

Limited Review Report - Consolidated Financial Results**Review Report to
The Board of Directors
Future Consumer Limited**

1. We have reviewed the accompanying statement of unaudited consolidated financial results of Future Consumer Limited (the 'Company') comprising its subsidiaries (together referred to as 'the Group'), its joint ventures and associates, for the quarter ended September 30, 2017 and year to date from April 01, 2017 to September 30, 2017 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above and based on the consideration of the review reports of other auditors referred to in paragraph 5 below, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited consolidated financial results prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We did not review, the interim financial results and other financial information, in respect of 14 subsidiaries, whose interim financial information reflects total assets of Rs. 66,545.33 Lakhs and net assets of Rs. 14,843.82 Lakhs as at September 30, 2017, and total revenues of Rs. 17,905.69 Lakhs and Rs. 36,647.21 Lakhs for the quarter and period ended on that date respectively and the interim financial results of 12 joint ventures and 1 Associate which reflects Group's share of net loss of Rs. 480.29 Lakhs and Rs. 758.66 Lakhs for the quarter and period ended on September 30, 2017, respectively. These interim financial results and other financial information have been reviewed by other auditors whose reports have been furnished to us by the management. Our conclusion, 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 conclusion is not modified in respect of this matter.



S R B C & CO LLP

Chartered Accountants

6. The comparative financial information of the Company for the immediately preceding quarter ended June 30, 2017, corresponding quarter and half year ended September 30, 2016 were reviewed by the predecessor auditor and the consolidated financial statements of the Company for the year ended March 31, 2017, were audited by predecessor auditor who expressed an unmodified opinion on those consolidated financial information/statements on August 14, 2017, November 14, 2016 and May 26, 2017, respectively.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm registration number: 324982E/E300003



per Pramod Kumar Bapna

Partner

Membership No.: 105497

Place of Signature: Mumbai

Date: November 08, 2017



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

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

visit us at: www.futureconsumer.in

STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED SEPTEMBER 30, 2017

(Rs. in lakhs except per share data)

PARTICULARS (Refer Notes below)	For the Quarter ended September 30, 2017 (Unaudited)	For the Quarter ended June 30, 2017 (Unaudited)	For the Quarter ended September 30, 2016 (Unaudited)	For the Six Months ended September 30, 2017 (Unaudited)	For the Six Months ended September 30, 2016 (Unaudited)	For the Year ended March 31, 2017 (Audited)
1 Income						
(a) Revenue from operations	75,053.04	66,225.91	56,371.57	1,41,278.95	1,03,081.42	2,11,584.07
(b) Other Income	523.18	580.28	534.87	1,103.46	1,054.95	2,504.10
Total Income	75,576.22	66,806.19	56,906.44	1,42,382.41	1,04,136.37	2,14,088.17
2 Expenses						
(a) Cost of materials consumed	3,277.28	4,206.13	4,403.80	7,483.41	8,715.66	17,789.71
(b) Purchases of Stock in Trade	63,711.28	55,694.70	45,954.84	1,19,405.98	85,451.31	1,71,136.98
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(2,297.90)	(2,910.17)	(1,446.48)	(5,208.07)	(5,164.39)	(6,619.58)
(d) Employee benefits expense	3,231.48	2,802.23	2,359.13	6,033.71	4,741.57	9,805.80
(e) Finance Costs	1,213.51	1,278.51	1,058.52	2,492.02	2,395.23	4,482.77
(f) Depreciation and Amortisation expense	1,134.97	896.51	899.35	2,031.48	1,673.63	3,260.60
(g) Other expenses	5,855.66	5,575.50	4,793.72	11,431.16	8,950.03	18,506.27
Total Expenses	76,126.28	67,543.41	58,022.88	1,43,669.69	1,06,763.04	2,18,362.55
3 Profit / (Loss) from Ordinary Activities before Exceptional items (1-2)	(550.06)	(737.22)	(1,116.44)	(1,287.28)	(2,626.67)	(4,274.38)
4 Exceptional items	-	-	-	-	-	-
5 Profit / (Loss) from Ordinary Activities before tax (3-4)	(550.06)	(737.22)	(1,116.44)	(1,287.28)	(2,626.67)	(4,274.38)
6 Tax expense						
Deferred Tax	-	-	-	-	72.32	88.94
7 Net Profit / (Loss) for the period (5-6)	(550.06)	(737.22)	(1,116.44)	(1,287.28)	(2,698.99)	(4,363.32)
8 Share of Profit / (Loss) in Associate Company and Joint Ventures	(480.29)	(278.37)	(594.92)	(758.66)	(1,207.93)	(2,180.21)
9 Non controlling interest	149.35	131.02	94.29	280.37	216.48	442.98
10 Net Profit / (Loss) after taxes, non controlling interest and share of loss of Associate and Joint Ventures (7+8+9)	(881.00)	(884.57)	(1,617.07)	(1,765.57)	(3,690.44)	(6,100.55)
11 Other comprehensive income (OCI)						
(i) Items that will not be reclassified to profit or loss	3.20	-	3.54	3.20	3.54	(253.80)
(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	17.58
12 Total comprehensive income (10+11)	(877.80)	(884.57)	(1,613.53)	(1,762.37)	(3,686.90)	(6,336.77)
13 Paid-up equity share capital (Face Value of Rs.6/- per share)	1,00,854.69	98,927.17	98,717.90	1,00,854.69	98,717.90	98,836.24
14 Reserves excluding Revaluation Reserves (as per balance sheet of previous accounting year)						(9,986.15)
15 Earnings per share (EPS) (of Rs.6/- each) not annualised : a) Basic (Rs.)	(0.05)	(0.05)	(0.09)	(0.10)	(0.21)	(0.34)
b) Diluted (Rs.)	(0.05)	(0.05)	(0.09)	(0.10)	(0.21)	(0.34)
16 Paid up Debt Capital				33,623.49	23,779.73	28,722.49
17 Debenture Redemption Reserve				-	-	-
18 Networth				93,405.71	96,872.20	88,850.09
19 Debt Equity Ratio (no. of times)				0.36	0.25	0.32
20 Debt Service Coverage Ratio (no. of times)				(0.22)	(0.12)	(0.16)
21 Interest Service Coverage Ratio (no. of times)				(0.30)	(1.42)	(1.51)



