to owners of the Group	99,021.07	99,525.15
(c) Non-controlling interests	(240.02)	423.24
Total Equity	98,781.05	99,948.39
LIABILITY		
Non-current liabilities		
(a) Financial Liabilities		
(i) Borrowing	27,770.87	31,014.16
(ii) Other financial liabilities	645.58	77.57
(b) Provisions	678.07	627.52
(c) Deferred Tax Liabilities (net)	4,133.47	4,133.47
(d) Other non-current liabilities	3,753.71	4,075.33
Total non-current liabilities	36,981.70	39,928.05
Current liabilities		
(a) Financial Liabilities		
(i) Borrowings	48,172.92	23,035.48
(ii) Trade Payables	30,034.84	21,029.75
(iii) Other Financial Liabilities	8,952.98	11,912.42
(b) Provisions	1,340.55	1,445.81
(c) Other Current Liabilities	2,663.84	1,943.49
Total current liabilities	91,165.13	62,366.95
TOTAL EQUITY AND LIABILITY	2,26,927.88	2,02,243.39

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2. The figures for the corresponding previous period have been regrouped/reclassified wherever necessary, to make them comparable.
3. Figures for the quarter ended March 31, 2019 and March 31, 2018 are the balancing figures between audited figures in respect of the full financial years ended on those dates and the published reviewed year-to-date figures upto the third quarter of the respective financial year.
4. The name of the Company has changed from Future Consumer Enterprise Limited to Future Consumer Limited w.e.f. October 13, 2016.
5. The Company is engaged in the business of Branding, Manufacturing, Processing, Selling, and Distribution of "Consumer Products" which constitutes a single reporting segment. Hence there is no separate reportable segment as per Indian Accounting Standard - 108 'Operating Segments'.
6. Exceptional items for the year ended March 31, 2019 and quarter ended December 31, 2018 include: a) Gain on sale of investment of Rs. 2,712.89 lakhs and b) Impairment loss of Rs. 2,690.48 lakhs on Intangibles i.e. Goodwill and Brand.
7. During the year, the Holding Company has reassessed the deferred tax asset recognised on unutilised tax losses based on probability of future taxable income and recognised net deferred tax assets of Rs. 1867.50 lakhs.
8. Issued and paid up share capital of the Company has been reduced by 14,67,348 shares due to acquisition of treasury shares by the ESCOP trust and increased by 9,14,000 shares due to exercise of stock options during the quarter.
9. Disclosures under regulation 52(4) and 54(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Non-Convertible Debentures are as follows:

Sr No	Particulars	Series	ISIN	Security ID	Previous Due Date (From 01-October-2018 to 31-March-2019)		Next Due Date (From 01-April-2019 to 30-September-2019)		Rating Assigned by Rating Agency
					Principal and Interest	Principal and Interest	Principal and Interest	Principal and Interest	
A	Non Convertible Debentures Series I	STRPP 2	INE220J07048	1100FCL19A	16-Mar-2019	-	-	-	CARE A
B	Non Convertible Debentures Series I	STRPP 3	INE220J07055	1100FCL20	16-Mar-2019	-	-	-	CARE A
C	Non Convertible Debentures Series II	STRPP 2	INE220J07071	1055FCL19A	16-Dec-2018	-	-	-	CARE A
D	Non Convertible Debentures Series II	STRPP 3	INE220J07089	1055FCL20A	16-Dec-2018	-	16-June-2019	16-Sept-2019	CARE A
E	Non Convertible Debentures Series III	STRPP 1	INE220J07097	995FCL19	5-Mar-2019	-	-	-	CARE A
F	Non Convertible Debentures Series III	STRPP 2	INE220J07105	995FCL19A	-	-	5-Sept-2019	-	CARE A
G	Non Convertible Debentures Series III	STRPP 3	INE220J07113	995FCL20	-	-	5-Sept-2019	-	CARE A
H	Non Convertible Debentures Series	1	INE220J07121	-	15-Nov-2018	15-Feb-2019	15-May-2019	15-Aug-2019	Unrated
I	Non Convertible Debentures Series	2	INE220J07139	-	15-Nov-2018	15-Feb-2019	15-May-2019	15-Aug-2019	Unrated

Interest and Principal has been paid on due dates

9. The Listed Secured Non-Convertible Debentures of the Company aggregating to Rs. 55 crores as on March 31, 2019 are secured by way of exclusive charge on specific fixed assets of the Company and / or its subsidiaries and unconditional and irrevocable guarantee of Mr. Kishore Bhatia, Director of the Company, for principal and its interest thereon. The asset cover in respect of Non-Convertible Debentures of the Company as on March 31, 2019 exceeds 100% of the principal amount of the said listed Non-Convertible Debentures.

10. Formula for computation of ratios are as follows:

(a) Paid up Debt Capital = (Long term borrowings + Short term borrowings + Current maturities of Long term borrowings).

(b) Debt Equity Ratio = (Long term borrowings + Short term borrowings + Current maturities of Long term borrowings) / (Equity).

(c) Debt Service Coverage Ratio = (Profit from ordinary activities before tax + Interest on long-term borrowings) / (Interest on long-term borrowings + Repayment of long-term borrowings during the period).

(d) Interest Service Coverage Ratio = (Profit from ordinary activities before tax + Interest on long-term borrowings) / Interest on long-term borrowings.

For the purpose of calculation, loans having original maturity of more than 365 days are considered as long-term borrowings.

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11. Key Standalone financial information of the Company is given here below:

PARTICULARS	For the Quarter ended March 31, 2019		For the Quarter ended December 31, 2018		For the Quarter ended March 31, 2018		For the Year ended March 31, 2018	
	(Audited)	(Audited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)	(Audited)
Revenue from operations	77,928.62	75,535.58	65,273.69	2,98,996.39	2,43,110.96			
Profit / (Loss) before Tax	1,603.22	1,684.25	1,097.76	4,173.48	3,262.37			
Total comprehensive income	3,505.42	1,684.25	1,008.14	6,075.68	3,172.73			

12. The above results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on May 22, 2019.

13. The financial results will be available on the Company's website - www.futureconsumer.in, and on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com).

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By Order of the Board
For Future Consumer Limited



Ashmi Biyani
Managing Director

Place: Mumbai
Date: May 22, 2019

Corporate Identity Number of Future Consumer Limited is 152602XIH1996PLC192980