FUTURE CONSUMER LIMITED

Investment Teaser

For Prospective Resolution Applicants

Food-led FMCG platform | Established brands | Integrated food infrastructure

Prepared by –
Aegis Resolution Service Private Limited, through its authorized signatory, Mr. Avil Menezes, Resolution Professional of Future Consumer Limited

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Executive Investment Summary

A Corporate Debtor with recognizable brands and physical food infrastructure — paired with a significant growth and restructuring opportunity

WHY FCL MAY MERIT CONSIDERATION

01 | Brand platform

Established food brands across staples, processed foods, dairy, frozen foods, beverages, bakery personal and home cared products creating cross-category and cross-channel opportunities.

02 | Core Infrastructure

FCL has integrated rice milling facility located within 110-acre Integrated Food Park at Tumkur (having monthly capacity of approx. 4000 tonnes). The land has been leased by its subsidiary. The facility has been leased to KSL Kantoor Food Products LLP

03 | Other Immovable Assets

FCL also owns land and building parcels at Rai in Sonipat, Haryana as well as in Bidar in Karnataka which can be used for scaling up the business operations. FCL also have a nonoperational flour plant in Indore situated on leased land.

04 | Arbitration

FCL is involved in arbitration proceedings in relation to disputes concerning its Sri Lankan JV and JV partner, with debt claims aggregating approximately USD 10.43 million as on 21 May 2025

05 | Strategic optionality

Subsidiaries, JVs and associates provide potential access to additional manufacturing, distribution, food processing, sales, marketing and category capabilities subject to applicable ownership, contractual and regulatory considerations.

06 | Significant Tax Losses

Tax losses – Approx. 243 Crores of Business Loss, Approx. 321 Crores of unabsorbed depreciation and 125 Crores of Long-Term Capital Loss along with the GST credit of approx. 4.50 Crores

Company Overview

Future Consumer Limited (having CIN number L52602MH1996PLC192090) is a food-led FMCG business with a broad consumer portfolio

BUSINESS PROFILE

1996 Year incorporated	**Multi-category** Food-led FMCG platform	**Listed on both BSE & NSE**	**Total Paid up capital of 1198.22 Crores**

- Business spans sourcing, manufacturing, branding, marketing and distribution of food and FMCG products.
- Core categories include staples, processed foods, dairy, frozen foods, beverages, bakery personal and home care products
- Manufacturing capabilities include rice and flour processing at Tumkur and Indore, supported by subsidiary / JV capacities in snacks, sauces, biscuits and other categories.
- FCL has immovable land and building at Rai, Sonipat in Haryana as well as in Bidar in Karnataka
- FCL has also invested in various wholly owned subsidiaries, subsidiaries and associates to strengthen its food and FMCG chain.

CIRP Status

Update on the CIRP of the FCL

08 July 2026 | CIRP Commencement

The Hon'ble NCLT, Mumbai Bench orders commencement of CIRP for Future Consumer Limited and appointed Aegis Resolution Services Private Limited, through Mr. Avil Menezes, as Interim Resolution Professional.

06 August 2026 | RP Appointment Approved

In its 1st meeting, the Committee of Creditors approves the appointment of Aegis Resolution Services Private Limited, through Mr. Avil Menezes, as Resolution Professional of the Corporate Debtor.

2nd CoC Meeting | Form G Approved

The Committee of Creditors resolves to issue Form G, inviting Expressions of Interest from Prospective Resolution Applicants, per the Code and CoC's directions.

06 September 2026 | Form G Published

Form G is published in the Financial Express (All India Edition – English) and Navakal (Mumbai Edition – Marathi).

27 September 2026 | EOI Submission Deadline

Last date for Prospective Resolution Applicants to submit an Expression of Interest under the ongoing CIRP.

Why Invest in FCL?

The opportunity is a capital-structure and operating turnaround of an existing consumer platform

Established brands

A portfolio of food and FMCG brands already positioned across staples, convenience, snacks, dairy, organic and household categories.