Notes:

1. CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

		(Rs. in lakhs)	
PARTICULARS		As at September 30, 2017	As at March 31, 2017
		(Unaudited)	(Audited)
A ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment		45,105.68	44,936.97
(b) Capital Work-in-progress		8,191.69	6,071.90
(c) Investment Property		713.92	718.35
(d) Goodwill		16,769.35	16,769.35
(e) Other Intangible Assets		24,142.67	21,986.44
(f) Intangible Assets under development		26.85	2,873.37
(g) Financial Assets			
(i) Investments		3,540.28	4,036.26
(ii) Loans		2,493.02	1,704.04
(iii) Other Financial Assets		1,131.04	1,011.80
(h) Deferred Tax Assets (net)		11.34	10.75
(i) Other Non-Current Assets		3,376.01	2,566.84
		1,05,501.85	1,02,686.07
Current Assets			
(a) Inventories		22,784.66	17,573.37
(b) Financial Assets			
(i) Investments		0.30	0.30
(ii) Trade Receivables		38,209.73	32,415.02
(iii) Cash and cash equivalents		3,028.44	4,680.88
(iv) Bank Balances other than (iii) above		111.21	73.27
(v) Loans		7,926.22	6,381.10
(vi) Other Financial Assets		3,196.28	2,142.88
(c) Other Current Assets		7,589.98	3,226.09
		82,846.82	66,492.91
TOTAL ASSETS		1,88,348.67	1,69,178.98
B EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital		1,00,854.69	98,836.24
(b) Other Equity		(7,448.98)	(9,986.15)
		93,405.71	88,850.09
(c) Non-controlling interests		496.34	779.65
		93,902.05	89,629.74
LIABILITIES			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowing		17,787.35	15,419.23
(ii) Other financial liabilities		808.75	813.89
(b) Provisions		822.38	703.06
(c) Deferred Tax Liabilities (net)		4,409.10	4,409.10
(d) Other non-current liabilities		4,315.70	4,381.77
		28,143.28	25,727.05
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings		21,669.09	18,420.79
(ii) Trade Payables		22,724.92	16,711.81
(iii) Other Financial Liabilities		19,031.96	16,312.73
(b) Other Current Liabilities		1,874.19	1,553.74
(c) Provisions		1,003.18	823.12
		66,303.34	53,822.19
TOTAL EQUITY AND LIABILITIES		1,88,348.67	1,69,178.98