Hard-to-replicate infrastructure

State of art Rice Milling Facility located within the Integrated Food Park Operated by one of its subsidiary.

Potential Value from the Arbitration Matter

FCL is involved in significant Arbitration Matter with underlying ICD claim of more than 1 Crores dollars as on the date of filing of arbitration application

Multiple growth vectors

Potential to focus capital behind higher-potential brands, categories and channels while rationalising non-core activities.

Synergy potential

Strategic buyers may be able to unlock procurement, manufacturing, distribution and overhead synergies through its JVs, Subsidiaries etc.

Resolution-led entry

CIRP provides the potential to address legacy leverage and liabilities as part of a holistic resolution strategy.

Portfolio Architecture

A diversified brand portfolio across high-frequency food and household categories

STAPLES

Golden Harvest — Everyday flour, pulses, rice, cereals, spices and other kitchen essentials

PREMIUM / HEALTH

Karmiq — Dry fruits, berries, seeds, healthy oils and organic foods

CONVENIENCE

Tasty Treat • Desi Atta — Ready-to-eat / indulgence products and ~50 flour / ready-mix variants

REGIONAL

Nilgiris • Ektaa — South Indian dairy / bakery and regional Indian foods

CONDIMENTS

Sangi's Kitchen — Spices, sauces, mayonnaise, chutneys and seasonings

HOME CARE

Voom • Cleanmate • Caremate — Fabric care, household cleaning, tissues, handwash and home consumables

Additional brands include Fresh & Pure, Kosh Oats, Veg Affaire, Prim, Pratha, Mysst, Think Skin, Kara and TS. Royalty is being received from Infinion Consumer Brands Private Limited for the use of certain intellectual property and brands owned by FCL.

Rice Milling Facility- Strategic Infrastructure

Tumkur, Karnataka | Farm-to-market food processing ecosystem

CORE INFRASTRUCTURE

Approx. 4.75 acres	4000 tonnes	Multi-process
Leased Land	Monthly Capacity	Milling • pulping • spices • dal • IQF • roasting

- **Integrated Food Park Limited ("IFPL")** is a subsidiary of Infinion Consumer Brands Private Limited (FCL Tradevest, wholly owned subsidiary of FCL).

- In partnership with the Ministry of Food Processing Industries, IFPL has set-up a state-of-art India Food Park which provides end-to-end food processing along the value chain (grading, sorting, pulping, packaging & distribution) from the farm to the market. Equipped with world-class food processing units, storage capacity, cold storage unit and in-house pulping, dehydration and frying and roasting line, IQF, milling, flouring, spice and dal units, this massive park is spread across 110-acre land at Tumkur region in Karnataka.

- FCL owns a modern rice milling facility situated within the Integrated Food Park, having an installed milling capacity of approximately 4,000 tonnes.

- The said facility has been leased to KSL Kantoor Food Products LLP at a monthly rent of INR 2.50 lakhs, exclusive of taxes, with an escalation of 10% after three years. The lease commenced on 1 June 2023 and is valid up to 31 March 2034.

Arbitration Matter

Arbitration Matter With Aussee Oats Milling Private Limited

Aussee Oats Milling Private Limited
JV Entity in Sri Lanka

SVA India Limited
Joint Venture Partner

Aussee Oats India Limited
JV Entity in India

- FCL had invested in the equity of the Sri Lankan JV (50%+ 1 share) and had also provided Inter-Corporate Deposits (“ICDs”) to the said JV.

- FCL had filed a petition under Section 11(6) of the Arbitration and Conciliation Act, 1996 (“Act”) seeking a composite reference to arbitration of the disputes arising in connection with the non-payment of the principal amount and interest under certain ICD Loan Agreements. Further there is also oppression and mismanagement application filed by FCL as well as Sri Lankan JV in the Sri Lanka which is pending for adjudication.