- 2 The above financial results have been prepared in accordance with the recognition and measurement principles laid down in the Ind AS -34 Interim Financial Reporting prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.
- 3 The name of the Company has changed from Future Consumer Enterprise Limited to Future Consumer Limited w.e.f. October 13, 2016.
- 4 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'.
- 5 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-April -2017 to 30-September-2017)	Next Due Date (From 01-October -2017 to 31-March-2018)	Rating Assigned by Rating Agency
A	Non Convertible Debentures	B	INE220J07022	1195FCL18	17-Jun-17	17-Dec-17	CARE A
B	Non Convertible Debentures	B	INE220J07022	1195FCL18	17-Sep-17	17-Mar-18	CARE A
C	Non Convertible Debentures Series 1	1	INE220J07030	1100FCL18	-	16-Mar-18	CARE A
D	Non Convertible Debentures Series 1	2	INE220J07048	1100FCL19A	-	16-Mar-18	CARE A
E	Non Convertible Debentures Series 1	3	INE220J07055	1100FCL20	-	16-Mar-18	CARE A
F	Non Convertible Debentures Series 2	1	INE220J07063	1055FCL18	16-Jun-17	16-Dec-17	CARE A
G	Non Convertible Debentures Series 2	2	INE220J07071	1055FCL19A	16-Jun-17	16-Dec-17	CARE A
H	Non Convertible Debentures Series 2	3	INE220J07089	1055FCL20A	16-Jun-17	16-Dec-17	CARE A
I	Non Convertible Debentures Series 2	1	INE220J07063	1055FCL18	16-Sep-17	16-Mar-18	CARE A
J	Non Convertible Debentures Series 2	2	INE220J07071	1055FCL19A	16-Sep-17	16-Mar-18	CARE A
K	Non Convertible Debentures Series 2	3	INE220J07089	1055FCL20A	16-Sep-17	16-Mar-18	CARE A
L	Non Convertible Debentures Series 1	1	INE220J07097	995FCL19			CARE A
M	Non Convertible Debentures Series 2	2	INE220J07105	995FCL19A			CARE A
N	Non Convertible Debentures Series 3	3	INE220J07113	995FCL20			CARE A

Interest and Principal has been paid on due dates

- 6 The Listed Secured Non-Convertible Debentures of the Company aggregating to Rs. 160 crores as on September 30, 2017 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 Biyani, Director of the Company, for principal and its interest thereon. The asset cover in respect of Non-Convertible Debentures of the Company as on September 30, 2017 exceeds 100% of the principal amount of the said listed Non-Convertible Debentures.
- 7 Formula for computation of ratios are as follows :
- (a) Paid up Debt Capital = (Long term borrowings + Current maturities of Long term borrowings).
- (b) Debt Equity Ratio = (Long 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.



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

(Rs. In lakhs)

PARTICULARS	For the Quarter ended	For the Quarter ended	For the Quarter ended	For the Six Months ended	For the Six Months ended	For the Year ended
	September 30, 2017	June 30, 2017	September 30, 2016	September 30, 2017	September 30, 2016	March 31, 2017
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Revenue from operations	61,597.53	51,729.62	43,862.49	1,13,327.15	79,588.58	1,64,498.55
Profit / (Loss) before Tax	855.81	624.66	(4.11)	1,480.47	(357.17)	795.25
Total comprehensive income	855.81	624.66	(4.11)	1,480.47	(357.17)	738.35

9 The above results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on November 8, 2017. The above results have been subjected to Limited Review by the statutory auditors. The financial results of the subsidiaries and associate have been subjected to limited review by their respective statutory auditors.

10 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).

Place: Mumbai

Date: November 8, 2017

By Order of the Board
For Future Consumer Limited

Narendra Baheti

Narendra Baheti
Executive Director



Corporate Identity Number of Future Consumer Limited is L52602MH1996PLC192090