- FCL has claimed a total principal amount of USD 5,759,711/- as the outstanding principal amount under the ICD Loan Agreements and the interest amount of USD 4,674,112/- aggregating to USD 10,433,823/- as on 21.05.2025 (Date of Filing of the Section 17 Application).

- The ICD agreement were under stamped and the CoC has approved the payment of Stamp Duty to secure the FCL rights in the Arbitration Matter. The matter is now being posted on 23rd October 2026 for cross-examination of the FCLs witness. The arbitration proceedings are pending for adjudication.

Other Immovable Asset

Other Immovable Assets

Sonipat, Haryana

Total area- 1012.50 Square Meters

Bidar, Karnataka

Total area- 8079 Square Meters

Atta Manufacturing Plant at Indore

At a leased land

- FCL owns a manufacturing facility established for the production of Desi Atta branded products on a leased land. The plant is currently not operational.

- In addition to its investments, intellectual property and manufacturing infrastructure, **FCL** owns the following immovable properties, which form an integral part of its asset portfolio:

- Rai, Sonipat, Haryana – Land and building admeasuring approximately 1,012.50 square metres.
- Bidar, Karnataka – Land and building admeasuring approximately 8,079 square metres.

- FCL also have Plant and Machineries located at Nimrani in Kasrawad, Madhya Pradesh at the site of Premium Harvest Limited.

Subsidiary / JV / Associates Ecosystem

Selected entities described in the company profile and FY25 financial statements

Aadhaar Retailing Limited

Rural / semi-urban wholesale & distribution; hub-and-spoke model;

Nilgiris Franchise Limited, The Nilgiri Dairy Farm Private Limited, Nilgiris Mechanised Bakery Private Limited,

Dairy / bakery brand in South India; franchisee-operated convenience-store network.

Sublime Foods Private Limited, Appu Nutritions Private Limited

Tumkur manufacturing of sauces, chutneys, condiments, dressings and mayonnaise.

MNS Foods

Wafer biscuit and chocolate-enrobed wafer manufacturing; Tasty Treat products.

Aussee Oats Milling (Private) Limited and Aussee Oats India Limited

Oats manufacturing / sales entities; disputes with JV partner and is involved in the Arbitration Matter.

IFPL / Food Park

Infrastructure platform operating the India Food Park and common processing ecosystem.

Bloom Foods & Beverages Private Limited, Snackvibe Products Private Limited

Fruit & vegetable trading business.

Infinion Consumer Brands Private Limited

Manufacturing investments and brand distribution activities.

There are other subsidiaries/ associates/ JV of FCL. Further for some of the companies, merger applications have been filed which are pending before Hon'ble NCLT

FY25 Standalone Financial Snapshot

Audited standalone financial statements | ₹ crore, unless stated otherwise

PROFIT & LOSS

₹0.56 Cr	₹14.00 Cr	₹(41.94 Cr)	₹343.63 Cr
Revenue from operations	Total income	Net loss	Total Assets

Assets

FCL's current operating activities are limited. It has retained certain key managerial and operational personnel and continues to manage/oversee its assets, investments, subsidiaries/JVs and ongoing legal and regulatory matters. The manufacturing assets are presently non-operational, while the rice milling facility is leased to a third party.

Potential Value Pools for a Resolution Applicant

Value creation requires diligence-led separation of operating, brand and asset-level economics

POTENTIAL VALUE POOLS

Brands

Established names across staples, processed foods, snacks, dairy, organic and household categories.

Food infrastructure

Rice Milling facility at Food Park and associated processing capabilities provide a physical operating platform.

Distribution

Aadhaar and other group entities provide wholesale / rural / semi-urban routes to market.

Manufacturing ecosystem

Sublime, MNS Foods, oats JVs and other entities provide category-specific manufacturing access.

Pictures of the Plant/Site

Prospective Resolution Applicants

The last date for submission of Expression of Interest in the Resolution Process is 27th September 2026

Please feel free to reach out to the Resolution Professional on irp.fcl@aegisipe.com for any clarifications.